BOARD OF DIRECTORS

CA Sri K. Karunakar Rao (DIN : 02031367)
Executive Director (Fin. & Comml.,) & CEO

Sri C. Srinivasa Babu (DIN : 09266926)
Executive Director (Technical)

Sri E. Ramaiah (DIN : 11054179)
Director (Mechanical), from 30.06.2025

Sri P. Raghavendra Reddy (DIN : 11054163)
Director (Q.A.), from 01.10.2025

CS Ms M. Sridevi (DIN : 02446610)
Woman Independent Director

CA Ms S. Hima Bindu (DIN : 09520601)
Independent Director

CS Ms Geeta Ramesh Serwani (DIN : 09130636)
Independent Director

Dr. Ms. M. Asha Reddy (DIN : 07328122)
Independent Director, from 08.08.2025

CGM & COMPANY SECRETARY

CS Sri V. Radhakrishna Murthy

SR. VICE PRESIDENT (F&A) & CFO

CA Sri C. Rajesh Khanna

BANKERS

Indian Bank (IB)
Punjab National Bank (PNB)
IDBI Bank Limited (IDBI Bank)
The South Indian Bank Limited (SIB)
The Federal Bank Limited (FBL)

SECRETARIAL AUDITOR

Sri Mahadev Tirunagari (FCS : 6681)
Company Secretary in Practice
Hyderabad - 500 004, Telangana.

COST AUDITOR

M/s. Aruna Prasad & Co., (Regn.No.100883)
Practicing Cost Accountant
Chennai - 600 078, Tamilnadu.

STATUTORY AUDITORS

M/s. Brahmayya & Co., (Regn.No.000515 S)
Chartered Accountants
Adoni - 518 301, Andhra Pradesh.

REGISTERED OFFICE & FACTORY

Gondiparla, Kurnool - 518 004,
Andhra Pradesh.

CORPORATE OFFICE

40-304, 2nd Floor, Krishna Jyothsna Complex
Bhagyanagar
Kurnool - 518 004, Andhra Pradesh.

REGISTRAR & SHARE TRANSFER AGENT

Aarthi Consultants Private Limited
Regd. Office: 1-2-285, Domalguda
Hyderabad - 500 029, Telangana.
Tel. No. 040-27638111 / 4445
Fax No. 040-27632184
E-mail: info@aarthiconsultants.com
aarthiconsultants@gmail.com

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NOTICE

NOTICE is hereby given that the **44TH Annual General Meeting of the Members of TGV SRAAC LIMITED (CIN:L24110AP1981PLC003077)** will be held through (Video Conference) VC / OAVM (Other Audio Visual Means) Mode on **Saturday, the 26th September, 2026 at 11.00 A.M to transact the following business :**

ORDINARY BUSINESS :

1) To receive, consider and adopt the Balance Sheet as at March 31, 2026 and the Statement of Profit and Loss for the year ended and other annexures together with the Reports of Directors and the Auditors attached thereto.

2) To appoint a Director in place of Sri Ramaiah Elluru (DIN:11054163) who retires by rotation and being eligible offers himself for re-appointment.

3) To appoint a Director in place of Sri Raghavendra Reddy Patil (DIN:11054179) who retires by rotation and being eligible offers himself for re-appointment.

4) To declare final dividend on Equity Shares for the financial year ending March 31, 2026 and in this regard, to consider and if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**.

"**RESOLVED THAT** final dividend at the rate of Rs.1/- (Rupee One only) per Equity Share of Rs.10/- (Rupees Ten) each fully paid-up of the company, as recommended by the Board of Directors, be and is hereby declared for the financial year ending March 31, 2026 and the same be paid out of the profits of the company for the financial year ending March 31, 2026."

SPECIAL BUSINESS :

5) Proposal for alteration of Memorandum of Association – Object Clause.

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

"**RESOLVED THAT** in accordance with the provisions of Section 13 of the companies Act, 2013, or any amendment thereto or modification thereof, Clause III of the Memorandum of Association of the Company be and is hereby altered by in replacement following Sub-Clause (A) 2 in place of existing sub-clause (A) 2 :

Proposed Clause (A) 2 (to be inserted) :

To take on lease or otherwise acquire any lands, estates of any description and any rights in, or connected with the land to develop the resources of the Company, in particular by clearing, draining, fencing, planting, cultivating, building, improving, farming, irrigating, grazing, and by promoting immigration and the establishment of villages and settlements etc.

To insert Clause (A) 13 after the existing Clause (A) 12.

To carry on business of contractors, Builders, Town planners, Infrastructure developers, Estate developers and Engineers land developers, Land Scapers, estate agents, immovable property dealers and to acquire, buy, purchase, sell, lease, exchange, hire or otherwise lands, buildings, civil works immovable property of any tenure or any interest in the same and to erect and construct, houses, flats, bungalows, hospitals, or civil work of every type on the land of the Company or any other land or immovable property whether belonging to the Company or not and to pull down, rebuild, enlarge alter and other conveniences and to deal with and improve, property of the Company or any other Immovable property in India or abroad.

6) **Proposal for increase in the Borrowing Powers of the Company.**

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

"RESOLVED THAT in supersession to the resolution passed at the 32nd Annual General Meeting of the Company held on 25.09.2014 and pursuant to Section 180 (1) (C) of the Companies Act, 2013, the Board of Directors be and are hereby authorized to borrow money from time to time for the purpose of the business of the Company on such terms and conditions as the Board of Directors consider fit, any sum or sums of money which together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may exceed the aggregate of the paid-up capital of the Company and its free reserves (i.e. reserves not set apart for any specific purpose) provided that the total amount which may be so borrowed by the Board of Directors and outstanding at any one time shall not exceed Rs.1500 Crores (Fifteen Hundred Crores only)."

7) **Reappointment of Sri Karunakar Rao Kamisetty as Executive Director (Fin. & Comml.,) for a period of 3 (three) years and fixation of Remuneration.**

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

"RESOLVED THAT pursuant to Section 196, 197 and 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and subject to required statutory approval viz., SEBI (LODR) 2015 as may be necessary, the Members of the Company hereby ratify the Board approval and recommendation for Reappointment of Sri Karunakar Rao Kamisetty (DIN:02031367) as Executive Director (Fin. & Comml.,) for a period of three years i.e., from 11-05-2027 to 10-05-2030 in its meeting held on 10-08-2026, upon the recommendation of Nomination and Remuneration Committee Meeting held on 06-08-2026 on the following remuneration.

RESOLVED FURTHER THAT the members noted that Sri Karunakar Rao Kamisetty will be morethan 76 years of age, (DOB : 14-06-1950) on the date of reappointment and hence approval is accorded by way of Special Resolution to comply with statutory provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT Sri Karunakar Rao Kamisetty will be paid Rs.2,50,000/- per month as salary + allowances and perquisites of Rs.43,820/- per month to be divided into different components as per rules of the company.

RESOLVED FURTHER THAT in the event of absence or inadequacy of Profits in any financial year the aforesaid remuneration shall be treated as minimum remuneration in pursuance to Schedule V of the Companies Act, 2013 and any amendment thereof from time to time.

RESOLVED FURTHER THAT the Board is hereby authorized to vary any terms and conditions subject to the condition that such change is within the statutory limit and permissible under the provisions of the Act.

RESOLVED FURTHER THAT Sri Radhakrishna Murthy Vemula, CGM and Company Secretary is hereby authorized to file Form MGT-14, Form MR-1 and other related forms with MCA/ROC and to digitally sign the same to comply with statutory formalities."

8) Ratification for Re-appointment and Remuneration payable to Cost Auditor.

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

"**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the appointment of M/s. Aruna Prasad & Co., (Regn.No.100883) Proprietrix : Aruna Prasad as Cost Auditors of the Company by the Board of Directors of the Company in its meeting held on 21.05.2065 (upon the recommendation of Audit Committee in its meeting held on 21.05.2026) on a remuneration of Rs.2,00,000/- plus GST and reimbursement of out of pocket expenses, to conduct the audit of the cost records of the Company for the Financial Year ending March 31, 2027, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

9) Approval for Material Related Party Transactions.

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

"**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of the Board and its Powers) Rules, 2014 and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any amendment, modification, variation or re-enactment to any of the foregoing), and industrial standards for Related Party transactions notified by SEBI and subject to such other approvals, consents, permissions and sanctions of other authorities as may be necessary, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board), to approve the company proposal and to enter into new/further contracts/arrangements/agreements/transactions with related party i.e. M/s. Sree Rayalaseema Hi-Strength Hypo Limited (SRHHL) to the aggregate value of Rs.425 Cr (tentatively divided into Sales Rs.200 Cr + Purchase Rs.200 Cr + Others Rs.25 Cr which are subject to interchange if required) estimated for the year 2026-27 clearly mentioned in the explanatory statement (including any modifications, alterations or amendments thereto), in the ordinary course of business and on arm's length basis or on agreed values basis with 'Related Parties' within the meaning of the Act and the Securities and Exchange Board of India (Listing Obligations and

Disclosure Requirements) Regulations, 2015, as more particularly enumerated in the explanatory statement to the Notice and on such terms and conditions as may be agreed between the Company and related parties.

RESOLVED FURTHER THAT the members hereby noted that as against Rs.425 Cr Omnibus approval of members at 43rd Annual General Meeting (AGM), the actual material Related Party transactions between two companies comes to Rs.106.90 Cr only as clearly mentioned and explained in explanatory statement.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board or any of its authorized official be and is hereby authorised to do all such acts, deeds, matters and things and execute all such deeds, documents and writings, as an ongoing basis, as may be necessary, proper or expedient for the purpose of giving effect to the above resolution."

10) Ratification/approval for Creation of Security in favour of Consortium of Banks viz., Indian Bank, IDBI Bank Limited, The Federal Bank Ltd., and The South Indian Bank Ltd.

To consider and if thought fit, to pass with or without modification, the following Resolution which is proposed as a **Special Resolution.**

"RESOLVED THAT the consent by way of ratification and (or) approval of the members is hereby accorded to the Company in terms of Section 180 (1) (a) and other applicable provisions, if any, of the Companies Act, 2013 for creation/to be created of mortgage and/charge by the Board of Directors of the Company of "First pari passu / Second pari passu charge on all fixed assets of the company (brought by availing the said financial assistance) of the Company wheresoever situated, present and future, and the whole of undertaking of the Company together with power to take over the management of the business and concern of the Company in certain events, to or in favour of following Banks for creation of security on First pari passu / Second pari passu charge basis as under.

Name of the Bank	(Rs. in Crs)
Term Loan / Capex LC (First pari passu charge basis) :	
Indian Bank (not exceeding)	250.00
IDBI Bank Limited	150.00
The Federal Bank Limited	70.00
The South Indian Bank Limited	83.00
Working Capital (Second pari passu charge basis) :	
Indian Bank (not exceeding)	50.00
The Federal Bank Limited	8.05

together with interest thereon at the respective agreed rates, compound interest, additional interest, liquidated damages, premia on prepayment or on redemption, costs, charges, expenses and other moneys payable by the company to the Lenders under their Loan agreements in respect of the said financial assistance."

11. Seeking approval of members to authorise the Board for conversion of loans into equity with respect to loans to be borrowed/borrowed from Banks / Lenders in case of default or upon happening of certain circumstances as may clearly mentioned in respective Banks sanction letters.

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

"**RESOLVED THAT** in pursuance to Sec.62(3) and other applicable provisions of the Companies Act, 2013, enabling provisions of the Articles of Association, and in accordance with SEBI (LODR) Regulations, 2015, SEBI (ICDR) Regulations, 2018, and SEBI (SAST) Regulations, 2011 and other amendments thereto, approval of the members be and is hereby accorded to the Board of Directors ('the Board') to borrow monies / avail financial assistance, upto an aggregate amount not exceeding Rs. 553 Crs such amounts from banks / lenders ('the Lenders') as clearly mentioned hereunder on such terms, including the option to convert the outstanding loans or interest into fully paid-up equity shares of the Company, as may be finalised by the Board.

Sl. No.	Name of the Bank	Rs. in Crs.
1.	Indian Bank	250
2.	IDBI Bank	150
3.	The Federal Bank Limited	70
4.	The South Indian Bank Limited	83

RESOLVED FURTHER THAT upon the Banks/Lenders exercising the option to convert the facilities, or upon occurrence of triggering events, wherever required the Board be and is hereby authorised to issue and allot such number of equity shares of the face value of Rs.10/- each to the Banks / Lenders at a price determined in accordance with applicable SEBI (ICDR) Regulations, 2018.

RESOLVED FURTHER THAT the Board or any Committee thereof duly constituted by the Board be and is hereby authorised to take all necessary actions, finalise and execute documents, and file necessary forms (including MGT-14 and PAS-3 and related forms) to give effect to this resolution."

By order of the Board

Sd/-

CS V. RADHAKRISHNA MURTHY
CGM & COMPANY SECRETARY

Place : Hyderabad
Date : 10th August, 2026

NOTES :

1. Explanatory statement as required under section 102 of the Companies Act, 2013 is annexed hereto.

2. The Board in its meeting held on 10.08.2026 has approved the company's proposal to conduct 44th Annual General Meeting through (Video Conference) VC / OAVM (Other Audio Visual Means) instead of physical Annual General Meeting in compliance of MCA General Circular No.2/2022 dated 05.05.2022 and General Circular No.10/2022, dated 28.12.2022 read with SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05.01.2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167

dated 07.10.2023, **SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03.10.2024** and after due examination, it has been decided to allow companies whose AGMs were due 30.09.2025, or become due in the year 2025, to conduct their AGMs on or before 30.09.2025, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January 13, 2021 and General Circular No.2/2022 dated May 05, 2022 read with January 05, 2023, General Circular No. 09/2023 dated September 25, 2023, **General Circular No.09/2024 dated September 19, 2024 and General Circular No.03/2025 dated September 22, 2025.**

3. Further, it has been decided that physical copies of Annual Reports will not be sent by post to Members and instead only soft copy of Annual Report (including Notice of AGM) will be sent to Registered email_ids of shareholders in pursuance to MCA Circular No. 17/2020 dated April 13, 2020 & May 12, 2020 and SEBI Circular No.SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, SEBI/HO/CFD/CMD21/CIR/P/2022/162 dated 13.05.2022 and SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05.01.2023 **and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03.10.2024** Shareholders can view soft copy of the Annual Report on company's website www.tgvgroup.com and BSE Website and also on RTA Website.

   Since the company has opted for convening Annual General Meeting through VC/OAVM, there will not be any provision for physical ballot voting. Members who have participated in Annual General Meeting through VC/OAVM mode can cast their vote through e-voting at the time of Annual General Meeting (provided that he has not cast his vote through remote e-voting).

4. Pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of SEBI (LODR) Regulations, 2015, 18th September, 2026, Friday is considered as Record Date to determine the eligibility of shareholders to attend AGM and also for dividend if approved by the shareholders at the AGM.

5. SAKSHAM NIVESHAK – MANNER OF REGISTERING KYC INCLUDING BANK DETAILS FOR RECEIVING DIVIDEND

The Investor Education and Protection Fund authority, under the aegis of the Ministry of Corporate Affairs (MCA), launched Saksham Niveshak, a 100-day nationwide campaign from July 28, 2025 to November 06, 2025, with the objective of reducing the volume of unclaimed dividends and shares transferred to the IEPF Authority by encouraging investors to update their records and claim their rightful entitlements. Subsequently, a second phase of the campaign was also launched for a further period from April 01, 2026 to July 09, 2026. The company remained committed to the objectives of these campaigns and actively encouraged the shareholders to claim unclaimed dividends and shares prior to their transfer to the IEPF Authority, ensure timely updation of KYC details and Bank accounts information with the Registrar and Share Transfer Agent (RTA), and opt for electronic modes of communication for prompt receipt of corporate communications. The company continues to uphold the principles of transparency and investor protection in all its engagements with stakeholders.

The members holding shares in Physical form – with the Company's registrars at Aarthi Consultants Private Limited, Unit : TGV SRAAC Limited, 1-2-285, Domalguda, Hyderabad – 500 029, Telangana. The forms for updating the same are available at https:\\www.aarthiconsultants.com

For shares held in dematerialized form – with the Depository Participant (DP) where the demat account is maintained as per the process advised by DP.

Upon updation of KYC & bank details, members are requested to intimate the same to the RTA, so that the unpaid/unclaimed dividend can be credited to their bank account.

SHARE TRANSFER PROCESS OF PHYSICAL SHARES

In terms of the SEBI Listing Regulations, shares of the Company can be transferred only in dematerialized form. Further, SEBI, vide its circular dated January 24, 2022, has mandated all listed companies to issue securities in dematerialized form while processing service requests such as issue of duplicate certificates, claims from the Unclaimed Suspense Account, endorsement, sub-division or splitting of securities certificates, consolidation of securities certificates or folios, transmission, and transposition. In view of this, and to eliminate risks associated with physical shares while availing the benefits of dematerialization, members are advised to convert their physical shareholdings into dematerialized form.

SEBI had earlier introduced a special time-bound window from July 7, 2025 to January 6, 2026, for re-lodgement of physical share transfer requests that were rejected or returned before April 1, 2019, to address legacy, non-disputed cases. To further facilitate investors in gaining rightful access to their securities, SEBI has opened another special window for transfer and dematerialization of physical securities that were sold or purchased prior to April 1, 2019. This window is available for a period of one year from February 5, 2026 to February 4, 2027, and applies to cases that were previously submitted but rejected or returned due to deficiencies in documentation, process, or other reasons. Eligible investors are encouraged to take advantage of this opportunity and have the shares transferred in their names. During the year ended March 31, 2026, all matters relating to share transmission, issue of duplicate shares, name deletion, and other related activities were approved by the Share Transfer Committee within the prescribed timelines.

The Committee does not follow a fixed meeting schedule, and transactions are approved as and when they are received. A summary of such transactions is placed before the Board at its quarterly meetings. The Company has complied with the requirements of Regulation 40(9) of the SEBI Listing Regulations during the applicable period.

6. Non-resident and Resident Indian Shareholders are requested to inform us immediately :

   a) the change in Residential Status on return to India for permanent settlement.

   b) **Important Request :** the particulars of Bank/NRE Account, if not furnished earlier to enable the company for crediting dividend amount to their respective accounts.

Shareholders who have not registered their email_ids are requested to register / update immediately to enable the company to send soft copy of Annual Report of the ensuing Annual General Meeting and for future communication.

7. Mandatory updation of PAN, KYC, Bank details, Specimen signature and Nomination details prior to processing the payment of Dividend:

   Pursuant to SEBI Master Circular no. SEBI/HO/MIRSD/ POD-1/P/CIR/2024/37 dated May 7, 2024 issued to the Registrar and Transfer Agents and SEBI Circular no. SEBI/ HO/MIRSD/POD-1/P/CIR/

2023/181 dated November 17, 2023 and SEBI Circular No.SEBI/HO/MIRSD/PoD-1/P/CIR/2024/81 dated June 10, 2024, as amended, SEBI has mandated that, with effect from April 1, 2024, dividend to the security holders holding shares in physical mode “shall be paid only through electronic mode”. Such payment to the eligible shareholders holding physical shares shall be made only after they have furnished their PAN, Contact Details (Postal Address with PIN and Mobile Number), Bank Account Details, Specimen Signature, etc., for their corresponding physical folios with the Company or its RTA. Relevant FAQs have been published by SEBI in this regard. The FAQs and the abovementioned SEBI Master Circular and SEBI Circular are available on SEBI’s website and the website of the Company at www.tgvgroup.com

The forms for updation of PAN, KYC, Bank details and Nomination viz. Forms ISR-1, ISR-2, ISR-3 and SH-13 are available on our website at https://www.tgvgroup.com/investors.html. In view of the above, we urge Members holding shares in physical form to submit the required forms duly filled up and signed, along with the supporting documents at the earliest to the RTA at www.aarthiconsultants.com. Towards this, the Company has sent vide its letter dtd.04.03.2024 to the Members holding shares in physical form, in relation to applicable SEBI Circular(s). Members who hold shares in dematerialised form and wish to update their PAN, KYC, Bank details and Nomination, are requested to contact their respective DPs. Further, Members holding shares in physical form are requested to ensure that their PAN is linked to their Aadhar Card.

Updation of mandate for receiving dividend directly in bank account through Electronic Clearing System or any other means in a timely manner:

Shares held in physical form: Members are requested to send the following details/documents to the Company’s RTA, viz. M/s. Aarthi Consultants Private Limited, 1-2-285, Domalguda, Hyderabad – 500 029 (Telangana).

» Form No. ISR-1 duly filled and signed by the holders, stating their name, folio number, complete address with pin code, and the following details relating to the bank account in which the dividend is to be received:

(i) Name of Bank and Bank Branch;

(ii) Bank Account Number;

(iii) 11-digit IFSC Code; and

(iv) 9-digit MICR Code.

The said form is available on the website of the Company at https://www.tgvgroup.com/investors.html and on the website of the RTA at www.aarthiconsultants.com

» Cancelled cheque in original, bearing the name of the Member or first holder (in case shares are held jointly). In case, name of the shareholder is not available on the cheque, kindly submit the following documents:

(i) Cancelled cheque in original and;

(ii) Bank attested legible copy of the first page of the Bank Passbook/Bank Statement bearing the names of the account holders, address, same bank account number and type as on the cheque leaf and full address of the bank branch.

» Self-attested copy of the PAN Card; and

» Self-attested copy of any document (such as Aadhar Card, Driving Licence, Election Identity Card, Passport) in support of the address of the Member as registered with the Company. The PAN Card shall be linked to the Aadhar Card. Members are requested to refer to detailed process by accessing the link on www.aarthiconsultants.com and proceed accordingly.

8. Nomination facility:

As per the provisions of Section 72 of the Act, the facility for making nomination is available to the Members in respect of the shares held by them. Members who have not yet registered their nominations 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, the Member may submit the requisite application in Form ISR-3 or Form SH-14, as the case may be.

The said forms can be downloaded from the Company's website at https://www.tgvgroup.com/investors.html as well as from the RTA's website at www.aarthiconsultants.com Members are requested to submit the said form to their DPs in case the shares are held in electronic form and to the RTA at csg-unit@linkintime.co.in in case the shares are held in physical form, quoting their folio no(s).

9. In accordance with Regulation 40 of the SEBI Listing Regulations, as amended, any fresh transfer requests for securities shall be processed in demat/electronic form only. Members holding shares of the Company in physical form are requested to kindly get their shares converted into demat/electronic form to get inherent benefits of dematerialisation.

10. 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 demat 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, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR-4. It may be noted that any service request can be processed only after the folio is KYC compliant.

11. During FY2023-24, SEBI has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market. Pursuant to this, post exhausting the option to resolve their grievance with the RTA/Company directly and/or through the SEBI SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login) and the same can also be accessed through the Company's website at https://www.tgvgroup.com

12. Payment of Dividend through electronic means

- To avoid loss of dividend warrants in transit and undue delay in receipt of dividend warrants, the Company provides the facility to the Members for remittance of dividend directly in electronic mode through National Automated Clearing House (NACH). Members holding shares in physical form and desirous of availing this facility of electronic remittance are requested to provide their latest bank account details (Core Banking Solutions Enabled Account Number, 9-digit MICR and 11-digit

IFS Code), along with their Folio Number and original cancelled cheque leaf bearing the name of the first-named shareholder as account holder, to the Company's Registrar and Share Transfer Agent – Aarthi Consultants Pvt Ltd.

- Members holding shares in electronic form are requested to provide the said details to their respective Depository Participants.
- Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the respective Depository Participant of the Members.
- Members holding shares in physical form are requested to advise any change of address immediately to the Company's Registrar and Share Transfer Agent. Members holding shares in electronic form must send the advice about change in address to their respective Depository Participant only and not to the Company or the Company's Registrar and Share Transfer Agent.
- Members may note that the Income-tax Act, 1961, ("the IT Act") as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a company after April 1, 2020 shall be taxable in the hands of members. The Company shall therefore be required to deduct tax at source ("TDS") at the time of making the payment of final dividend. In order to enable us to determine the appropriate TDS rate as applicable, members are requested to submit relevant documents, as specified in the below paragraphs, in accordance with the provisions of the IT Act:

For Resident Shareholders, taxes shall be deducted at source under Section 194 of the IT Act as follows:

Members having valid Permanent Account Number ("PAN")	10% or as notified by the Government of India
Members not having PAN / valid PAN	20% or as notified by the Government of India

However, no tax shall be deducted on the dividend payable to a resident individual if the total dividend to be received by them during financial year 2025-26 does not exceed Rs.10,000/- and also in cases where members provide Form 15G / Form 15H (Form 15H is applicable to individuals) subject to conditions specified in the IT Act. Resident shareholders may also submit any other document as prescribed under the IT Act to claim a lower / nil withholding tax. PAN is mandatory for members providing Form 15G / 15H or any other document as mentioned above.

For Non-Resident Shareholders, taxes are required to be withheld in accordance with the provisions of Section 195 and other applicable sections of the IT Act, at the rates in force. The withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) or as notified by the Government of India on the amount of dividend payable. However, as per Section 90 of the IT Act, non-resident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement ("DTAA"), read with Multilateral Instrument ("MLI") between India and the country of tax residence of the member, if they are more beneficial to them. For this purpose, i.e. to avail the benefits under the DTAA read with MLI, non-resident shareholders will have to provide the following:

- Copy of the PAN card allotted by the Indian income tax authorities duly attested by the Member or details as prescribed under rule 37BC of Income-tax Rules, 1962.
- Copy of Tax Residency Certificate for financial year 2025-26 obtained from the revenue authorities of the country of tax residence, duly attested by member.
- Self-declaration in Form 10F.
- Self-declaration by the member of having no permanent establishment in India in accordance with the applicable tax treaty.
- Self-declaration of beneficial ownership by the non-resident shareholder.
- Any other documents as prescribed under the IT Act for lower withholding of taxes if applicable, duly attested by the member.

  In case of Foreign Institutional Investors / Foreign Portfolio Investors, tax will be deducted under Section 196D of the IT Act @ 20% (plus applicable surcharge and cess) or the rate provided in relevant DTAA, read with MLI, whichever is more beneficial, subject to the submission of the above documents.

  The aforementioned documents can be downloaded from Company's website at https://www.tgvgroup.com on general tab and are required to be send at our RTA's e-mail id info@aarthiconsultants.com on or before 5 pm (IST), 18th September, 2026 to enable the Company to determine the appropriate TDS/ withholding tax rate applicable. Incomplete and/ or unsigned forms and declarations will not be considered by the Company. Any communication on the tax determination/ deduction received after 5:00 pm (IST) 18th September, 2026 shall not be considered. All communications/ queries in this respect should be addressed to our RTA, M/s.Aarthi Consultants Private Limited to its email address at info@aarthiconsultants.com or Company's e-mail address at sralkalies@tgvmail.net. The Company will send through email a soft copy of the TDS Certificate at the shareholders registered email ID post payment of the said Final Dividend. Shareholders will also be able to see the credit of TDS in Form 26AS, which can be downloaded from their e-filing account at https://incometaxindiaefiling.gov.in.

- Members holding shares in physical form are advised to furnish, on or before 18th September, 2026 particulars of their bank account, if not done already or if it has changed, to the Company to incorporate the same in the dividend warrants/ payment instruments.
- Section 72 of the Act provides for Nomination by the Members of the Company in the prescribed Form No. SH-13 for shares held in physical form. Blank forms will be supplied by ACPL on request. Members holding shares in dematerialized form may contact their respective Depository Participants for recording of nomination.

  Pursuant to the provisions of Section 124 of the Act, Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules") read with the relevant circulars and amendments thereto, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund ("IEPF"), constituted by the Central Government.

Members who have not encashed dividend declared by the Company during previous years, are advised to write to the Company immediately at email id : sralkalies@tgvmail.net

E-Voting:

The Company is pleased to provide E-Voting facility through Central Depository Services (India) Limited (CDSL) for all members of the Company to enable them to cast their votes electronically on the resolutions mentioned in the notice of 44th Annual General Meeting of the Company notice dated 10th August, 2026. The Company has appointed Mr M. Nirmal Kumar Reddy, B.Com., F.C.A., I.S.A, I.R.M., Practicing Chartered Accountant as the Scrutinizer for conducting and completing the E-voting counting process in a fair and transparent manner.

The E-voting rights of the Shareholders / beneficial owners shall be reckoned on the equity shares held by them as on 18th September, 2026 (Friday). The instructions for Members for voting electronically are as under :

CDSL e-Voting System – For Remote e-voting and Joining Virtual meetings e-voting during AGM / EGM

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 and General Circular No.2/2022 dated 05.05.2022, General Circular No.10/22 dated December 28, 2022, General Circular No.09/2023 dated September 25, 2023 and General Circular No.09/2024 dated September 19, 2024 and SEBI Circular No. SEBI/HO/CFD/PoD/CIR/P/CIR/2023/4 dated January 05, 2023, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024. The forthcoming AGM/EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.

2. 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, May 05, 2020, May 05, 2022, December 28, 2022, September 25, 2023, September 19, 2024 and September 22, 2025, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/ EGM. 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's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.

3. The Members can join the EGM/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 EGM/AGM through VC/OAVM will be made available to atleast 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 EGM/AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020 read with Circular No.02/2022 dated May 05, 2022, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. 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/EGM through VC/OAVM and cast their votes through e-voting.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at www.tgvgroup.com. 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/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. www.evotingindia.com.

7. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020, Circular No.02/2022 dated May 05, 2022, MCA Circular No.09/2023 dated September 25, 2023, MCA Circular No.09/2024 dated September 19, 2024 and MCA Circular No.03/2025 dated September 22, 2025 and SEBI Circular No. SEBI/HO/CFD/PoD/CIR/P/CIR/2023/4 dated January 05, 2023, SEBI Circular No.SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

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

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

(i) The voting period begins on 21-09-2026 at 9.00 A.M and ends on 25-09-2026 at 5.00 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 (record date) of 18-09-2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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

(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.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

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 above said 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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 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 i.e. CDSL/NSDL, 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration

Type of shareholders	Login Method
	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 or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in 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 1) 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.
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 22 55 33
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

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 TGV SRAAC 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; sralkalies@tgvmail.net (designated email address by company), 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/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM 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/EGM.
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 atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). 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 (company email id). 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/EGM 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 EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the

votes cast by such shareholders during AGM 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 Company/RTA email id.

2. 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.

By order of the Board

Sd/-

Place : Hyderabad
Date : 10th August, 2026

CS V. RADHAKRISHNA MURTHY
CGM & COMPANY SECRETARY

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

The following Statement, as required under Section 102 of the Companies Act, 2013, sets out all material facts relating to the items of Special Business mentioned under Item No. 5 to 11 of the accompanying Notice dtd.10.08.2026.

Item No. 5

For effective and better utilization of the experience and expertise of Company's men and resources in the field of real estate, civil construction and development of land and related activities the Board of Directors in their meeting held on 10.08.2026 has recommended the proposal for entering real estate and land development field for which alteration of object clause of Memorandum become necessary. The proposal will give scope for company to utilize the resources and expertise gain over a period (since inception of company) in a more efficient way for having synergy to show case it's meticulous implementation of projects in this field.

Further the existing Sub-clause (A) 2 of Clause III of Memorandum of Association Contains restriction on company "for entering into real estate business i.e., dealing land and immovable property for commercial purposes or carry on agricultural / planning activities with a view to making profit or deriving income thereon". In order to remove this condition appropriate new Sub-clause (A) 2 as set out in resolution is proposed / to be replaced with the Board recommendation dt.10.08.2026.

The object clause of the memorandum of association of the company is accordingly proposed to be enlarged, as set out in the Special Resolution, to enhance the business scope of the company.

Objects Clause of the Memorandum of the Association can be altered by passing a Special Resolution through AGM, pursuant to Sections 13 and 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014.

A copy of the Memorandum of the Association of the Company will be available for inspection by the Members at the Registered Office of the Company between 10.00 AM and 5.00 PM on working days upto 26.09.2026.

None of the Directors and Key Managerial Personnel of the Company, or their relatives, is interested in this Special Resolution.

The Board recommends this Special Resolution for your approval.

Item No. 6

As per the provisions of Section 180 (1) (c) of the Companies Act, 2013 Borrowing powers of the Board shall be passed by the Members by way of Special Resolution only. Now, the need for increasing the existing borrowing powers as recommended by the Board in its meeting held on 10.08.2026 has arisen in view of need for implementation of future planned aiming at sustainable growth for which the company need borrowed funds from Banks / Financial Institutions.

The Members of the company have given their approval in the AGM held on 25.09.2014 to the Board for borrowing powers of Rs.750 Crores by way of Special Resolution to comply with the then provisions of Sec.180 (1) (c) of the Companies Act, 1956. Keeping in view of funds requirement for implementation of caustic soda expansion project and other future strategic growth plans, it is now proposed to increase the limit of borrowing powers upto Rs.1500 Cr to enable the company to successfully implement the same by using borrowed funds in addition to the internal accruals available with the company.

None of the other Directors / Key Managerial personnel of the company / their relatives are, in any way, concerned or interested, financially or otherwise, in these Resolutions.

Your Directors commends the Resolution for your approval.

Item No. 7

Shareholders may be aware that earlier approval for Re-appointment of Sri Karunakar Rao Kamisetty (DIN:02031367) as Executive Director (Fin. & Comml.,) by in the AGM held on 29-09-2023 will expire on 10-05-2027. In view of the increased operations of the Company and implementation of future plans like Solar Power Capacity addition, Caustic Soda Expansion Project and other strategic plans implementation, and on consideration of Nomination and Remuneration Committee recommendation, dated 06-08-2026, the Board has recommended the proposal for re-appointment of Sri Karunakar Rao Kamisetty as Executive Director (Fin. & Comml.,) in its meeting held on 10-08-2026 subject to Shareholders' approval in the ensuing Annual General Meeting (AGM) pursuant to Sec.110 of the Companies Act, 2013 on same remuneration as explained in the Resolution. It may kindly be noted that Sri Karunakar Rao Kamisetty is 76 years old at the time of proposed reappointment (DOB : 14-06-1950) and hence members approval by way of Special Resolution is required to comply with the provisions of Schedule V of Part I (c) read with Sec.196 of Companies Act, 2013.

Annexure

I. General Information

(1) Nature of Industry : Manufacturer's of Chlor Alkalie Chemicals, Chloromethanes, Castor oil derivatives, Fatty Acids and Power Generation.

(2) In case of new companies, expected date of commencement of activities as per project approved by the financial institutions appearing in the prospectus : - Not Applicable -

(3) Financial Performance : (Audited) (Rs. in Crores)

Particulars	Year Ended 31.03.2026	Year Ended 31.03.2025	Year Ended 31.03.2024
Revenue from operations	1950.23	1749.04	1545.96
Profit Before exceptional item and Tax	178.48	125.55	43.76
Net Profit as per Profit and Loss Account from continuing operations	132.05	92.36	60.99
Equity Capital	107.09	107.09	107.09

(4) Foreign Investment or Collaboration, if any : - Not applicable -

II. Information about the appointee :

(1) Background details :

Sri Karunakar Rao Kamisetty is about 76 Years old is a Chartered Accountant having more than 52 Years of Experience in the fields of Finance, Commercial and Administration. Associated with the company for the past 43 years i.e., since incorporation. He is not holding any Directorship in other listed entity.

(2) Past Remuneration :

It is proposed that there will not be any change in the remuneration for the proposed reappointment tenure. In other words same remuneration will be continued during reappointment tenure.

(3) Job Profile and his suitability :

General administration of the company, Finance & Commercial Departments of the Company and he is declared as Chief Executive Officer (CEO) of the Company by the Board to comply with statutory requirement.

(4) Remuneration Proposed :

Proposed Remuneration has been recommended by Nomination and Remuneration Committee and Board of Directors which is appropriate and reasonable, keeping in view of Responsibility, authority and Accountability of the incumbent. It may further be noted that there is no change in proposed remuneration compared to existing remuneration.

(5) Comparative Remuneration with respect to Industry, size of the Company, profile of the position and person :

Considering the size of the Company and the job profile of the position and the credentials and performance of the appointee, the remuneration proposed is moderate and reasonable and compares well with that of similar companies.

(6) Pecuniary relationship directly or indirectly with the Company or relationship with the Managerial Personnel, if any.

Sri Karunakar Rao Kamisetty is Executive Director of the company. He is not related to any Directors or KMP or their relatives. He is holding 3750 Equity Shares of the Company.

(7) Justification for reappointment proposal :

Sri Karunakar Rao Kamisetty is of 76 years old having good health and passion for company growth by way of direct and indirect implementation of various projects since from company inception. He is having major role in the present status of the Company who works with commitment and pocesses enormous knowledge about company and its progress.

III. Other Information :

(1) Steps taken or proposed to be taken for improvement of the Company :

Expansion Programme of Chloromethanes Project second expansion is under progress. Company proposal for Solar Power generation is under implementation. Once these programmes are completed, the profitability of the company is envisaged for further improvement in view of these projects contribution.

(2) Expected Increase in productivity and profits in measurable terms :

It is depending upon the nature of the Industry. Hence it cannot be predicted accurately.

IV. Disclosures :

The Company being a Listed Company, the provisions of Corporate Governance are applicable and hence required details are furnished here to comply with Regulation 36 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 read with Schedule V of Companies Act, 2013.

Your Directors commend the Special Resolution for your approval. None of the Directors and KMP or their relatives except Sri Karunakar Rao Kamisetty is deemed to be interested in this Special Resolution.

Item No. 8:

The Board of Directors after taking into account the recommendation of Audit Committee in its meeting held on 21.05.2026 has appointed M/s.Aruna Prasad & Co., (Regn.No.100883) Proprietrix: Mrs. Aruna Prasad as Cost Auditor for the Financial year 2026-27 on a remuneration of Rs.2,00,000/- plus GST (same as last year) and reimbursement of out of pocket expenses to conduct Cost Audit of cost records of the Company in compliance of MCA Notification Ref. No.52/56/CAB-2010, Dated 06-11-2012. As per the provisions of Section 148 of the Act, payment of remuneration and appointment of Cost Auditors requires Members ratification for the action taken by the Board as explained above.

None of the Directors /Key Managerial Personnel (KMP) of the Company / their relatives is, in any way, concerned or interested in passing the Resolution set out in Item No. 8 of the Notice.

The Board of Directors pleased to recommend the Resolution set forth in Item No. 8 for your approval.

Item No. 9:

Members may kindly aware that pursuant to Sec.188 of the Companies Act, 2013, Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014 read with Regulation 23 of SEBI (LODR) Regulations, 2015 requires shareholders prior approval for all Material Related Party Transactions. Further, it may kindly be noted that when aggregate value of Related Party transactions with single related party exceeds the following threshold limit, then it is called material related party transaction for a particular year.

Based on estimates it is expected that aggregate value of Related Party transactions to be entered with M/s. Sri Rayalaseem Hi-Strengh Hypo Ltd. (SRHHL) for 2026-27 will likely be more than the threshold limit i.e., material Related Party transactions value (threshold limit) explained hereunder. To comply with the above statutory provisions members prior approval is sought for the following estimated values of Related Party transactions with SRHHL (Related party/Group Company) for the year 2026-27.

Threshold Limit :

Pursuant to the above provisions, the threshold limit applicable for companies having turnover upto Rs.20,000 Cr pursuant to SEBI Notification for 2026-27 is lower of the following:

1. 10% of previous year audited turnover (2025-26) which is Rs.194 Cr
2. 1000 Crores

Threshold value of material Related Party transactions is Rs.194 Crores being lowest of the above (1) and (2) above. It is more likely that aggregate value of Related Party transactions with SRHHL (a group company/Related Party) will be more than Rs.194 Cr (threshold limit) for 2026-27 as mentioned in the following table (i.e., Rs.425 Crs).

(₹ in Crores)

Name of the Related Party	Actuals for 2025-26				Estimates for 2024-25			
	Sales	Purchases	Others	Total	Sales	Purchases	Others	Total
Sree Rayalasema Hi-Strength Hypo Limited (SRHHL)	74.08	30.42	2.40	106.90 **(*)**	200.00	200.00	25.00	425.00

(*) Members prior approval is for Rs.425 Cr in 43rd AGM)

In compliance of the above statutory provisions, prior approval for estimated Material Related Party Transactions is sought to the aggregate value of Rs.425 Cr as clearly explained in the table for which the resolution has been placed in Notice of AGM vide Item No. 9. It may kindly be noted that the actuals for 2026-27 with respect to sales, purchases and others may vary (i.e. subject to interchange) but overall omnibus value i.e., within Rs.425 Cr for which members prior approval sought.

It may kindly be noted that all Related Party Transactions are having Omnibus approval of the Audit Committee and Board. Related Party Transactions are entered during the ordinary course of business and are at arm's length. Further 79 % of Related Party Transactions are between two Listed Companies and these transactions are mutually beneficial. It may please be noted that previous month weighted average sales/purchase price is considered for valuing current month sales/purchase as per the company policy and sales/purchase forms major part of material related party transactions aggregate value. Further lease rents are paid and received as per rent agreements which are having prior approval of the Audit Commitee and Board and duly reapproved / reviewed every year.

Note on minimum information to be provided for material related party transactions for complying industrial standards for RPT notified by SEBI has been complied. It may kindly be noted that a perusal of above actual RPT for 2025-26 shows that 97% of RPT is related to sale/purchase transactions between two companies. Further as a part of company policy (approved/reviewed at regular intervals) the weighted average price of previous month are applied for valuation of current month sales/purchases – as the case may be. In this way, the company is complying with minimum information for RPT notified by SEBI has been complied as the methodology for RPT being followed by the company takes care of/ takes into account of pricing to other parties. Further, with respect to balance 3% of other RPT the company is providing required information to the Board/Audit Committee while taking their approvals before entering such RPT (Related Party Transactions). Further, these RPT mostly in the nature of lease rental transactions, providing/availing services etc.

It may please be noted that this is only enabling provision, or resolution as the same will be useful only in case of RPT crosses threshold limits explained above, so as to avoid resolution the possibility of again approaching members for their prior approval to comply with statutory provisions.

None of the Directors /Key Managerial Personnel (KMP) of the Company / their relatives except the promoters are, in any way, concerned or interested in passing the Resolution set out in Item No.9 of the Notice.

Your Directors recommend the above resolution for your approval.

Item No. 10:

The Company has availed or is yet to avail additional Term Loan / Capex LC facilities of Rs.70 Crore and Rs.8.05 Crores additional working capital facilities from The Federal Bank Limited (FBL) and from The South Indian Bank Ltd., (SIB) additional Term Loan / Capex LC facilities of Rs.83 Cr and further Rs.150 Cr Rupee Term Loan (RTL)/ capex LC facility sanctioned by IDBI Bank Limited and Rs.250 Cr Term loan by Indian Bank vide their respective sanction letters. In compliance of terms and conditions mentioned in the respective sanction letters of Banks mentioned above the company has created/going to create First pari-passu charge basis on existing and proposed fixed assets for Capex LC / RTL Limits and Second pari-passu charge on fixed assets for working capital facilities of the company by availing the above.

Members approval is requested for creation of charge in favour of FBL, SIB, IDBI Bank Ltd., and Indian Bank with respect to the above Capex LC / RTL and Working Capital sanctions to comply with terms and conditions mentioned in respective sanction letters.

Members are hereby requested to ratify/approve the action taken by the company for registration of charges with ROC/MCA or to create charge in favour of Banks to comply with terms and conditions of Banks sanction letters referred above.

Your Directors recommended the Special Resolution as set out in the Notice for your approval.

None of the Directors or Key Managerial Personnel (KMP) or their relatives in any way concerned or deemed to be interested in passing the resolution set out in the notice.

Item No. 11

It is brought to the kind notice of the members that the company has approached banks consortium for extending required financial assistance for implementation of its Caustic Soda Expansion Project, Chloromethanes Expansion and Solar Power Capacity Addition Projects which are under progress. After considering company's request, the following Banks viz., IDBI Bank, Indian Bank, The Federal Bank Ltd., and The South Indian Bank Ltd., (members of consortium) have sanctioned the required financial assistance vide their respective sanction letters as clearly mentioned hereunder.

Sl. No.	Name of the Bank	Rs. in Crs.
1.	Indian Bank	250
2.	IDBI Bank Limited	150
3.	The Federal Bank Limited	70
4.	The South Indian Bank Limited	83

One of the covenants of sanction letters of Banks for utilisation of funds sanctioned is that the Bankers / Lenders shall have the option to convert outstanding loans and interest etc., in case of default or happening of certain event, wherever required into Equity of face value of Rs.10/- each, at such issue price in pursuance to the provisions of SEBI (ICDR) 2018 read with SEBI (LODR) 2015 and other applicable provisions of the Companies Act, 2013. It is common practice for Banks / Lenders to insist such condition (enabling Banks / Lenders for conversion of loans into equity) before dispersal of sanctioned financial assistance to the borrower. To obtain the members approval by way of enabling provision, whereever required for particular Bank the Special Resolution as clearly mentioned in Item No.11 placed in Notice of AGM seeking your approval to enable the Board / any Committees for taking appropriate steps for conversion of loans into equity to comply with terms and conditions of sanction letters of respective Banks (IDBI Bank Ltd., Indian Bank, The Federal Bank Limited and The South Indian Bank Limited).

Your Directors recommended the Special Resolution as set out in the Notice for your approval.

None of the Directors or Key Managerial Personnel (KMP) or their relatives in any way concerned or deemed to be interested in passing the resolution set out in the notice.

Details of Directors seeking re-appointment by rotation
(Pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015

Name of the Director	Sri E. Ramaiah Director (Mechanical)	Sri P. Raghavendra Reddy Director (Quality Assurance)
Director Identification Number (DIN)	11054179	11054163
Nationality	Indian	Indian
Date of Birth / Age	05-07-1967 / 59 years	04-07-1953 / 73 years
Qualifications	AMIE	M.Sc
Experience in Specific areas	He has joined the company on 08.10.1987 starting his career as trainee engineer and prior to his appointment as Director (Mechanical) he was working as Sr. Vice President (Mechanical). He has put in 39 years of experience in various capacities with the company.	He has put in 36 years of experience with the company and prior to this appointment as Director (Quality Assurance) associated with the company in the cadre of Vice President (QA). His overall experience with reputed listed/non-listed companies in various fields is more than 46 years. He is having enormous knowledge and exposure with respect to compliance with various statutes and regulators apart from research and development.
Date of Appointment on the Board of the Company	June 30, 2025	October 01, 2025
Shareholding in the Company	Nil	02
List of Directorship in other Listed Companies	Nil	Nil
Membership (M)/ Chairmanship (C) in Committees in other Listed Companies as on date	Nil	Nil
Board Meetings attended	03	02
Committee positions in the Company	Risk Management Committee as member	Risk Management Committee as member
Relationship between Director inter-se	There is no inter-se relationship among the Directors.	There is no inter-se relationship among the Directors.
Details of resignations, if any, from the Board of other listed companies, in the last 3 years	Nil	Nil

Details of Directors seeking re-appointment
(Pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015

Name of the Director	**Sri K. Karunakar Rao** **Executive Director (Fin. & Comml.,)**
Director Identification Number (DIN)	02031367
Nationality	Indian
Date of Birth / Age	14-06-1950 / 76 years
Qualifications	B.Com., ACA
Experience in Specific areas	More than 52 years experience in the field of finance and accounts in Chemical industries and paper industry. It is to be noted that he is associated with company right from its inception and hence he is having thorough knowledge about company problems, growth prospects and future vision. He is well equated with required professional qualifications to deal with matters of finance and commercial and is a member of ICAI.
Date of Appointment on the Board of the Company	May 11, 2010
Shareholding in the Company	3750
List of Directorship in other Listed Companies	Nil
Membership (M)/ Chairmanship (C) in Committees in other Listed Companies as on date	Nil
Board Meetings attended	04
Committee positions in the Company	Corporate Social Responsibility Commitee and Risk Management Committee as Chairman
Relationship between Director inter-se	There is no inter-se relationship among the Directors.
Details of resignations, if any, from the Board of other listed companies, in the last 3 years	Nil

By order of the Board
Sd/-
CS V. RADHAKRISHNA MURTHY
CGM & COMPANY SECRETARY

Place: Hyderabad
Date : 10th August, 2026