SAI SILKS (KALAMANDIR) LIMITED
CIN: U52190TG2008PLC059968
Registered Office: # 6-3-790/8, Flat No.1, Bathina Apartments, Ameerpet, Hyderabad - 500016
Telangana, India. 040-66566555. Email: secretarial@sskl.co.in
www.sskl.co.in

Date: 17.07.2026

To Corporate Relations Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001, India Scrip Code: **543989**	To Listing Compliance Department, National Stock Exchange of India Limited Exchange Plaza, C-1 Block G Bandra Kurla Complex, Bandra (E) Mumbai – 400 051, India Symbol: **KALAMANDIR**

Dear Sir / Madam

Subject: Submission of notice of 18th Annual General Meeting (AGM)

We wish to inform you that the 18th Annual General Meeting (AGM) of the Company is scheduled to be held on **Monday**, **August 10, 2026** at **11.30 A.M.** (IST) through video conferencing (VC) / Other Audio Visual Means (OAVM).

Enclosing the Notice of 18th Annual General Meeting, which was sent to the shareholders of the company through electronic mode.

The aforesaid notice of AGM is also uploaded on the website of the Company and the weblink is as follows:

https://sskl.co.in/wp-content/uploads/2026/07/SSKL-18th-AGM-Notice.pdf

This is for your information and records

Yours sincerely,

For Sai Silks (Kalamandir) Limited

MATTE KOTI BHASKARA TEJA
Digitally signed by MATTE KOTI BHASKARA TEJA
Date: 2026.07.17 16:44:21 +05'30'

M.K.Bhaskara Teja
Company Secretary & Compliance Officer
M.No A39542

Notice

Notice is hereby given that the 18th Annual General Meeting of the members of Sai Silks (Kalamandir) Limited will be held on Monday, August 10, 2026 at 11:30 A.M. (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) to transact the following items of business:

ORDINARY BUSINESS:

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

2. To declare final dividend @ ₹1.50/- per Equity Share of ₹2/- each for the Financial Year ended March 31, 2026.

3. To appoint a director in place of Mr. Doodeswara Kanaka Durgarao Chalavadi (DIN: 02689280) who retires by rotation and being eligible offers himself for reappointment.

SPECIAL BUSINESS:

4. Reappointment of Statutory Auditors of the Company.

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

RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and based on the recommendation(s) of the Audit Committee and of the Board of Directors, M/s. Sagar & Associates, Chartered Accountants (Firm Registration No. 003510S), be and is hereby re-appointed to the office of Statutory Auditors of the Company for a second term of five consecutive years, to hold office from the conclusion of this Annual General Meeting until the conclusion of the 23rd Annual General Meeting of the Company, at a remuneration of ₹30,00,000 (Rupees Thirty Lakhs Only) per annum (plus applicable taxes).

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, proper or expedient to give effect to this resolution."

5. Appointment of Mr. Bharadwaj Rachamadugu as Chief Executive Officer (CEO) of the Company

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

RESOLVED THAT pursuant to the provisions of Sections 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company's Policy on Related Party Transactions, Nomination and Remuneration Policy, the appointment of Mr. Bharadwaj Rachamadugu, a related party within the meaning of Section 2(76) of the Companies Act, 2013, being the son-in-law of the Managing Director of the Company, to the office of Chief Executive Officer (CEO) of the Company, a Key Managerial Personnel under Section 2(51) read with Section 203 of the Companies Act, 2013, by the Board of Directors on the recommendation of Nomination and Remuneration Committee and Audit Committee, with effect from May 12, 2026, at a remuneration of ₹5,00,000 (Rupees Five Lakhs only) per month, be and is hereby approved."

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to alter, vary, revise or modify the terms and conditions of appointment and remuneration payable to Mr. Bharadwaj Rachamadugu, from time to time, within the limits permissible under applicable law and in accordance with the policies of the Company."

RESOLVED FURTHER THAT Mr. Kalyan Srinivas Annam, Whole-time Director, and/or any Key Managerial Personnel of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things, and to execute all such documents, filings, forms and writings as may be deemed necessary, proper or expedient to give effect to this resolution."

6. Appointment of Ms. Sridevi Dasari (DIN: 07512095) as an Independent Director of the company.

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Section 152, 160 and all other applicable provisions contained under the Companies Act, 2013 ("Act"), Ms. Sridevi Dasari (DIN: 07512095), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 12.05.2026 and who holds office up to the date of this Annual General Meeting in terms of Section 161(1) of the said Act and the Articles of Association of the Company and who is eligible for appointment and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing her candidature to the office of Director of the Company, and as recommended by the Nomination and Remuneration Committee, be and is hereby appointed to the office of Director of the Company."

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Act, as amended from time to time, the appointment of Ms. Sridevi Dasari (DIN 07512095) to the office of Independent Director, who meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing 12.05.2026, as recommended by the Nomination and Remuneration Committee, be and is hereby approved.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolutions.

7. Payment of commission to Non-Executive Independent Directors

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

RE SOLVED THAT, pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any of the Companies Act, 2013 and the rules made thereunder and Regulations 17(6) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (including any statutory amendment(s) or modification(s) thereto or re-enactment(s) for the time being in force), and in terms of the recommendation by the Nomination and Remuneration Committee and approval of the Board of Directors at their respective meetings held on July 15, 2026, the consent of members of the Company be and is hereby accorded, for payment of Commission to Non-Executive Independent Directors of the Company to be decided and approved by the board of directors from time to time within a maximum limit of 0.5 % of the net profits of the Company per annum from the financial year 2026-27 and thereupon.

RESOLVED FURTHER THAT the above remuneration shall be paid in addition to sitting fees payable to the Non-Executive Independent Director(s) for attending the meetings of the Board or Committees thereof as may be decided by the Board as per the provisions of Section 197 of the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board
For Sai Silks (Kalamandir) Limited

Sd/-
Matte Koti Bhaskara Teja
Company Secretary& Compliance Officer

Place: Hyderabad
Date: July 15, 2026

1. Pursuant to the General circulars Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013", General circulars Nos. 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 in relation to "Clarification on holding of Annual General Meeting ('AGM') through Video Conferencing (VC) or Other Audio Visual Means (OAVM)", (collectively referred to as "MCA Circulars") the Company is convening the 18th AGM through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue. Further, the Securities and Exchange Board of India ('SEBI'), vide its Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 7, 2023 and October 3, 2024 ('SEBI Circulars') and other applicable circulars issued in this regard, has provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). In compliance with the provisions of the Companies Act, 2013 ('the Act'), the Listing Regulations and MCA Circulars, the 18th AGM of the Company is being held through VC/OAVM on Monday, August 10, 2026 at 11:30 A.M. IST. The deemed venue for the AGM will be the Registered Office of the Company.

2. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM 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 AGM is being proposed to be held pursuant to the said MCA Circulars through VC / OAVM, 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 and the Attendance Slip are not attached to this Notice.

3. As per the provisions of clause 3.A. II. of the General Circular No. 20/2020 dated May 5, 2020, issued by the MCA, the Special Business as appearing at Item No. 4 to 7 of the accompanying Notice is considered to be unavoidable by the Board and hence form part of this Notice.

4. The statement pursuant to section 102 of the Act setting out material facts concerning the business at item no. 4 to 7 form part of the notice. Additional information pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ('Secretarial Standard') is annexed herewith.

5. 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 MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of 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 Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system during the AGM will be provided by CDSL.

6. 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 to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

7. Members are requested to intimate changes, if any, about their name, postal address, e-mail address, telephone/ mobile numbers, PAN, power of attorney registration, Bank Mandate details, etc. to their DPs in case the shares are held in electronic form.

8. In case of voting by joint holders, voting by such joint holder who is higher in the order of the names as per the Register of Members of the Company, as of the cut-off date, will be reckoned for the purpose of this Meeting.

9. Members may note that the Board, at its meeting held on 12th May, 2026, has recommended a final dividend of ₹ 1.50/- per share. The record date for the purpose of final dividend is fixed as August 03, 2026. The final dividend, once declared by the members in the ensuing AGM, will be paid subject to Tax Deduction at Source (TDS) on or before September 09, 2026, as under:

   a. To all the Beneficial Owners as on the end of the day on Monday, August 03, 2026 as per the list of beneficial owners to be furnished by the Depositories in respect of the shares held in electronic form; and

   b. To all Members in respect of shares held in physical form after giving effect to valid transmission or transposition request lodged with the Company as of the close of business hours on Monday, August 03, 2026.

   With effect from April 1, 2024, Dividend to security holders (holding securities in physical form), shall be paid only through electronic mode. Such payment shall be made upon Folio being KYC compliant i.e. the PAN, choice of nomination, contact details including mobile no., bank account details and specimen signature are registered with the RTA/Company. [SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024, read with SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024]

   Communication in this regard shall be sent to all physical holders whose folios are not KYC compliant at the latest available address/email-id, as and when need arises. Members are once again requested to update their KYC details by submitting the Investor Service Request (ISR) Forms, viz. ISR-1, ISR-2, ISR-3/SH-13, as applicable, duly complete and signed by the registered holder(s) to the Company's RTA, on or before Saturday, August 01, 2026 so that the KYC details can be updated in the folios before the cut-off date of Saturday, August 01, 2026. ISR Forms can be accessed from our RTA website at www.bigshareonline.com.

Note: To mitigate unintended challenges on account of freezing of folios, SEBI vide its Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023, has done away with the provision regarding freezing of folios not having PAN, KYC and Nomination.

10. TDS Related Information

Members may note that as per the Income Tax Act, 1961, dividend income is taxable in the hands of the Members and the Company is required to deduct tax at source (TDS) from the dividend paid to the Members at the rates prescribed in the Income Tax Act, 1961. In order to enable the Company to determine the appropriate TDS rate as applicable, Members are requested to submit the documents in accordance with the provisions of the Income Tax Act, 1961 and Rules thereunder.

i. For Resident Members:

Tax at source shall be deducted under Section 194 of the Income Tax Act, 1961 at 10% on the amount of dividend declared and paid by the Company during financial year 2026-27, subject to PAN details registered/ updated by the Member. If PAN is not registered/ updated in the demat account/ folio as on the cut-off date, TDS would be deducted @20% as per Section 206AA of the Income Tax Act, 1961.

No tax at source is required to be deducted, if aggregate dividend paid or likely to be paid during the financial year to individual member does not exceed ₹ 10,000 (Rupees Ten Thousand only).

In case of individual shareholders, who are mandatorily required to have their PAN Aadhaar linked and have not done so, their PAN would be considered as inoperative. Such inoperative PANs would be considered as invalid and a higher TDS rate as per Section 206AA of the Income Tax Act, 1961 would be applied. The Company will rely on the reports downloaded from the reporting portal of the income tax department for checking the validity of PANs / inoperative PANs under Section 206AA of the Income Tax Act, 1961. Further, in cases where the Member provides Form 15G (applicable to any person other than a Company or a Firm) / Form 15H (applicable to an Individual above the age of 60 years), provided that the eligibility conditions are being met, no TDS shall be deducted, subject to the PAN of the Member not having an 'In operative' status as per provisions of Section 139AA of the Income Tax Act, 1961.

Further, in case PAN of any Member falls under the category of 'In-operative', the Company shall deduct TDS @ 20% as per Section 139AA read with Section 206AA of the Income Tax Act 1961.

Further, in case of resident member having Order under Section 197 of the Income Tax Act, 1961, TDS will be deducted at the rate mentioned in the Order; provided the Member submits copy of the Order obtained from the income-tax authorities.

ii. For Non-resident Members

Tax at source shall be deducted under Section 195 of the Income Tax Act, 1961 at the applicable rates. As per the relevant provisions of the Income Tax Act, 1961, the withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) on the amount of dividend payable to Non-resident Members.

Further, in case of Foreign Institutional Investors and Foreign Portfolio Investors, tax shall be deducted at source @ 20% (plus applicable surcharge and cess) under Section 196D of the Income Tax Act, 1961.

In case of Non-resident Member having Order under Section 197 of the Income Tax Act, 1961, TDS will be deducted at the rate mentioned in the Order; provided the member submits copy of the order obtained from the income tax authorities.

As per Section 90 of the Income Tax Act, 1961, Non-resident Members may be entitled to avail lower TDS rate as per Double Taxation Avoidance Agreement (DTAA or Tax Treaty). To avail the Tax Treaty benefits, the Non-resident Member will have to provide the following:

- Self-attested copy of Tax Residency Certificate (TRC) obtained from the tax of the country of which the Non-resident Member is a resident.
- Electronically generated Form 10-F.
- Self-attested copy of the Permanent Account Number (PAN Card) allotted by the Indian income-tax authorities, if any.
- Self-declaration certifying the following points:
    a. Member is and will continue to remain a tax resident of the country of its residence during the financial year 2026-27;

b. Member is eligible to claim the beneficial DTAA rate for the purposes of tax withholding on dividend declared by the Company;

c. Member has no reason to believe that its claim for the benefits of the DTAA is impaired in any manner;

d. Member is the ultimate beneficial owner of its shareholding in the Company and Dividend receivable from the Company; and

e. Member does not have a taxable presence or a permanent establishment in India during financial year 2026-27.

iii. For all Members:

In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided / to be provided by the Member(s), such Member(s) will be responsible to indemnify the Company and also provide the Company with all information / documents and co-operation in any proceedings.

Members holding shares under multiple accounts under different status / category and single PAN, may note that, higher of the tax as applicable to the status in which shares are held under a PAN will be considered on their entire holding in different accounts.

In case of any discrepancy in documents submitted by the Member, the Company will deduct tax at higher rate as applicable, without any further communication in this regard.

In case of joint Members, the member named first in the Register of Member is required to furnish the requisite documents for claiming any applicable beneficial tax rate.

iv. The Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction/ withholding on dividend amounts. Application of beneficial DTAA rate shall depend upon the completeness and satisfactory review by the Company, of the documents submitted by the Non-resident Member.

v. In order to enable the Company to determine the appropriate TDS/ withholding tax rate applicable, Members are requested to provide the aforesaid details and documents on or before Saturday, August 01, 2026 at info@bigshareonline.com. No communication on the tax determination/ deduction shall be entertained post Saturday, August 01, 2026. Members may note that in case the tax on said dividend is deducted at a higher rate due to non-receipt of the aforementioned details/ documents, there would still be an option available to the Member to file the return of income and claim an appropriate refund, if eligible.

vi. In accordance with the provisions of the Income Tax Act 1961, TDS certificates can be made available to the Members at their registered email ID after filing of the quarterly TDS Returns of the Company, post payment of the said Dividend.

vii. The Company will send a separate email communication informing the Members regarding the relevant procedure to be adopted by the Members to avail the applicable tax rate as per the Income Tax Act, 1961.

11. As on March 31, 2026 all the shares of the company are in dematerialized form, please contact your depository participant and kindly give suitable instructions to update your bank details in your demat account and to notify any changes with respect to your addresses, email id, ECS mandate etc.

12. In case you are holding Company's shares in physical form, please inform Company's RTA viz. M/s. Bigshare Services Private Limited 306, Right Wing, 3rd Floor, Amrutha Ville, Opp. Yashoda Hospital, Raj Bhavan Rd, Somajiguda, Hyderabad, Telangana 500082, and update your bank account details by enclosing a photocopy of blank cancelled cheque of your bank account.

13. 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 suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's RTA's at www.bigshareonline.com. It may be noted that any service request can be processed only after the folio is KYC Compliant.

14. SEBI HAS MANDATED SUBMISSION OF PAN BY EVERY PARTICIPANT IN THE SECURITIES MARKET. MEMBERS HOLDING SHARES IN ELECTRONIC FORM ARE, THEREFORE, REQUESTED TO SUBMIT THEIR PAN DETAILS TO THEIR DEPOSITORY PARTICIPANTS. MEMBERS HOLDING SHARES IN PHYSICAL FORM ARE REQUESTED TO SUBMIT THEIR PAN DETAILS TO THE COMPANY'S RTA.

15. As per Regulation 40 of the Listing Regulations, as amended from time to time, securities of listed companies can be transferred only in dematerialized form with effect from April 01, 2019. Even the transmission or transposition of securities held in physical if any or dematerialised form shall be effected only in dematerialised form with effect from January, 24, 2022.

16. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company's RTA, the details of such folios together with the share certificates along with the requisite KYC documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.

17. Institutional Members/Corporate Members (i.e., other than individuals, HUFs, NRIs, etc.,) are required to send a scanned copy (PDF/JPG format) of their respective Board or governing body Resolution, Authorization, etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-Voting. The said Resolution / Authorization shall be sent to the Scrutinizer by e-mail to vikasacs1999@gmail.com with a copy marked to secretarial@sskl.co.in. Institutional Members/ Corporate Members can also upload their Board Resolution/Power of Attorney/ Authority Letter, by clicking on "Upload Board Resolution/Authority letter", etc., displayed under 'e-Voting' tab in their Login.

18. Only registered Members of the Company may attend and vote at the AGM through VC/OAVM facility.

19. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on Monday, August 03, 2026 (cut-off date) will be entitled to vote during the AGM.

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

21. As per the provisions of Section 72 of the Act and SEBI Circular, the facility for making nomination is available for the members in respect of shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the website of the Registrar and Transfer Agent ('RTA') at www.bigshareonline.com. Members are requested to submit the said details to their DPs in case the shares are held by them in dematerialized form and to the Company's RTA in case the shares are held by them in physical form, quoting their folio number.

22. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/ CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA / Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal at https://smartodr.in/login.

23. Transfer of Unclaimed/Unpaid amounts to the Investor Education and Protection Fund (IEPF):

    Members are requested to note that dividends not encashed or remaining unclaimed for a period of 7 (seven) years from the date of transfer to the Company's Unpaid Dividend Account, are liable to be transferred to the Investor Education and Protection Fund ("IEPF") established by the Central Government. Further, pursuant to the provisions of Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules') as amended from time to time, all shares on which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to IEPF Authority as notified by the Ministry of Corporate Affairs. In view of this, Members are requested to claim their dividend from the Company, within the stipulated timeline.

24. Members seeking any information or clarification on the financial statement are requested to send their queries to the Company, in writing, at least one week before the date of the meeting. The same will be replied by the Company suitably.

25. Pursuant to the directions/notifications of Securities and Exchange Board of India (SEBI) and Depositories,

the demat account holders can operate their accounts if they had already provided Income Tax Permanent Account Number either at the time of opening of the account or at any time subsequently. In case they have not furnished the Income Tax Permanent Account Number to the Depository Participants, such demat account holders are requested to contact their DPs with a photocopy of the PAN Card (with original PAN Card for verification), so that the frozen demat accounts would be available for operation and further consequences of non-compliance with the aforesaid directives would be obviated. SEBI, vide Circular ref.no. MRD/DOP/CIR-05/2009 dated May 20, 2009 made it mandatory to have PAN particulars for registration of physical share transfer requests. Based on the directive contained in the said circular, all share transfer requests are therefore to be accompanied with PAN details.

26. Members may also note that the Notice of the 18th Annual General Meeting is available on the Company's website: www.sskl.co.in. All documents referred to in the accompanying Notice shall be open for inspection by the Members by writing an e-mail to the Company at secretarial@sskl.co.in.

27. In compliance with the aforesaid MCA Circulars and SEBI Circular dated October 7, 2023, Notice of the AGM along with Annual Report 2025-26 is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company / Depository Participants. Members may note that the Notice and the Annual Report 2025-26 will also be available on the Company's website at www.sskl.co.in, on the website of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of CDSL www.evotingindia.com.

28. To support '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.

29. In case any member is desirous of obtaining hard copy of the Annual Report for the financial year 2025-26 they may send a request from the registered e-mail address to the Company's e-mail address at secretarial@sskl.co.in mentioning their Folio no./ DP ID and Client ID.

30. Additionally, in accordance with Regulation 36(1)(b) of the Listing Regulations, the Company is also sending a letter to members whose e-mail address is not registered with Company/ Depository Participant providing the exact web-link of Company's website from where the Annual Report for financial year 2025-26 can be accessed.

31. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holding should be verified from time to time.

32. Non-Resident Indian Members are requested to inform the Company's RTA immediately of:

    a. Change in their residential status on return to India for permanent settlement.

    b. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

33. Since the AGM will be held through VC/OAVM, the Route Map is not annexed to the Notice.

34. Retirement of Director by rotation: Mr. Doodeswara Kanaka Durgarao Chalavadi, Whole Time Director of the Company, retires by rotation at the ensuing Annual General Meeting and, being eligible, offers himself for reappointment. The Board of directors recommends his reappointment.

35. The Company has appointed Mr. Vikas Sirohiya, Practicing Company Secretary (M. No. 15116 and C.P No. 5246) to act as the Scrutinizer to conduct and scrutinize the voting process in a fair and transparent manner. The cut-off date for e-voting has been fixed as Monday, August 03, 2026.

E-Voting System – For e-voting and Joining Virtual meetings.

1. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

2. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.sskl.co.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

    (i) The voting period (remote voting) begins on Friday, August 07, 2026 at 09:00 A.M. and ends on Sunday, August 09, 2026 at 05.00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Monday, August 03, 2026 may cast their vote electronically. The Remote e-voting module shall be disabled by CDSL for voting thereafter. However, the e-voting module shall be enabled for voting by the members during the AGM which shall continue till 15 minutes upon conclusion of the Meeting.

    (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote during the AGM.

    (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

    In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

    Step 1 : Access through Depositories CDSL/ NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

    (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

    Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab.
	2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the 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.

Type of shareholders	Login Method
	3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option.
	4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN 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 with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
	3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022 - 4886 7000 and 022 - 2499 7000

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Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

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

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
	• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.
	• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant Sai Silks (Kalamandir) Limited on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

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

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting during the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at secretarial@sskl.co.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at secretarial@sskl.co.in. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are 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 available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

1. For Physical shareholders- please provide necessary details like 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 **secretarial@sskl.co.in**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. For Individual Demat shareholders – Please update your email id & mobile no. with your

respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

General Instructions

i. The voting rights of Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on Monday, August 03, 2026, the Cut-off date.

ii. The Scrutinizer, after scrutinising the votes cast during the meeting and through remote e-voting will, not later than 48 hours from the conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company, www.sskl.co.in and on the website of CDSL, www.cdslindia.com. The results shall simultaneously be communicated to BSE and NSE Limited. Subject to the receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the meeting, i.e., August 10, 2026.

iii. The voting result will be announced by the Chairman or any other person authorized by him within two days of the AGM.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

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

ITEM NO.4

Re-appointment of Statutory Auditors of the Company.

M/s. Sagar & Associates, Chartered Accountants (Firm Registration No. [003510S]) were appointed as the Statutory Auditors of the Company for a period of five consecutive years at the AGM of the Company held on November 30, 2021, who shall hold the office as such until the conclusion of the ensuing AGM.

Based on the recommendation of the Audit Committee, the Board of Directors of the Company, at its meeting held on July 15, 2026, has in turn recommended and proposed the re-appointment of M/s. Sagar & Associates, Chartered Accountants, as the Statutory Auditors of the Company for a second term of five consecutive years, to hold office from the conclusion of the ensuing AGM until the conclusion of the 23rd AGM of the Company.

M/s. Sagar & Associates, Chartered Accountants (Firm Registration No. 003510S), established in 1989, is a reputed firm of Chartered Accountants with over 35 years of experience in audit, assurance, taxation and advisory services. The firm is empanelled with the RBI and C&AG and has extensive experience in conducting statutory audits of listed companies, banks, public sector undertakings and other corporate entities. The firm has a team of about 10 experienced partners and qualified professionals and has expertise in statutory audits, internal audits, tax audits and risk advisory services.

The Audit Committee and the Board while considering the afore stated credentials have also taken into account various parameters including firm's experience, audit approach, sector knowledge, independence, and performance during the current tenure, and have recommended their re-appointment at a remuneration of Rs.30,00,000 (Rupees Thirty Lakhs only) per annum (plus applicable taxes).

M/s. Sagar & Associates has confirmed that:

- it is eligible for re-appointment in terms of the provisions of Section 141 of the Companies Act, 2013;
- it is not disqualified from continuing as Statutory Auditors of the Company; and
- the proposed re-appointment is in compliance with the provisions of Section 139 of the Companies Act, 2013 and applicable rules, including those relating to audit firm rotation.

Pursuant to the provisions of Section 139 of the Companies Act, 2013, any such proposal requires the approval of members in their AGM. Hence, the Board recommends the Ordinary Resolution set out at Item No. 4 in the Notice for approval by the members.

None of the Directors, Key Managerial Personnel or their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 in the Notice hereto.

ITEM NO.5

Appointment of Mr. Bharadwaj Rachamadugu as Chief Executive Officer (CEO) of the Company

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee and the Audit Committee, at its meeting held on May 12, 2026, appointed Mr. Bharadwaj Rachamadugu as Chief Executive Officer (CEO) of the Company with effect from May 12, 2026, at a remuneration of ₹ 5,00,000 (Rupees Five Lakhs only) per month subject to approval of the members.

Mr. Bharadwaj Rachamadugu is presently serving as Senior Vice President of the Company and has been associated with the Company for over 8 years. He is a seasoned business leader with more than 11 years of experience across retail, finance, and textile sector. He possesses strong expertise in business operations, strategic planning, merchandising, supply chain management, sales growth, investor relations, and organizational leadership.

A key highlight of his tenure has been his leadership role in the Company's Initial Public Offering (IPO), wherein he played a central role in driving the end-to-end IPO process, including coordination with investment bankers, institutional investors, analysts, and advisors. He continues to oversee the Company's investor relations function and engagement with stakeholders while ensuring high standards of governance and transparency.

Mr. Bharadwaj Rachamadugu holds a degree in Computer Science Engineering and an MBA in Finance from the University of Massachusetts, USA. He has also been instrumental in strengthening the Company's retail operations, e-commerce vertical, digital transformation initiatives, marketing strategy, and operational efficiencies across geographies.

The Board believes that his leadership capabilities, deep understanding of the Company's business model, strategic vision, and long-standing association with the Company will further strengthen the Company's leadership and support its future growth plans.

Members may note that Mr. Bharadwaj Rachamadugu is son in law of Mr. Nagakanaka Durga Prasad Chalavadi (DIN 01929166), Managing Director of the Company, and thus qualifies as a related party under the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Accordingly, the proposed appointment along with remuneration constitutes an appointment to an office or place of profit under Section 188 of the Companies Act, 2013.

The proposed remuneration is commensurate with his qualifications, experience, responsibilities, and the size and operations of the Company.

Pursuant to the provisions of Section 188 of the Act read with Rule 15(3) of Companies (Meetings of Board and its Powers) Rules, 2014, any such appointment needs to be approved by the members in their General Meeting. Hence, the Board recommends the ordinary Resolution set out at Item No. 5 of the Notice for approval of the Members.

Except Mr. Bharadwaj Rachamadugu and Mr. Nagakanaka Durga Prasad Chalavadi, Managing Director of the Company, and their relatives, none of the Directors, Key Managerial Personnel, or their relatives is concerned or interested, financially or otherwise, in the resolution.

ITEM NO.6

Appointment of Ms. Sridevi Dasari (DIN: 07512095) as an Independent Director of the Company.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, appointed Ms. Sridevi Dasari (DIN: 07512095) as an Additional Director in the category of Non-Executive Independent Woman Director of the Company with effect from May 12, 2026, pursuant to the provisions of Section 161 of the Companies Act, 2013 ("the Act") and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR").

In terms of Section 161 of the Act, Ms. Sridevi Dasari shall hold office up to the date of this Annual General Meeting or for a period of 3 months, whichever is earlier. Further, she is eligible for appointment as an Independent Director of the Company. The Company has received a notice in writing under Section 160 of the Act proposing her candidature for the office of Director of the Company.

Ms. Sridevi Dasari is an Associate Member of the Institute of Company Secretaries of India (ICSI) and holds an MBA and Bachelor of Commerce degree from Nagarjuna University, Vijayawada. She possesses over 15 years of rich experience in corporate secretarial, legal, compliance, investor relations and corporate governance matters.

She is currently serving as Group Company Secretary and Legal Head of CCL Products (India) Limited and has extensive experience in handling secretarial and regulatory compliances of listed entities, investor relations, FEMA matters, legal affairs, corporate restructuring and governance related matters. She has also played key roles in establishment of SEZ and Export Oriented Units and has handled various strategic and compliance functions across organizations.

Ms. Sridevi Dasari has previously served as an Independent Director on the Boards of listed companies including Tierra Agrotech Limited and Grandeur Products Limited. She is also presently serving as Independent Director of Manoj Vaibhav Gems N Jewellers Limited.

The Board is of the opinion that Ms. Sridevi Dasari possesses integrity, expertise, experience and proficiency required for the position of Independent Director of the Company. Considering her extensive experience and knowledge in corporate laws, governance, legal and regulatory matters, the Board considers that her association would be beneficial and in the best interests of the Company.

The Company has received from Ms. Sridevi Dasari:

- Consent to act as Director in Form DIR-2;
- Declaration that she is not disqualified from being appointed as Director under Section 164 of the Act;
- Declaration confirming that she meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI LODR;
- Confirmation that she is not debarred from holding the office of Director by virtue of any order passed by SEBI or any other authority.

In the opinion of the Board, Ms. Sridevi Dasari fulfills the conditions specified in the Companies Act and SEBI LODR for appointment as an Independent Director and is independent of the management.

Pursuant to the provisions of Section 160 of the Act, any such proposal needs to be approved by the members in their General Meeting. Hence, the Board recommends the Special Resolution set out at item No. 6 of the Notice for approval of the Members.

Except Ms. Sridevi Dasari, none of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the said resolution.

ITEM NO.7

As per the provisions of Sections 197, 198 and other applicable provisions, if any of the Companies Act, 2013 read with rules made thereunder and Regulation 17(6) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and taking into account the roles and responsibilities of the Non-Executive Independent Directors, it is proposed that the commission be paid, to the Non-Executive Independent Directors of the Company, from the financial year 2026-27 and thereupon as decided and approved by the board of directors from time to time. It is pertinent to note that the Non-Executive Independent Directors of the Company bring with them significant professional expertise and rich experience across a wide spectrum of functional areas such as strategic leadership and management experience, industry and sector experience / knowledge, financial and governance. The Non-Executive Independent Directors attend the meetings of the Board of Directors and the Committees of which he/ she is a part thereof thereby devoting their sufficient time and attention to its professional obligations for informed and balanced decision making. They also help in bringing independent judgement to bear on Board deliberations and assist in implementing the best corporate governance. Having regard to the above and in order to retain the rich expertise of the Non-Executive Independent Directors, the Nomination & Remuneration Committee at its meeting held on July 15, 2026, recommended payment of Commission to Non-Executive Independent Directors, to the Board. The Board of Directors at its meeting held on July 15, 2026, accorded their consent for payment of commission to Non-Executive Independent Directors.

Accordingly, approval of the Members is sought for payment of commission to the Non-Executive Independent Directors, from the financial year 2026-27 and thereupon as decided and approved by the board of directors from time to time provided that the aggregate commission payable to all such Non-Executive Directors shall not exceed 0.5% per annum of the net profits of the Company computed in accordance with Section 198 of the Companies Act, 2013. The actual amount of commission payable to each Non-Executive Independent Director for any financial year shall be determined by the Board of Directors and/or the Nomination and Remuneration Committee based on such parameters as may be considered appropriate and other relevant factors.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 07 of the Notice for approval of the Members.

Except the Non-Executive Independent Directors of the Company to whom the resolution relates, None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the said resolution.

Details of Director seeking reappointment in the Annual General meeting

(In pursuance of Secretarial Standards on General Meetings [SS-2] and Regulation 36 of the Securities and Exchange Board of India [Listing Obligations and Disclosure Requirements] Regulations, 2015)

Name of the Director	Mr. Doodeswara Kanaka Durgarao Chalavadi
Director Identification Number (DIN)	02689280
Category	Whole Time Director
Date of Appointment	July 13th, 2023
Date of Birth	03rd August, 1970
Age	55 years
Date of first appointment in the Board	01st June, 2009
Educational Qualifications	He holds a Bachelor's degree in commerce from Nagarjuna University and master's degree in computing from Griffith University, Australia.
Terms and conditions of appointment	Reappointed to the office of Whole Time Director for a period of 3 years w.e.f 01.04.2024 at a remuneration of ₹0.39 Crores per annum. Proposed for reappointment upon retirement by rotation in the ensuing AGM.
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Brother of Mr. Nagakanaka Durga Prasad Chalavadi, Managing Director.
Brief Resume of the Director	He has approximately 15 years of experience in the field of retail business. He is responsible for the procurement and marketing activities of our Company.
Expertise in specific functional area	He has approximately 18 years of experience in the field of retail business
Board membership of other listed companies as on 31st March, 2026	Nil
List of Directorships held in other companies	Nil
List of Membership / Chairmanship of committees across other public companies	Nil
Membership of Committees of Sai Silks (Kalamandir) Limited	Executive Management & IPO Committee - Member Risk Management Committee – Member
Remuneration Last drawn / Proposed remuneration	Remuneration last drawn - ₹ 0.39 Cr per annum Proposed remuneration – No change from last approved limit
Number of shares held in the Company as at 31st March, 2026	Nil
Details of the Board meetings attended by the Director during the year	5/5
Listed entities from which the appointee director has resigned in the past three years	Nil

Notice

Name	Mr. Bharadwaj Rachamadugu
Director Identification Number (DIN)	07850944
Category	Chief Executive Officer
Date of Appointment	May 12, 2026
Date of Birth	April 6, 1991
Age	35 years
Date of first appointment in the Board	Not Applicable
Educational Qualifications	He holds a bachelors degree in computer science and engineering from SRM University and a masters degree in business administration from the University of Massachusetts, Lowell, USA.
Terms and conditions of appointment	Upon recommendation of Nomination and Remuneration Committee, appointed Mr. Bharadwaj Rachamadugu to the office of Chief Executive officer w.e.f May 12, 2026
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Son in law of Mr. Nagakanaka Durga Prasad Chalavadi, Managing Director.
Brief Resume of the Director	Mr. Bharadwaj Rachamadugu has been associated with the Company for over eight years and currently serves as Senior Vice President. He played a pivotal role in the successful Initial Public Offering (IPO) and listing of the Company, leading investor engagements and contributing significantly to positioning the Company's growth story in the capital markets. Post listing, he continues to lead the investor relations function and stakeholder engagement initiatives of the Company.
Expertise in specific functional area	He is a seasoned business leader with more than 11 years of experience across retail, finance, and textile sectors, with expertise in business operations, strategic planning, merchandising, supply chain management, investor relations, marketing strategy, and organizational leadership.
Board membership of other listed companies as on 31st March, 2026	Nil
List of Directorships held in other companies	1. Smartreap Private Limited 2. Taletree Designs Private Limited 3. Neurifix Technologies Private Limited
List of Membership / Chairmanship of committees across other public companies	Nil
Membership of Committees of Sai Silks (Kalamandir) Limited	Nil
Remuneration Last drawn / Proposed remuneration	Remuneration last drawn - ₹ 0.54 Cr per annum Proposed remuneration – ₹ 0.60 Cr per annum
Number of shares held in the Company as at 31st March, 2026	33,500 shares
Details of the Board meetings attended by the Director during the year	Not Applicable
Listed entities from which the appointee director has resigned in the past three years	Nil

Name	Ms. Sridevi Dasari
Director Identification Number (DIN)	07512095
Category	Non-Executive Independent Director
Date of Appointment	May 12, 2026
Date of Birth	April 11, 1982
Age	44 years
Date of first appointment in the Board	May 12, 2026
Educational Qualifications	ACS from Institute of Company Secretaries of India (ICSI) MBA (dual specialization- Marketing major and HR minor) from Nagarjuna University, Vijayawada B. Com from Nagarjuna University, Vijayawada
Terms and conditions of appointment	Upon recommendation of Nomination and Remuneration Committee, Ms. Sridevi Dasari was appointed as an Additional Director (Woman Independent Director Category) of the Company by the Board of Directors in their meeting held on May 12, 2026.
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Nil
Brief Resume of the Director	She is currently serving as Group Company Secretary and Legal Head of CCL Products (India) Limited and has extensive experience in handling secretarial and regulatory compliances of listed entities, investor relations, FEMA matters, legal affairs, corporate restructuring and governance related matters. She has also played key roles in establishment of SEZ and Export Oriented Units and has handled various strategic and compliance functions across organizations.
Expertise in specific functional area	15 years of experience in secretarial and regulatory compliances of listed entities, investor relations, FEMA matters, legal affairs, corporate restructuring and governance related matters
Board membership of other listed companies as on 31st March, 2026	Manoj Vaibhav Gems 'N' Jewellers Limited
List of Directorships held in other companies	Daily Food Products Private Limited
List of Membership / Chairmanship of committees across other public companies	Manoj Vaibhav Gems 'N' Jewellers Limited Audit committee – Member Nomination and Remuneration Committee – Chairman Stakeholder Relationship Committee – Member Corporate Social Responsibility Committee - Member
Membership of Committees of Sai Silks (Kalamandir) Limited	Member of Audit Committee, Nomination and Remuneration Committee Chairperson of Stakeholder Relationship Committee
Remuneration Last drawn / Proposed remuneration	Not Applicable
Number of shares held in the Company as at 31st March, 2026	Nil
Details of the Board meetings attended by the Director during the year	Not Applicable
Listed entities from which the appointee director has resigned in the past three years	Nil
The skills and capabilities required for the role and the manner to meet the requirements	Professional skills and knowledge including legal, governance and regulatory aspects