August 25, 2026

To,
The Listing Department
National Stock Exchange of India Limited
"Exchange Plaza" Bandra-Kurla Complex,
Bandra (E), Mumbai-400051

Department of Corporate Services/Listing
BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street, Fort,
Mumbai-400001

NSE Symbol : SGMART

Scrip Code: 512329

Sub: Notice of the 41st Annual General Meeting (AGM) of the Company

Pursuant to the Regulations 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed herewith a copy of the Notice convening the 41st Annual General Meeting (AGM) of the Company scheduled to be held on Saturday, September 19, 2026, at 11:00 A.M. (IST), through Video Conferencing (VC)/Other Audio Visual Means (OAVM), in accordance with the relevant circulars issued by the Ministry of corporate Affairs and the Securities and Exchange Board of India.

This is for your kind reference and records.

The same will be available on the Company's website i.e., www.sgmart.co.in

Yours faithfully,
For SG Mart Limited

SACHIN KUMAR Digitally signed by SACHIN KUMAR Date: 2026.08.25 18:43:46 +05'30'

Sachin Kumar
Company Secretary and Compliance Officer
ICSI M. No. F13972

Place: Noida
Encl: a/a

SG MART
ONE MART. INFINITE POSSIBILITIES

SG Mart Limited
CIN: L46102DL1985PLC426661
Regd. Office: H No. 37, Ground Floor, Hargovind Enclave, Vikas Marg, East Delhi, Delhi-110092
Corporate Office: SG Centre, Plot No. 37C, Block-B, Sector-132, Maharishi Nagar,
Gautam Buddha Nagar, Noida, Uttar Pradesh, India – 201304.
Tel.: 0120-6918000; E-mail: compliance@sgmart.co.in; Website: www.sgmart.co.in

N O T I C E OF 41st ANNUAL GENERAL MEETING

NOTICE is hereby given that the **Forty-first (41st)** Annual General Meeting ("**AGM**") of the Members of **SG Mart Limited** ("**the Company**") will be held on **Saturday, the 19th day of September, 2026 at 11:00 A.M.** (IST) through Video conferencing ("**VC**") facility/ other Audio Visual Means ("**OAVM**"), to transact the following businesses:

ORDINARY BUSINESS:

1. **Adoption of the Financial Statements:**

To receive, consider and adopt the Audited Financial Statements of the Company (Consolidated and Standalone) for the financial year ended March 31, 2026 and the Reports of the Board of Directors and the Auditors thereon.

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

"**RESOLVED THAT** the Audited Financial Statements of the Company (Consolidated and Standalone) for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and Auditors thereon, as circulated to the Members be and are hereby received, considered and adopted".

2. **Re-Appointment of Director retiring by rotation:**

To appoint a Director in place of Shri Amit Thakur (DIN: 10732682) who retires by rotation and being eligible, offers himself for re-appointment.

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

"**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, including any statutory modification(s) or re-enactment thereof for the time being in force, Shri Amit Thakur (DIN: 10732682), who retires by rotation as a Director and being eligible, offers himself for re-appointment, be and is hereby reappointed as a Director (Whole Time Director) of the Company whose period of office shall be liable to retire by rotation".

SPECIAL BUSINESS:

3. **To ratify the remuneration of Cost Auditors of the Company i.e. M/s HMVN & Associates, Cost Accountants (Firm Registration No. 000290) for the Financial Year 2026-27:**

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

"**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the Companies (Cost Records and Audit) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of ₹40,000/- (Rupees Forty Thousand Only), excluding applicable taxes and reimbursement of travelling and other out-of-pocket expenses, payable to M/s HMVN & Associates, Cost Accountants (Firm Registration No. 000290) the Cost Auditors for the financial year 2026-27, as approved by the Board of Directors of the Company, on the recommendation of the Audit Committee, be and is hereby ratified.

RESOLVED FURTHER THAT any Director of the Company and/or the Company Secretary of the Company, be and is hereby authorized to do all acts, deeds, matters and things and to take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

4. **To appoint Shri Sanjay Gupta (DIN: 00233188) as Chairman & Managing Director of the Company:**

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

"**RESOLVED THAT** pursuant to Sections 161 and 152 of the Companies Act, 2013 ("the Act"), and other applicable provisions, if any, of the Act (including any statutory modification or re-enactment thereof for the time being in force) and Rules made thereunder and Articles of Association of the Company, Shri Sanjay Gupta (DIN: 00233188), who was appointed as an Additional Director of the Company, with effect from July 20, 2026, by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company and pursuant to the provisions of Section 152, 196, 197, 203 and any other applicable provisions of the Act and the rules made thereunder read with Schedule V to the Act and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), and the applicable provisions of the Articles of Association of the Company, consent of the members of the Company be and is hereby accorded to appoint Shri Sanjay Gupta (DIN: 00233188) as a Chairman & Managing Director of the Company, liable to retire by rotation, for a term of 5 consecutive years with effect from July 20, 2026, on the terms and conditions, as set out in the explanatory statement to this resolution.

RESOLVED FURTHER THAT based on the recommendation by Nomination and Remuneration Committee, the Board of Directors may at its discretion alter and vary the terms and conditions of appointment, subject to the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such approvals as may be required.

RESOLVED FURTHER THAT any Director of the Company and/or the Company Secretary of the Company, be and are hereby severally authorized to do all the acts, deeds and things which are necessary for the purpose of giving effect to this resolution including but not limited to filing of necessary forms and returns with the concerned Registrar of Companies and other regulatory authorities, if required."

5. **To appoint Shri Rohan Gupta (DIN: 08598622) as Whole-time Director of the Company:**

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

"**RESOLVED THAT** pursuant to Sections 161 and 152 of the Companies Act, 2013 ("the Act"), and other applicable provisions, if any, of the Act (including any statutory modification or re-enactment thereof for the time being in force) and Rules made thereunder and Articles of Association of the Company, Shri Rohan Gupta (DIN: 08598622), who was appointed as an Additional Director (Executive Category) of the Company, with effect from July 20, 2026, by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee , and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company and pursuant to the provisions of Section 152, 196, 197, 203 and any other applicable provisions of the Act and the rules made thereunder read with Schedule V to the Act and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), and the applicable provisions of the Articles of Association of the Company, consent of the members of the Company be and is hereby accorded to appoint Shri Rohan Gupta (DIN: 08598622) as a Whole-time Director of the Company, liable to retire by rotation, for a term of 5 consecutive years with effect from July 20, 2026, on the terms and conditions, including remuneration, as set out in the explanatory statement to this resolution.

RESOLVED FURTHER THAT based on the recommendation by Nomination and Remuneration Committee, the Board of Directors may at its discretion alter and vary the terms and conditions of appointment including remuneration within the overall approved limit, subject to the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such approvals as may be required.

RESOLVED FURTHER THAT any Director of the Company and/or the Company Secretary of the Company, be and are hereby severally authorized to do all the acts, deeds and things which are necessary for the purpose of giving effect to this resolution including but not limited to filing of necessary forms and returns with the concerned Registrar of Companies and other regulatory authorities, if required."

6. **To appoint Shri Chakram Kumar Singh (DIN: 11108837) as a Non-Executive Director of the Company:**

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

"**RESOLVED THAT** pursuant to Sections 152, 161, 197 and 198 of the Companies Act, 2013 ("the Act"), and other applicable provisions, if any, of the Act (including any statutory modification or re-enactment thereof for the time being in force) and Rules made thereunder and Articles of Association of the Company, Shri Chakram Kumar Singh (DIN: 11108837), who was appointed as an Additional Director (Non-Executive, Non-Independent Director) of the Company, with effect from July 20, 2026, by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director (Non-Executive, Non-Independent Director) of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT approval of the Members be and is hereby accorded for payment of the following remuneration to Shri Chakram Kumar Singh during his tenure as a Non-Executive Non-Independent Director:

Particulars	Remuneration
Salary & Allowances	Nil
Employee Stock Options (ESOPs)	1,25,000 (One Lakh Twenty-Five Thousand) Employee Stock Options granted under the SG Mart Employees Stock Option Scheme, 2023, subject to the approval of the shareholders and in accordance with the Scheme and applicable laws. The Options shall vest in equal annual tranches of a maximum of 20% (25,000 Options) each year over a period of five (5) years, with the first vesting commencing after completion of one (1) year from the date of grant. The exercise price, vesting, exercise period and other terms and conditions shall be governed by the Scheme and as may be determined by the Nomination and Remuneration Committee / Authorised Committee from time to time.
Reimbursement of Expenses	Reimbursement of all expenses incurred in connection with the business of the Company, including travel, boarding, lodging, accommodation and other incidental expenses, in accordance with the Company's policies.

RESOLVED FURTHER THAT the aforesaid remuneration in the form of Employee Stock Options shall be payable to Shri Chakram Kumar Singh, notwithstanding that it may exceed fifty percent (50%) of the total annual remuneration payable to all Non-Executive Directors of the Company in any financial year in terms of Regulation 17(6)(ca) of the SEBI Listing Regulations and/or one percent (1%) of the net profits of the Company computed in accordance with Section 198 of the Act, provided that the overall managerial remuneration remains within the limits prescribed under Section 197 of the Act.

RESOLVED FURTHER THAT based on the recommendation by Nomination and Remuneration Committee, the Board of Directors may at its discretion alter and vary the terms and conditions of appointment including remuneration within the overall approved limit, subject to the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such approvals as may be required.

RESOLVED FURTHER THAT any Director of the Company and/or the Company Secretary of the Company, be and are hereby severally authorized to do all the acts, deeds and things which are necessary for the purpose of giving effect to this resolution including but not limited to filing of necessary forms and returns with the concerned Registrar of Companies and other regulatory authorities, if required."

7. To appoint Ms. Shruti Shrivastava (DIN: 08697973) as Non-Executive Independent Director of the Company:

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

"**RESOLVED THAT** based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company and pursuant to the provisions of Sections 149, 150, 152 of the Companies Act, 2013 ("the Act") read with relevant rules made thereunder and Schedule IV to the Act and Regulation 16, 17, 25 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof), Ms. Shruti Shrivastava (DIN: 08697973), who was appointed as an Additional Director (Non-Executive-Independent Director) of the Company by the Board of Directors with effect from July 20, 2026 in terms of Section 161 of the Act and who is eligible for appointment as an Independent Director and has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director pursuant to Section 160 of the Act, be and is hereby appointed as a Non-Executive-Independent Director of the Company to hold office for a term of 5 (five) consecutive years commencing from July 20, 2026 and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT any Director of the Company and/or the Company Secretary of the Company, be and are hereby severally authorized to do all the acts, deeds and things which are necessary for the purpose of giving effect to this resolution including but not limited to filing of necessary forms and returns with the concerned Registrar of Companies and other regulatory authorities, if required."

8. To approve revision in remuneration of Shri Amit Thakur (DIN: 10732682), Whole-time Director:

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

"RESOLVED THAT pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, consent of the Members of the Company be and is hereby accorded for revision in the remuneration payable to Shri Amit Thakur, Whole-time Director of the Company, with effect from April 1, 2026 till the end of his current tenure of appointment, i.e. August 8, 2027, as set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT based on the recommendation by Nomination and Remuneration Committee, the Board of Directors may at its discretion alter and vary the terms and conditions of appointment including remuneration within the overall approved limit, subject to the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such approvals as may be required.

RESOLVED FURTHER THAT any Director of the Company and/or the Company Secretary of the Company, be and are hereby severally authorized to do all the acts, deeds and things which are necessary for the purpose of giving effect to this resolution including but not limited to filing of necessary forms and returns with the concerned Registrar of Companies and other regulatory authorities, if required."

Registered Office:
H No. 37, Ground Floor,
Hargovind Enclave,
Vikas Marg, Delhi - 110092

Date: 25.08.2026
Place: Noida

By order of the Board of Directors of
SG Mart Limited

Sd/-
Sachin Kumar
Company Secretary & Compliance Officer
M. No.: FCS-13972

NOTES:

1. The Ministry of Corporate Affairs ("**MCA**") has, vide Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 and other applicable circulars including General Circular No. 09/2023 dated September 25, 2023, General Circular No. 09/2024 dated September 19, 2024 and **latest General Circular No. 03/2025 dated September 22, 2025** (collectively referred to as "**MCA Circulars**"), and the Securities and Exchange Board of India ("SEBI"), vide Regulations 36(1) and 44(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**"), have provided certain relaxations regarding the sending of the Annual Report and proxy forms to shareholders and permitted the conduct of General Meetings through Video Conferencing ("**VC**") or Other Audio Visual Means ("**OAVM**").

2. **Accordingly, in compliance with the applicable provisions of the Companies Act, 2013 ("the Act"), the MCA Circulars and the SEBI Listing Regulations, the 41st Annual General Meeting ("AGM") of the Company is being convened through VC/OAVM. National Securities Depository Limited ("NSDL") will be providing the facility for remote e-voting, participation in the AGM through VC/OAVM and e-voting during the AGM. Members are requested to attend and participate in the AGM through VC/OAVM only. The detailed procedure for remote e-voting, e-voting during the AGM and participation in the AGM through VC/OAVM is provided in the Notes forming part of this Notice and is also available on the website of the Company at www.sgmart.co.in.**

3. The deemed venue for the 41st AGM shall be the Registered Office of the Company.

4. **PURSUANT TO THE RELEVANT MCA CIRCULARS, THE FACILITY FOR MEMBERS TO APPOINT PROXY TO ATTEND AND CAST VOTE IS NOT AVAILABLE FOR THIS AGM SINCE PHYSICAL PRESENCE AT A COMMON VENUE IS NOT REQUIRED. HENCE, THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP ARE NOT ANNEXED TO THIS NOTICE.**

5. The Statement pursuant to Section 102 of the Companies Act, 2013, as amended ("Act"), setting out the material facts concerning the special businesses set out above, is enclosed along with the details under Regulation 36(3) of the SEBI Listing Regulations and Clause 1.2.5 of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, and is annexed hereto.

6. Corporate members may refer to "Note for Non – Individual Shareholders and Custodians" appearing at the end of this notice and follow the instructions mentioned for voting and participation at the AGM.

7. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which Directors are interested under Section 189 of the Act shall be electronically available for inspection by the Members during the AGM upon login at NSDL e-voting system at www.evoting.nsdl.com.

8. **Dispatch of Annual Report and Notice of AGM through electronic mode:**

   - In accordance with, the above referred circulars, the Annual Report for 2025-26 and the Notice of this AGM are being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company or the Depository Participant(s) as on Friday, August 21, 2026.

   - A letter containing the web link, along with the exact path to access the complete details of the Annual Report, is being sent to Members who have not registered their e-mail address with the Company's RTA or Depositories.

   - Any Member requiring a physical copy of the Annual Report, may kindly send a request to the Company through an e-mail from their registered email id at compliance@sgmart.co.in/ helpdeskmum@mcsregistrars.com or a signed letter in original at the registered office of the Company.

9. In case of joint holders, the Member whose name appears first in the Register of Members as on the cut-off date, i.e. Saturday, September 12, 2026, shall be entitled to vote at the AGM.

10. All the documents referred to in this Notice and Statement under Section 102 of the Act, shall be available for inspection by the Members from the date of circulation of this Notice upto the date of the AGM through electronic mode. Members seeking inspection can send an email in advance to compliance@sgmart.co.in. A certificate from the Secretarial Auditors of the Company certifying that the Company's Employee Stock Option Plans are being implemented in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB & SE Regulations"), as amended from time to time and in accordance with the resolutions passed by the members of the Company will be available electronically for inspection by the members during the AGM.

11. Members whose e-mail address are not registered are requested to register their e-mail address for receipt of Notice of 41st AGM, Annual Report and login details for joining the 41st AGM through VC facility including e-voting, by providing Name, folio number/DP ID & Client ID (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), client master or copy of consolidated Account statement (in case of demat holding) or copy of share certificate (in case of physical holding), self-attested scanned copy of Aadhaar Card or any other document as proof of address to Company: compliance@sgmart.co.in or to/RTA at: helpdeskmum@mcsregistrars.com

12. The Notice of AGM and Annual Report for the Financial Year 2025-26 are available on the website of the Company

at www.sgmart.co.in and also on 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 Notice of AGM is also available on the website of NSDL (agency for providing the Remote e-Voting facility) at www.evoting.nsdl.com.

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

GENERAL INSTRUCTIONS FOR REMOTE E-VOTING AND E-VOTING DURING ANNUAL GENERAL MEETING:-

1. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations, and the MCA Circulars the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

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

3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Act, 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.

4. Any person who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holds shares as on the cut-off date, i.e. Saturday, September 12, 2026, may follow the same instructions as mentioned above for e-voting.

5. Once a vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently.

6. The voting rights of the members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of Saturday, September 12, 2026 and a person who is not a member as on a cut-off date should treat the Notice for information purpose only.

7. Members holding multiple folios / demat accounts shall choose the voting process separately for each folio / demat account.

VOTING RESULT

1. The Company has appointed Shri Jatin Gupta, Practicing Company Secretary (Membership No.: FCS 5651: COP No. 5236) as Scrutinizer to scrutinize the process of remote e-voting and e-voting on the date of AGM in a fair and transparent manner.

2. The Scrutinizer shall, immediately after the conclusion of e-voting at the AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in employment of the Company and make, within two working days from the conclusion of meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any to the Chairman of the meeting or a person authorised by him or by the Board in writing who shall countersign the same. Thereafter, the Chairman or the person authorised by him or by the Board in writing shall declare the result of the voting forthwith.

3. The Results declared along with the consolidated Scrutinizer's Report shall be placed on the website of the Company i.e. www.sgmart.co.in and on the website of NSDL at www.evoting.nsdl.com and shall simultaneously be forwarded to the Stock Exchange(s), where Equity Shares of the Company are listed as well as displayed at the Corporate and Registered Office of the Company.

4. The resolutions shall be deemed to be passed on the date of the Annual General Meeting, subject to receipt of requisite number of votes.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING, E-VOTING DURING AGM AND JOINING ANNUAL GENERAL MEETING THROUGH VC/OAVM ARE AS UNDER:-

The remote e-voting period begins on Wednesday, September 16, 2026 at 9:00 A.M. and ends on Friday, September 18, 2026 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. Saturday, September 12, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Saturday, September 12, 2026.

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

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

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.

Type of shareholders	Login Method
	2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

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

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

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

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

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

   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

General Guidelines for shareholders

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

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

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

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

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

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

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

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

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

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

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

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

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

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

6. 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 atleast 3 (three) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at compliance@sgmart.co.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 3 (three) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at compliance@sgmart.co.in. These queries will be replied to by the company suitably by email.

7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

8. 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.

9. 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 shall 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 IDS ARE NOT REGISTERED WITH THE DEPOSITORIES/COMPANY/RTA:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to compliance@sgmart.co.in.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) to compliance@sgmart.co.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

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

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

By order of the Board of Directors of
SG Mart Limited

Registered Office:
H No. 37, Ground Floor,
Hargovind Enclave,
Vikas Marg, Delhi - 110092

Sd/-
Sachin Kumar
Company Secretary & Compliance Officer
M. No.: FCS-13972

Date: 25.08.2026
Place: Noida

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

The following Statement sets out all material facts relating to the Item Nos. 3 to 8 mentioned in the accompanying Notice:

Item No. 3

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014, the Board of Directors of the Company, on the recommendation of the Audit Committee, has appointed M/s HMVN & Associates, Cost Accountants (Firm Registration No. 000290), as the Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year 2026-27.

In accordance with the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the shareholders of the Company.

Accordingly, the Board has approved the remuneration of ₹40,000/- (Rupees Forty Thousand only), excluding applicable taxes and reimbursement of travelling and other out-of-pocket expenses incurred in connection with the cost audit, payable to M/s HMVN & Associates for conducting the audit of the cost records of the Company for the financial year 2026-27, subject to the ratification of the shareholders.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution except to the extent of their shareholding, if any, in the Company.

The Board of Directors of the Company recommends the resolution set out at Item No. 3 for approval of the Members as an Ordinary Resolution.

Item No. 4:

The Board of Directors of the Company, at its Meeting held on July 20, 2026, based on the recommendation of the Nomination and Remuneration Committee ("NRC"), appointed Shri Sanjay Gupta (DIN: 00233188) as an Additional Director of the Company in accordance with the provisions of Section 161 of the Companies Act, 2013 ("the Act") and designated him as the Chairman & Managing Director of the Company for a term of five (5) consecutive years with effect from July 20, 2026, subject to the approval of the Members of the Company.

Pursuant to the provisions of Section 161 of the Act, Shri Sanjay Gupta shall hold office as an Additional Director up to the date of this Annual General Meeting and is eligible for appointment as a Director of the Company. The Board has also approved his appointment as the Chairman & Managing Director for a term of five (5) consecutive years commencing from July 20, 2026, subject to the approval of the Members in accordance with the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Act read with Schedule V thereto and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Shri Sanjay Gupta is presently serving as the Chairman & Managing Director of APL Apollo Tubes Limited. In terms of the third proviso to Section 203(3) of the Companies Act, 2013, a company may appoint a person as its Managing Director if such person is the Managing Director or Manager of one, and not more than one, other company, provided that such appointment is approved by a resolution passed at a meeting of the Board of Directors with the consent of all the Directors present at such meeting, and specific notice of the meeting and of the resolution to be moved thereat has been given to all the Directors then in India. Accordingly, the Board of Directors of the Company, at its Meeting held on July 20, 2026, after giving specific notice of the said Meeting and of the resolution to be moved thereat to all the Directors then in India and with the consent of all the Directors present at the said Meeting, approved the appointment of Shri Sanjay Gupta as the Chairman & Managing Director of the Company, subject to the approval of the Members of the Company.

Brief Profile

Shri Sanjay Gupta is the Chairman & Managing Director of APL Apollo Tubes Limited and the Promoter of the APL Apollo Group and SG Group, comprising APL Apollo Tubes Limited, Apollo Pipes Limited, SG Finserve Limited and SG Mart Limited. He is a first-generation entrepreneur with over 40 years of rich experience in the steel, building materials and allied industries and has played a pivotal role in building and expanding the Group into one of India's leading business conglomerates.

Under his visionary leadership, APL Apollo Tubes Limited has transformed from a conventional steel tube manufacturer into India's largest structural steel tubes company through continuous innovation, capacity expansion, development of value-added products, operational excellence and a robust pan-India manufacturing and distribution network. His strategic vision, strong execution capabilities and prudent financial management have enabled the Group to achieve sustained growth, create long-term shareholder value and establish high standards of corporate governance.

Apart from APL Apollo Tubes Limited, Shri Sanjay Gupta has been providing strategic leadership to Apollo Pipes Limited as Chairman of the Company, a leading manufacturer of piping systems. He has also recently become associated with SG Mart Limited as its Promoter, further strengthening the Group's presence in the building materials ecosystem. In addition, the broader promoter group has interests in SG Finserve Limited, an RBI-registered NBFC engaged in supply chain finance and business financing solutions. Collectively, these businesses complement the Group's core operations and enhance its presence across the infrastructure, construction and building materials value chain.

Considering the Company's business, which is closely aligned with the Group's integrated building materials ecosystem, the Board is of the opinion that Shri Sanjay Gupta's extensive industry knowledge, strategic leadership, entrepreneurial vision and proven track record of building scalable businesses will provide significant strategic direction to the Company. His leadership is expected to enable the Company to leverage synergies within the Group, strengthen its market position, expand its product portfolio, improve operational efficiencies, enhance stakeholder confidence and accelerate its long-term growth strategy while maintaining high standards of governance and compliance.

Terms and Conditions of appointment

The principal terms and conditions of his appointment are as follows:

1. **Term:** Five (5) consecutive years with effect from July 20, 2026. He shall be liable to retire by rotation.

2. **Remuneration:** He shall not draw any remuneration from the Company. However, he shall be entitled to reimbursement of all expenses incurred by him in connection with the business of the Company in accordance with the Company's policies.

Shri Sanjay Gupta has submitted a declaration in prescribed Form DIR-8 to the effect that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and consent to act as a Director in prescribed Form DIR-2. Shri Sanjay Gupta is not debarred from holding the office of Director by virtue of any SEBI, MCA order or any other such authority. He satisfies all conditions set out in Part-I of Schedule V to the Act as also conditions set out under Section 196(3) of the Act for his appointment. Further, the Company has received notice in writing from a member under Section 160 of the Act proposing the candidature of Shri Sanjay Gupta for the office of Director of the Company.

This explanatory statement along with the resolution may be treated as written memorandum setting out the terms of appointment of Shri Sanjay Gupta under Section 190 of the Act.

The necessary disclosures under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard -2, with respect to Shri Sanjay Gupta form part of this notice.

Except Shri Sanjay Gupta and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in this Resolution.

The Board of Directors of the Company recommends the resolution set out at Item No. 4 for approval of the Members as an Ordinary Resolution.

Item No. 5

The Board of Directors of the Company, at its Meeting held on July 20, 2026, based on the recommendation of the Nomination and Remuneration Committee ("NRC"), appointed Shri Rohan Gupta (DIN: 08598622) as an Additional Director of the Company under Section 161 of the Companies Act, 2013 ("the Act") and designated him as the Whole-time Director of the Company for a term of five (5) consecutive years with effect from July 20, 2026, subject to the approval of the Members of the Company.

Pursuant to the provisions of Section 161 of the Act, Shri Rohan Gupta holds office as an Additional Director up to the date of this Annual General Meeting and is eligible for appointment as a Director of the Company. The Board has also approved his appointment as the Whole-time Director for a term of five (5) consecutive years commencing from July 20, 2026, subject to the approval of the Members by way of a Special Resolution pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Act read with Schedule V thereto.

Brief Profile

Shri Rohan Gupta, aged 27 years, holds a Bachelor of Business Administration (BBA) degree and has around five years of rich experience in manufacturing operations, project execution, sales & marketing, branding and business development. He possesses sound knowledge of operational management, production planning, customer engagement and brand positioning.

He has played an important role in the growth of APL Apollo Building Products Limited, a wholly owned subsidiary of APL Apollo Tubes Limited, which is engaged in manufacturing ERW steel pipes with an installed manufacturing capacity of approximately 12 lakh metric tonnes. During his association, the company witnessed substantial operational growth, achieving revenue of approximately ₹5,240 Crore during FY 2025-26, supported by successful ramp-up of the Raipur manufacturing facility, significant increase in production volumes and maintenance of healthy operating margins and financial strength.

His exposure to managing large-scale manufacturing facilities, coordinating project implementation, driving operational excellence and supporting strategic business initiatives equips him with the requisite skills to contribute effectively towards the Company's future growth plans.

The Board considered the qualifications, experience and expertise of Shri Rohan Gupta and noted that, in view of the Company's expanding manufacturing operations, business activities and strategic growth initiatives, it is desirable to strengthen the executive leadership of the Company.

Terms and Conditions of appointment

The principal terms and conditions of his appointment are as follows:

1. **Term:** Five (5) years with effect from July 20, 2026, liable to retire by rotation.

2. **Salary, Benefits, perquisites & Allowances:** ₹1 Crore per annum with such increments as the Board may decide from time to time on the recommendation of Nomination and Remuneration Committee, subject to an overall remuneration ceiling of ₹3 Crore per annum, excluding commission.

3. **Commission:** up to 1% of the net profits of the Company, and such net profit being computed in the manner laid down in section 198 of the Companies Act 2013.

4. **Remuneration for a part of the Year:** Remuneration for a part of the year shall be computed on pro-rata basis.

5. **Minimum Remuneration:** In the event of absence or inadequacy of profits in any financial year, the aforementioned remuneration shall be paid as minimum remuneration, subject to the provisions of the Companies Act, 2013 and/or any other applicable statutory provisions.

Shri Rohan Gupta has submitted a declaration in prescribed Form DIR-8 to the effect that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and consent to act as a Director in prescribed Form DIR-2. Shri Rohan Gupta is not debarred from holding the office of Director by virtue of any SEBI, MCA order or any other such authority. He satisfies all conditions set out in Part-I of Schedule V to the Act as also conditions set out under Section 196(3) of the Act for his appointment. Further, the Company has received notice in writing from a member under Section 160 of the Act proposing the candidature of Shri Rohan Gupta for the office of Director of the Company.

This explanatory statement along with the resolution may be treated as written memorandum setting out the terms of appointment of Shri Rohan Gupta under Section 190 of the Act.

The necessary disclosures under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard -2, with respect to Shri Rohan Gupta form part of this notice.

Except Shri Rohan Gupta and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in this Resolution.

The Board of Directors of the Company recommends the resolution set out at Item No. 5 for approval of the Members as a Special Resolution.

Item No. 6

Based on the recommendation of the Nomination and Remuneration Committee ("NRC"), the Board of Directors of the Company, at its Meeting held on July 20, 2026, appointed Shri Chakram Kumar Singh (DIN: 11108837) as an Additional Director in the category of Non-Executive Non-Independent Director with effect from July 20, 2026 pursuant to Section 161 of the Companies Act, 2013 ("the Act"), subject to the approval of the Members. Pursuant to Section 161 of the Act, Shri Chakram Kumar Singh holds office as an Additional Director up to the date of this Annual General Meeting and is eligible for appointment as a Director of the Company. The Board recommends his appointment as a Director (Non-Executive Non-Independent Director), liable to retire by rotation.

Brief Profile

Shri Chakram Kumar Singh is presently associated with APL Apollo Tubes Limited as Whole-time Director & Chief Operating Officer and has nearly 30 years of rich experience in the steel and manufacturing industry. He holds a Bachelor's Degree in Mechanical Engineering from Bangalore University and a Master's Degree in Operations and Project Management.

During his distinguished career, Shri Chakram Kumar Singh has held senior leadership positions with organisations including Steel Authority of India Limited (SAIL), Adhunik Metaliks Limited, Rashmi Metaliks Limited, Monnet Ispat & Energy Limited and Steel Strips Wheels Limited, where he acquired extensive experience in manufacturing operations, project execution, plant commissioning, process optimisation, capacity expansion, operational excellence, supply chain management and business transformation.

In 2016, Shri Chakram Kumar Singh joined APL Apollo Tubes Limited as Plant Head. During his five-year tenure in this role, he played a pivotal role in strengthening operational systems, enhancing manufacturing productivity and improving plant efficiencies. In 2020, he was elevated to the position of Chief Operating Officer and has since been leading several strategic initiatives, including the successful commissioning of greenfield and brownfield projects, establishment of new manufacturing facilities, launch of new product lines, implementation of cost optimisation initiatives and efficient management of plant operations across the Company's manufacturing locations. His leadership has significantly contributed to the Company's operational excellence and capacity expansion initiatives.

The Board considered that, in view of the Company's ongoing expansion initiatives, including establishment of new manufacturing facilities and execution of large-scale capital expenditure projects, it is desirable to strengthen the Board by inducting a professional possessing extensive expertise in manufacturing operations, project execution and industrial expansion. Such expertise will assist the Board in providing strategic oversight, evaluating key investment decisions, monitoring project execution and supporting the Company's long-term growth strategy. Shri Chakram Kumar Singh possesses extensive experience in manufacturing operations, project planning, industrial expansion and execution of large-scale projects. The Board believes that his technical knowledge and operational expertise will provide valuable strategic guidance to the Company in relation to manufacturing expansion, establishment of new facilities, plant layout and design, technology selection, operational readiness, capacity enhancement and implementation of industry best practices.

The Nomination and Remuneration Committee and the Board of Directors of the Company at their respective meetings held on July 20, 2026 approved following remuneration of Shri Chakram Kumar Singh as Director (Non-Executive Non-Independent Director) of the Company:

S. No.	Particulars	Amount (in Rs.)
1	Salary & Allowances	Nil
2	Remuneration in the form of ESOPs	1,25,000 (One Lakh Twenty Five Thousand) Employee Stock Options as granted under the SG Mart Employees Stock Option Scheme, 2023, which shall vest in equal annual tranches of maximum of 20% (i.e. 25,000 ESOPs) each year over a period of five (5) years, with the first vesting commencing after completion of one (1) year from the date of grant. He will be entitled to equity shares for options granted or to be granted and exercised during the period of his tenure as may be approved by the Nomination and Remuneration Committee / Authorised Committee from time to time.
3	Reimbursement	Reimbursement of all expenses incurred in the course of business of the Company, including travel, accommodation and other incidental expenses, in accordance with the Company's policies.

The Board has approved payment of the aforesaid remuneration notwithstanding that it may exceed: (i) fifty percent of the total annual remuneration payable to all Non-Executive Directors for the financial year, requiring approval of the Members by way of a Special Resolution under Regulation 17(6)(ca) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and/or (ii) the limits applicable under Section 197 of the Companies Act, 2013, subject to the overall limits prescribed under the Act and the approvals of the Members.

Shri Chakram Kumar Singh has submitted a declaration in prescribed Form DIR-8 to the effect that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and consent to act as a Director in prescribed Form DIR-2. Shri Chakram Kumar Singh is not debarred from holding the office of Director by virtue of any SEBI, MCA order or any other such authority. Further, the Company has received notice in writing from a member under Section 160 of the Act proposing the candidature of Shri Chakram Kumar Singh for the office of Director of the Company.

The necessary disclosures under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard -2, with respect to Shri Chakram Kumar Singh form part of this notice.

Except Shri Chakram Kumar Singh and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in this Resolution.

The Board of Directors of the Company recommends the resolution set out at Item No. 6 for approval of the Members as a Special Resolution.

Item No. 7

Pursuant to the provisions of Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), where the Chairperson of a listed entity is a promoter, at least one-half of the Board of Directors shall comprise Independent Directors.

In view of the proposed appointments of Shri Sanjay Gupta as Chairman & Managing Director, Shri Rohan Gupta as Whole-time Director and Shri Chakram Kumar Singh as Non-Executive Non-Independent Director, the Board considered it necessary to induct one additional Independent Director to ensure continued compliance with the aforesaid requirements of the SEBI Listing Regulations and to further strengthen the governance framework of the Company.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on July 20, 2026, appointed Ms. Shruti Shrivastava (DIN: 08697973) as an Additional Director in the category of Non-Executive Independent Director of the Company for a term of five (5) consecutive years with effect from July 20, 2026, subject to the approval of the Members.

Brief Profile

Ms. Shruti Shrivastava has over 18 years of experience in mergers & acquisitions, general corporate advisory, senior management employment, regulatory advisory, equity and debt restructuring, insolvency and bankruptcy, data privacy and technology, banking & finance, NBFC finance and debt recovery.

She graduated as a gold medalist from National Law School of India University, Bengaluru; started her career with S&R Associates, New Delhi. Before Sagus Legal, she was a partner at Shardul Amarchand Mangaldas, New Delhi.

In 2020, she founded Sagus Legal with a team of three lawyers, growing the firm into a 40+ member team in six years — today a full-service practice recognised by leading legal directories across corporate, disputes, and energy & infrastructure work. She is on the board of directors of Jindal Stainless Limited, Nalwa Sons Investments Limited (a listed NBFC), Jindal Stainless Steelway Limited, Jindal Coke Limited, Jindal United Steel Limited as an Independent Director. She is also a Designated Partner for Sagus Legal LLP and a partner in an unregistered partnership firm called M/s Arya Ventures X.

Ms. Shruti Shrivastava has submitted her consent to act as a Director in Form DIR-2, intimation in Form DIR-8 confirming that she is not disqualified from being appointed as a Director under the Companies Act, 2013, a declaration confirming that she meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, confirmation of her registration in the Independent Directors' Databank maintained by the Indian Institute of Corporate Affairs (IICA), and confirmation that she is not debarred from holding the office of Director by virtue of any order passed by the Securities and Exchange Board of India (SEBI) or any other authority.

In the opinion of the Board, Ms. Shruti Shrivastava fulfils the conditions specified in the Act and the SEBI Listing Regulations for appointment as an Independent Director and is independent of the management.

Ms. Shruti Shrivastava shall be entitled to receive sitting fees for attending meetings of the Board of Directors and its Committees, as approved by the Board from time to time, within the limits prescribed under the Companies Act, 2013, and reimbursement of out-of-pocket expenses incurred in connection with the discharge of her duties. She shall not be liable to retire by rotation during her tenure as an Independent Director.

A copy of the draft Letter of Appointment for Independent Directors, setting out terms and conditions of appointment of Independent Directors is available for inspection at the Registered Office of the Company during business hours on any working day and is also available on the website of the Company and can be accessed at www.sgmart.co.in.

The necessary disclosures under the SEBI Listing Regulations and Secretarial Standard-2, with respect to Ms. Shruti Shrivastava form part of this notice.

Except Ms. Shruti Shrivastava herself, none of the Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in this resolution.

The Board of Directors is of the view that her appointment as an Independent Director would be in the best interests of the Company and believes that the Company would immensely benefit from her appointment. Accordingly, the Board recommends passing of the Special Resolution set out at Item No. 7 of the accompanying Notice for approval of the Members of the Company.

Item No. 8

The Members of the Company, at the Annual General Meeting held on September 28, 2024, approved the appointment of Shri Amit Thakur as Whole-time Director of the Company for a period of three (3) years commencing from August 9, 2024, with an overall remuneration ceiling of ₹1.50 Crore per annum.

Brief Profile

Mr. Amit Thakur, Executive Director of SG Mart Limited, has over 20 years of experience in procurement and supply chain management, B2B metal trading, business development, sales, marketing and people management. He currently leads the Company's B2B Metal Trading business and is involved in business development, customer and vendor relationships, operational execution and growth of the Company's metal trading business.

Prior to joining SG Mart Limited, he was associated with MAN Industries (India) Limited as Assistant Vice President and Head – Procurement from 2021. Earlier, he spent more than six years with the POSCO Group as Head – Sourcing and over six years with Essar Steel Limited as Regional Sales Manager – North, handling sales operations for HR Coils, Plates and General Engineering products across the North and East regions.

Mr. Thakur holds a Bachelor's degree in Mechanical Engineering from Maharshi Dayanand University, Rohtak, Haryana, awarded in 2004. He brings extensive industry experience across sourcing, procurement, supply chain, metal trading, sales and business development, with strong capabilities in stakeholder management, operational execution and team building. Since joining SG Mart Limited, he has been closely associated with the Company's B2B Metal Trading business and has contributed to strengthening and expanding the business, developing customer and vendor relationships and driving operational and business growth.

During the financial year 2025-26, Shri Amit Thakur was paid an aggregate remuneration of approximately ₹1.09 Crore.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on July 20, 2026, approved:

(i) revision in the annual remuneration of Shri Amit Thakur, Whole-time Director, from approximately ₹1.09 Crore to ₹1.20 Crore with effect from April 1, 2026;

(ii) payment of a Performance Incentive of ₹35.00 Lakh; and

(iii) continuation of the benefits/perquisite arising from the exercise of Employee Stock Options ("ESOPs") as granted to Shri Amit Thakur under the Company's Employee Stock Option Scheme, in accordance with the terms and conditions of such grant and the applicable provisions of law.

Consequent to the above revision in remuneration, payment of Performance Incentive and the estimated perquisite value arising on exercise of ESOPs, the aggregate remuneration payable to Shri Amit Thakur would exceed the existing remuneration ceiling of ₹1.50 Crore per annum as approved by the Members at the 39th Annual General Meeting.

Accordingly, based on the recommendation of the Nomination and Remuneration Committee, the Board approved, subject to the approval of the Members, enhancement of the overall remuneration ceiling payable to Shri Amit Thakur from ₹1.50 Crore per annum to ₹2.00 Crore per annum for the remainder of his existing tenure.

Except for the proposed revision in remuneration, payment of performance incentive and enhancement of the overall remuneration ceiling from ₹1.50 Crore per annum to ₹2.00 Crore per annum, all other terms and conditions of the appointment of Shri Amit Thakur approved by the Members at the 39th Annual General Meeting, shall remain unchanged.

The revised remuneration and enhanced remuneration ceiling shall be effective from April 1, 2026, and shall remain applicable for the remainder of his existing tenure, subject to approval of the Members and applicable provisions of law.

The proposed revision in remuneration and enhancement of the remuneration ceiling have been recommended by the Nomination and Remuneration Committee after considering

Shri Amit Thakur's performance, leadership, expanded responsibilities, relevant industry benchmarks, the Company's financial performance and its future growth plans. The Board is of the opinion that the proposed remuneration is fair, reasonable and commensurate with his role, responsibilities, experience, performance and contribution to the Company.

Pursuant to the applicable provisions of Sections 196, 197 and other applicable provisions of the Companies Act, 2013 read with Schedule V thereto, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the Members by way of a Special Resolution is being sought for the proposed revision in remuneration and enhancement of the overall remuneration ceiling payable to Shri Amit Thakur for the remainder of his tenure.

Except Shri Amit Thakur himself, none of the Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in this resolution.

The Board of Directors of the Company recommends the resolution set out at Item No. 8 for approval of the Members as a Special Resolution.

Registered Office:
H No. 37, Ground Floor,
Hargovind Enclave,
Vikas Marg, Delhi - 110092

Date: 25.08.2026
Place: Noida

By order of the Board of Directors of
SG Mart Limited

Sd/-
Sachin Kumar
Company Secretary & Compliance Officer
M. No.: FCS-13972

DETAILS OF DIRECTORS SEEKING APPOINTMENT AND REAPPOINTMENT

[Pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard -2]

Name of Director	Shri Amit Thakur	Shri Sanjay Gupta	Shri Rohan Gupta	Shri Chakram Kumar Singh	Ms. Shruti Shrivastava
Age	47 Years	55 Years	27 Years	52 Years	41 Years
Director Identification Number (DIN)	10732682	00233188	08598622	11108837	08697973
Nationality	Indian	Indian	Indian	Indian	Indian
Date of first appointment on the Board	August 9, 2024	July 20, 2026	July 20, 2026	July 20, 2026	July 20, 2026
Nature of expertise in specific functional areas	Sales & Operations	Management & Technical	Entrepreneur, Management	Management & Technical	Legal and Corporate Advisory
Qualification	Bachelor of Engineering (B.E.)	Entrepreneur	Bachelor of Business Administration (BBA)	Master of Technology (M.Tech.) and Master of Business Administration (MBA)	B.A., LL.B. (Hons.) from National Law School of India University, Bengaluru
Shareholding in the Company directly or as beneficial holder	Nil	Shri Sanjay Gupta directly holds 4,46,00,000 (35.07%) equity shares of ₹1/- each of the Company.	Shri Rohan Gupta directly holds 1,12,00,000 (8.89%) equity shares of ₹1/- each of the Company.	Shri Chakram Kumar Singh directly holds 94,708 (0.075%) equity shares of ₹1/- each of the Company.	Nil
Terms and conditions of appointment / re-appointment	Re-appointment pursuant to retire by rotation. The terms and conditions of his re-appointment shall remain the same as those applicable to him prior to such re-appointment.	Appointment as a Chairman & Managing Director of the Company, and shall be liable to retire by rotation.	Appointment as a Whole-time Director, liable to retire by rotation.	Appointment as a Non-Executive, Non Independent Director liable to retire by rotation	Appointment as an Independent Director of the Company for a term of five (5) consecutive years commencing from July 20, 2026.
Details of remuneration sought to be paid and the remuneration last drawn by such person	₹ 1.09 crore (for remuneration details, please refer the Corporate Governance Report)	He shall not draw any remuneration from the Company.	Mentioned in Explanatory Statement Item No. 5. This is the first time appointment as a Director, so details of last remuneration is not applicable.	Mentioned in Explanatory Statement Item No. 6. This is the first time appointment as a Director, so details of last remuneration is not applicable.	As an Independent Director, she is entitled to sitting fees for attending meetings of the Board/ Committee.
Directorships held in other companies	• SG Super 101 Private Limited	• Apl Apollo Tubes Limited • Apollo Metalex Limited • Apl Apollo Building Products Limited • S Gupta Holding Private Limited • Apollo Pipes Limited • Apollo Mart Limited	• SG Finserve Limited • SG Green Buildings Private Limited • SG Air Travel Private Limited • SG Green Logistics Private Limited • Apex Fincorp Advisors Private Limited • S Gupta Sports & Entertainment Private Limited • SG Insurance Brokers Limited • SG Alternative Investment Fund Limited	• Apollo Metalex Limited • APL Apollo Tubes Limited	• Nalwa Sons Investments Limited • Jindal Stainless Steelway Limited • Jindal Coke Limited • Jindal United Steel Limited • Jindal Stainless Limited
Membership / Chairmanship of Committee(s) of other Companies:	None	Apollo Metalex Limited Chairman of: • Corporate Social Responsibility Committee	None	Apl Apollo Tubes Limited Member of: • Risk Management Committee	Jindal Stainless Steelway Limited Member of: • Audit Committee • Nomination and Remuneration Committee Jindal Stainless Limited Member of: • Audit Committee • Nomination and Remuneration Committee • Stakeholders Relationship Committee • Risk Management Committee • Corporate Social Responsibility Committee Jindal United Steel Limited Member of: • Audit Committee

Name of Director	Shri Amit Thakur	Shri Sanjay Gupta	Shri Rohan Gupta	Shri Chakram Kumar Singh	Ms. Shruti Shrivastava
					• Nomination and Remuneration Committee • Corporate Social Responsibility Committee Jindal Coke Limited Member of: • Audit Committee • Nomination and Remuneration Committee • Corporate Social Responsibility Committee
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	None	Father of Shri Rohan Gupta, Whole-time Director.	Son of Shri Sanjay Gupta, Chairman and Managing Director	None	None
Number of meetings of the Board attended during the year (till the date of this notice)	2 (Two)	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Listed entities from which the person has resigned in the past three years	None	None	None	None	None
Brief Profile & experience	Mentioned in Item No.8 of the Explanatory Statement	Mentioned in Item No. 4 of the Explanatory Statement	Mentioned in Item No. 5 of the Explanatory Statement	Mentioned in Item No. 6 of the Explanatory Statement	Mentioned in Item No. 7 of the Explanatory Statement

FOR ATTENTION OF THE MEMBERS

1. Dematerialisation of Shares and Liquidity: SEBI has mandated that securities of listed companies can be transferred/ traded only in dematerialized form. Further, SEBI vide its circulars/notifications, mandated that all service requests for issue of duplicate certificate, claim from unclaimed suspense account, renewal/exchange of securities certificate, endorsement, subdivision/ splitting/ consolidation of certificate, transmission and transposition be also processed in dematerialised form only. In view of the same, Members are advised to get their shares dematerialized. Members are therefore advised to get their shares dematerialised. Members can contact the Company's Registrar & Share Transfer Agent ("RTA"), MCS Share Transfer Agent Limited, at 3B3, 3rd Floor, B-Wing, Gudecha Onclave Premises Co-op. Society Ltd. Saki Vihar Road, Saki Naka, Kherani Road, Saki Naka, Andheri (E), Mumbai - 400 072, or may write to the Secretarial Department of the Company at H No. 37, Ground Floor, Hargovind Enclave, Vikas Marg, East Delhi, Delhi, India – 110092, for assistance in this regard. Dematerialisation facility is available with both National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL"). The Company's ISIN is INE385F01024.

2. Special window for re-lodgment of transfer request of physical shares: Pursuant to SEBI Circular No. HO/38/13/11(2)2026-MIRSD-POD/I/3750/2026 dated January 30, 2026, a Special Window has been opened from February 5, 2026 to February 4, 2027 to facilitate the transfer and dematerialisation of physical securities that were sold or purchased prior to April 1, 2019. The facility is available to eligible investors who had not lodged the securities for transfer, as well as those whose transfer requests were rejected/returned/not attended to due to deficiency in the documents/process/or otherwise. The request may be submitted to the Company's Registrar and Share Transfer Agent, M/s. MCS Share Transfer Agent Limited, at 3B3, 3rd Floor, B-Wing, Gudecha Onclave Premises Co-op. Society Ltd. Saki Vihar Road, Saki Naka, Kherani Road, Saki Naka, Andheri (E), Mumbai - 400 072, Ph: 022 - 28516021 / 6022 / 46049717, E-mail : helpdeskmum@mcsregistrars.com

   Note: Re-lodged transfers will be processed only in demat form. A demat account is mandatory. Investors must provide Client Master List along with Transfer Documents, Share Certificates and other relevant documents. No requests will be accepted after February 4, 2027.

3. Investor Education and Protection Fund: Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members who have not claimed their dividend from the financial year 2019-20 and onwards may write to the Secretarial Department of the Company at the address mentioned above. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on www.mca.gov.in.

   100-Day Campaign – "Saksham Niveshak": Members are further informed that the Investor Education and Protection Fund Authority ("IEPFA"), Ministry of Corporate Affairs, has undertaken the 100-Day Campaign – "Saksham Niveshak" to facilitate shareholders in claiming their unpaid/unclaimed dividends and updating their KYC details. Members are advised to ensure that their PAN, postal address, e-mail address, mobile number, bank account details and nomination details, as applicable, are duly updated with the Company/RTA or their Depository Participant, as applicable, and to claim any unpaid/unclaimed dividend at the earliest. Members may contact the Company/RTA for assistance in this regard.

4. SEBI vide its Master Circular SEBI/HO/OIAE/OIAE_IAD3/P/CIR/2023/195 dated December 28, 2023, regarding Online Dispute Resolution (ODR), which is in addition to the existing SCORES platform which can be utilized by the investors and the Company for dispute resolution. Please note that the investors can initiate dispute resolution through the ODR portal only after exhausting the option to resolve dispute with the Company and on the SCORES platform. The said circular is available on the website of the Company at www.sgmart.co.in.

5. Members are requested to intimate/update changes, if any, in postal address, e-mail address, mobile number, PAN, nomination, bank details such as name of the bank and branch, bank account number, IFS Code etc. Members holding shares in dematerialized form are requested to intimate all changes to their Depository Participant.

   For shares held in physical mode by submitting to Registrar & Share Transfer Agent (RTA): M/s MCS Share Transfer Agent Ltd. the forms given below along with requisite supporting documents:

S. No.	Particulars	Form
1.	Registration of PAN, postal address, e-mail address, mobile number, Bank Account Details or changes /updation thereof	ISR -1
2.	Confirmation of Signature of member by the Banker	ISR-2
3.	Registration of Nomination	SH-13
4.	Cancellation or Variation of Nomination	SH-14
5.	Declaration to opt out of Nomination	ISR-3

   Any service request shall be entertained by RTA only upon registration of the PAN and KYC details.

6. Members are requested to quote their Folio No./DP ID-Client ID and details of shares held in physical/demat mode, e-mail ids and Telephone No. for prompt reply to their communications.