



Notice to the 37th Annual General Meeting

NOTICE is hereby given that the 37th Annual General Meeting of the Members of Swiss Military Consumer Goods Limited will be held on Friday 25th day of September, 2026 at 12:00 Noon IST through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM'), to transact the following business:

ORDINARY BUSINESS:

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

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

"RESOLVED THAT the Audited Financial Statements (Standalone and Consolidated) of the Company 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."

- To declare final dividend on equity shares for the financial year ended March 31, 2026.**

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

"RESOLVED THAT the final dividend @ 5% i.e. ₹0.10 per equity share (face value of ₹2 per equity share), as recommended by the Board of Directors, be and is hereby declared for the financial year ended March 31, 2026, and the same be paid out of the profits of the Company for the financial year ended March 31, 2026."

- To appoint a director in place of Mrs. Ashita Sawhney (DIN: 08612232), who retires by rotation at this Annual General Meeting and being eligible offers herself for re appointment.**

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 152 of the Companies Act, 2013, Mrs. Ashita Sawhney (DIN: 08612232), who retires by rotation and being eligible offers herself for re-appointment, be and is hereby re-appointed as a Director of the company."

SPECIAL BUSINESS:

- To consider and approve the re-appointment of Sh. Rajesh Tuteja as Non-Executive Independent Director 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 pursuant to the provisions of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013 ("the Act") read with Schedule IV and the relevant rules made thereunder and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and the Articles of Association of the Company, approval and recommendation of the Nomination and Remuneration Committee, and that of the Board, Sh. Rajesh Tuteja (DIN: 08952755), who holds office as a Non-Executive Independent Director up to October 22, 2026, be and is hereby re-appointed as a Non-Executive Independent Director, not liable to retire by rotation, for a second term of 5 (five) years with effect from October 23, 2026.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and is hereby authorized to sign and execute all such documents and papers (including but not limited to appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may be considered expedient and necessary in this regard."

- To consider and approve the re-appointment of Sh. Surendra Kumar Bhagat as Non-Executive Independent Director 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 pursuant to the provisions of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013 ("the Act") read with Schedule IV and the relevant rules made thereunder and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and the Articles of Association of the Company, approval and recommendation of the



Nomination and Remuneration Committee, and that of the Board, Sh. Surendra Kumar Bhagat (DIN: 09365562), who holds office as a Non-Executive Independent Director up to October 22, 2026, be and is hereby re-appointed as a Non-Executive Independent Director, not liable to retire by rotation, for a second term of 5 (five) years with effect from October 23, 2026.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and is hereby authorized to sign and execute all such documents and papers (including but not limited to appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard."

By order of the Board
For **Swiss Military Consumer Goods Limited**

Sd/-

Vikas Jain

Company Secretary

Place: New Delhi

Date: 14th August, 2026



Notes:

1. The Ministry of Corporate Affairs, Government of India ("MCA") vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 and 09/2024 dated, September 19, 2024, ("MCA Circulars") had allowed conduct of Annual General Meetings ("AGM") by Companies through Video Conferencing/ Other Audio-Visual Means ("VC/ OAVM") facility up to September 30, 2025, in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No. 20/2020. Further, MCA vide General Circular No. 3/2025 dated September 22, 2025, has decided to allow companies to conduct their AGMs through VC/ OAVM, till further orders, in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated May 05, 2020. The Securities and Exchange Board of India ("SEBI") also vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2024/133 dated October 3, 2024 ("SEBI Circulars") has provided certain relaxations from compliance with certain provisions of the SEBI Listing Regulations. In compliance with these Circulars, provisions of the Act and the SEBI Listing Regulations, the 37th AGM of the Company is being conducted through VC/ OAVM facility, which does not require physical presence of Shareholders at a common venue.

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

2. Members may note that the Notice will also be available on the Company's website at www.swissmilitaryindia.com, websites of the Stock Exchange i.e. BSE Limited ("BSE") at www.bseindia.com and on the website of National Securities Depository Limited ("NSDL") at www.evoting.nsdl.com.

It is however clarified that, all Members of the Company as on the Cut-Off date i.e. 18th September 2026 shall be entitled to vote in relation to the aforementioned resolutions in accordance with the process specified in this Notice.

3. Members are entitled to receive the Notice in physical form, upon request sent through registered email ID to RTA at info@alankit.com and/or to the Company at investor@swissmilitaryshop.com.
4. Members attending the AGM through VC/ OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

5. In case of joint holders, the Members whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
6. Corporate Members are required to send a certified copy of the board resolution pursuant to Section 113 of the Act, authorizing their representative to attend and vote at the AGM, to the Company at investor@swissmilitaryshop.com and/or RTA at info@alankit.com with a copy marked to evoting@nsdl.com.
7. An Explanatory Statement pursuant to Section 102 of the Act ("Explanatory Statement"), relating to the Special Businesses as set out in this Notice is furnished as part of this Notice.
8. Additional information pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2), in respect of the Directors appointment/ re-appointment at the AGM is furnished as Annexure to the Notice.
9. Members desirous of obtaining any information with regards to this Notice are requested to write to the Company at least one week before the AGM to enable the Company to make available the required information at the AGM. The same will be replied to by the Company suitably.
10. As the AGM is being conducted through VC/ OAVM, for the smooth conduct of proceedings of the AGM, Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/ Folio Number, PAN and mobile number at investor@swissmilitaryshop.com at least one week before the AGM. Those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM. Speakers are requested to submit their questions at the time of registration, to enable the Company to respond appropriately.
11. When a pre-registered speaker is invited to speak at the Meeting but does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good internet speed.
12. The Board of Directors has appointed Ms. Anchal Mittal, Practicing Company Secretary, as the Scrutinizer ("Scrutinizer") to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.

13. The Scrutinizer will submit her report to the Chairman of the Company ("the Chairman") or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes casted during the AGM and votes casted through remote e-voting), not later than two working days from the conclusion of the AGM. The voting results declared along with the Scrutinizer's report shall be communicated and displayed on the Company's website at www.swissmilitaryindia.com, website of the Stock Exchange BSE www.bseindia.com and on the website of NSDL at www.evoting.nsdl.com.
14. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address, loss of share certificates or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
15. Pursuant to Regulation 40 of Listing Regulations read with SEBI Master Circular No. SEBI/HO/ MIRSD/POD-1/P/ CIR/2024/37 dated 7th May 2024 as may be amended from time to time ("Investor Requests Circular"), the Members holding shares in physical mode are requested to update their PAN, address with pin code, email address, mobile number, bank account details, specimen signature and nomination by holders of physical securities ("KYC Details") with Alankit Assignments Limited ("RTA") and/or the Company. Members holding shares in electronic form are requested to furnish details for change/ updation of KYC Details to their respective Depository Participant.
16. In order to update KYC Details and/ or process investor requests, the Members are required to submit duly filled and signed relevant forms ISR-1, ISR-2, ISR-4, ISR-5, SH-13/ ISR-3/ SH-14, as applicable and as may be amended from time to time ("Forms") along with required supporting documents as stated therein, if any. The Forms are available on Company's website at www.swissmilitaryindia.com
17. The Members may submit the duly signed Forms to update their KYC Details through any one of the following modes for submission:
 - Through In Person Verification (IPV): by producing the originals to the authorised person of the RTA, who will retain copy(ies) of the document(s) with IPV stamping with date and initials.
 - Through Post: by furnishing self-attested photocopy(ies) of the relevant documents.
 - Through electronic mode with e-sign: In case your email is already registered with us, you may send the scanned copies of your KYC Details with e-sign only from your registered email ID at our dedicated email-id: info@alankit.com. Kindly mention the email subject line as 'KYC Updation – Swiss Military Consumer Goods Limited - Folio No: _____'
18. In addition to aforesaid points, the Members are requested to follow the procedure mentioned in SEBI Master Circular No. SEBI/HO/ MIRSD/ POD-1/P/ CIR/2024/37 dated 7th May 2024, in case of transmission of shares and issue of duplicate share certificates, respectively.
19. All the requests relating to 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; transposition will be processed upon receipt of relevant documents alongwith requisite Forms upon which RTA will issue Letter of Confirmation to the shareholder/ claimant with a validity of 120 days, basis which the shareholder/ claimant has to dematerialise the shares in order to give effect to the requests. If shareholder/ claimant fails to submit the demat request within the aforesaid period of 120 days from the date of Letter of Confirmation, RTA/ Company shall credit the securities to the suspense escrow demat account of the Company.
20. Since the AGM will be held through VC/ OAVM, the Route Map is not annexed in this Notice.

Voting through remote e-Voting:

The Members can join the AGM in the VC/ OAVM mode 15 minutes before and after the scheduled time of the Meeting by following the procedure mentioned in this Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 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, Remuneration and Compensation Committee, Stakeholders Relationship Committee and Auditors, etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

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 Listing Regulations (as amended), read with MCA Circulars and SEBI Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the businesses to be transacted at the AGM. For this purpose, the Company has entered into an agreement with NSDL for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.



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

The remote e-voting period begins on Tuesday, 22nd Day of September 2026 at 09:00 A.M. and ends on Thursday, 24th Day of September 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 18th Day of September 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 18th Day of September 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.	- 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. - 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 - 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. - Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.



Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	- Existing users who have opted for CDSL Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. - After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. - If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration - Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
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.co.in or call at 022-48867000 and 022-24997000
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. 1800225533

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?

- 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, 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:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- 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.
- How to retrieve your 'initial password'?
 - 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'.
 - 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:

- 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.
- Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

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

- After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- Now, you will have to click on "Login" button.
- 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?

- 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.
- Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
- Now you are ready for e-Voting as the Voting page opens.
- 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.
- Upon confirmation, the message "Vote cast successfully" will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

- 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 anchal@ama-cs.in with a copy marked to evoting@nsdl.co.in. 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.

- 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.
- 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 and 022 - 2499 7000 or send a request at evoting@nsdl.co.in.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

- In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to investor@swissmilitaryshop.com.
- In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to investor@swissmilitaryshop.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
- Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
- In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

- 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 link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General 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.
- Members are encouraged to join the Meeting through Laptops for better experience.
- Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Please note that Participants Connecting from Mobile Devices or Tablets or through 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.

Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Businesses to be transacted at the Meeting:

Item No. 4:

The Members of the Company, at the 33rd Annual General Meeting of the Company, held on 15th Day of December, 2022, approved the appointment of Mr. Rajesh Tuteja (DIN: 08952755) as an Independent Director, not liable to retire by rotation, for a period of 5 (Five) years commencing from October 23, 2021.



The term of appointment of Mr. Rajesh Tuteja is up to October 22, 2026.

Pursuant to the provisions of Section 149, Schedule IV and other applicable provisions of the Companies Act, 2013, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company and shall be eligible for reappointment on passing of a special resolution by the Company and disclosure of such appointment in Board's report. Further, pursuant to Regulation 25(2A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, appointment, reappointment or removal of an Independent Director of a Listed Entity, shall be subject to the approval of shareholders by way of a Special resolution. Pursuant to the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at their meeting held on Friday, August 14, 2026 recommended the reappointment of Mr. Rajesh Tuteja as an Independent Director, not liable to retire by rotation, for a second term of five years commencing from October 23, 2026, based on his skills, experience, knowledge and positive outcome of performance evaluation.

Summary of the performance evaluation of Mr. Rajesh Tuteja is given below:

The Nomination and Remuneration Committee and the Board of Directors considered the following parameters in evaluating the performance of Mr. Rajesh Tuteja:

- a. Qualifications, Experience, Knowledge and Competency;
- b. Fulfilment of Functions and Ability to function as a team;
- c. Initiative, Availability and Attendance;
- d. Commitment, Contribution and Integrity;
- e. Independence of the Director;
- f. Independent Views and Judgement

Based on the role, rights and responsibilities of Mr. Rajesh Tuteja as an Independent Director of the Company, his performance was evaluated as excellent by the Board of Directors.

The Company has received a declaration from Mr. Rajesh Tuteja confirming that he meets the criteria of independence under Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Company has also received consent from Mr. Rajesh Tuteja to act as a Director in terms of section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. He has also confirmed that he is not debarred from holding the office of Director pursuant to any order issued by the Securities and Exchange Board of India or any other authority.

In the opinion of the Board of Directors, Mr. Rajesh Tuteja fulfils the conditions specified in the Companies Act, 2013 and the rules made thereunder, for his re-appointment as an Independent Director of the Company and is independent of the Management. His knowledge and experience will continue to be of immense benefit and value to the Company.

Except Mr. Rajesh Tuteja, being the appointee, or his relatives, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 4.

Brief Profile of Sh. Rajesh Tuteja

Sh. Rajesh Tuteja is a retired officer of the Indian Revenue Service (IRS) and brings with him over three decades of rich experience in taxation, investigation, regulatory oversight and public administration. He retired in 2020 as Director General of Income Tax (Investigation), having served in senior leadership roles across various field formations of the Income Tax department.

He has extensive expertise in investigation and intelligence functions, including search and seizure operations and supervision of complex tax assessments of large corporates and multinational enterprises. He has also handled appellate matters relating to transfer pricing and international taxation as Commissioner (Appeals) and as a member of the Dispute Resolution Panel (DRP).

He has significant exposure to global best practices in governance, transfer pricing and international taxation, having participated in various international programmes and workshops organized by OECD, UNEP affiliated institutions and foreign tax authorities.

Additional information in respect of Mr. Rajesh Tuteja, pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings (SS-2), is given as Annexure to this Notice.

Item No. 5:

The Members of the Company, at the 33rd Annual General Meeting of the Company, held on 15th Day of December, 2022, approved the appointment of Mr. Surendra Kumar Bhagat (DIN: 09365562) as an Independent Director, not liable to retire by rotation, for a period of 5 (Five) years commencing from October 23, 2021.

The term of appointment of Mr. Surendra Kumar Bhagat is up to October 22, 2026.

Pursuant to the provisions of Section 149, Schedule IV and other applicable provisions of the Companies Act, 2013, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company and shall be eligible for reappointment on passing of a special resolution by the Company and disclosure of such appointment in Board's report. Further, pursuant to Regulation 25(2A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, appointment, reappointment or removal of an Independent Director of a Listed Entity, shall be subject to the approval of shareholders by way of a Special resolution. Pursuant to the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at their meeting held on Friday, August 14, 2026 recommended the reappointment of Mr. Surendra Kumar Bhagat as an Independent Director, not liable



to retire by rotation, for a second term of five years commencing from October 23, 2026, based on his skills, experience, knowledge and positive outcome of performance evaluation.

Summary of the performance evaluation of Mr. Surendra Kumar Bhagat is given below:

The Nomination and Remuneration Committee and the Board of Directors considered the following parameters in evaluating the performance of Mr. Surendra Kumar Bhagat:

- a. Qualifications, Experience, Knowledge and Competency;
- b. Fulfilment of Functions and Ability to function as a team;
- c. Initiative, Availability and Attendance;
- d. Commitment, Contribution and Integrity;
- e. Independence of the Director;
- f. Independent Views and Judgement

Based on the role, rights and responsibilities of Mr. Surendra Kumar Bhagat as an Independent Director of the Company, his performance was evaluated as excellent by the Board of Directors.

The Company has received a declaration from Mr. Surendra Kumar Bhagat confirming that he meets the criteria of independence under Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Company has also received consent from Mr. Surendra Kumar Bhagat to act as a Director in terms of section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of

Section 164 of the Companies Act, 2013. He has also confirmed that he is not debarred from holding the office of Director pursuant to any order issued by the Securities and Exchange Board of India or any other authority.

In the opinion of the Board of Directors, Mr. Surendra Kumar Bhagat fulfils the conditions specified in the Companies Act, 2013 and the rules made thereunder, for his re-appointment as an Independent Director of the Company and is independent of the Management. His knowledge and experience will continue to be of immense benefit and value to the Company.

Except Mr. Surendra Kumar Bhagat, being the appointee, or his relatives, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 5.

Brief Profile of Mr. Surendra Kumar Bhagat

Mr. Surendra Kumar Bhagat served as SP/SSP of several districts of UP; as SP and DIG in CBI; as IG in Sashastra Seema Bal; as ADG (Admin.) (Law & Order), and DG Vigilance in Uttarakhand. He was Special DG CRPF J&K Zone before taking over as Director General, Railway Protection Force. He is the recipient of several awards, including Kathin Sewa Padak and President's Police Medal for Distinguished Service.

Additional information in respect of Mr. Surendra Kumar Bhagat, pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings (SS-2), is given as Annexure to this Notice.



'Annexure' to the Notice

Information pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards-2 issued by Institute of Company Secretaries of India ("ICSI")

Name of the Director	Mrs. Ashita Sawhney	Mr. Rajesh Tuteja	Mr. S K Bhagat
DIN	08612232	08952755	09365562
Date of Birth and age	10th July, 1973 Age: 53 years	01st September, 1960 Age: 66 years	12th June, 1957 Age: 69 years
Date of first appointment on the Board	23/09/2020	23/10/2021	23/10/2021
Qualifications	B.A (Hons)	Member of the Institute of Chartered Accountants of India (CA) Member of the Institute of Company Secretaries of India (CS) LL.B. B.Com	Masters in Political Science
Experience and Expertise	She is having experience of around 16 years in business development, lifestyle branding and related business, infrastructure, retail, and consumer goods.	He is a retired officer of the Indian Revenue Service (IRS) and brings with him over three decades of rich experience in taxation, investigation, regulatory oversight and public administration. He retired in 2020 as Director General of Income Tax (Investigation), having served in senior leadership roles across various field formations of the Income Tax department. He has extensive expertise in investigation and intelligence functions, including search and seizure operations and supervision of complex tax assessments of large corporates and multinational enterprises. He has also handled appellate matters relating to transfer pricing and international taxation as Commissioner (Appeals) and as a member of the Dispute Resolution Panel (DRP). He has significant exposure to global best practices in governance, transfer pricing and international taxation, having participated in various international programmes and workshops organized by OECD, UNEP affiliated institutions and foreign tax authorities.	He served as SP/SSP of several districts of UP; as SP and DIG in CBI; as IG in Sashastra Seema Bal; as ADG (Admin.) (Law & Order), and DG Vigilance in Uttarakhand. He was Special DG CRPF J&K Zone before taking over as Director General, Railway Protection Force. He is the recipient of several awards, including Kathin Sewa Padak and President's Police Medal for Distinguished Service
Terms and Conditions of Appointment	As per the resolution of appointment.	As per the resolution of appointment.	As per the resolution of appointment.
Number of Meetings of the Board attended during the year.	Four out of Four during the FY 2025-26	Four out of Four during the FY 2025-26	Four out of Four during the FY 2025-26
List of Directorship of other Board.	1. Swiss Military Lifestyle Products Pvt. Ltd. 2. Promoshirt SM Pvt. Ltd. 3. Our Blue Circle Networks Pvt. Ltd. 4. SMG Securetech Pvt. Ltd.	1. Anant Raj Limited 2. Central Depository Services (India) Limited 3. A B Cotspin India Limited 4. Orchid Infrastructure Developers Private Limited 5. Shivalik Engineering Industries Limited 6. Jhariya Ananturja Private Limited 7. I-stay Housing Private limited	NIL



List of Membership / Chairmanship of Committees of other Board.	Swiss Military Consumer Goods Limited	Anant Raj Limited	Swiss Military Consumer Goods Limited
	Nomination and Remuneration Committee (Member)	Audit Committee (Chairman) Nomination and Remuneration Committee (Member) Stakeholders' Relationship Committee (Chairman)	Audit Committee (Member) Stakeholders' Relationship Committee (Chairman)
		Swiss Military Consumer Goods Limited	
		Audit Committee (Member)	
		Shivalik Engineering Industries Limited	
		Nomination and Remuneration Committee (Member)	
		- Corporate Social Responsibility Committee (Chairman)	
		Central Depository Services (India) Limited	
		Audit Committee (Member)	
		CSR & ESG Committee (Member)	
		Risk Management Committee (Member)	
		Member Committee (Member)	
		Investment Committee (Member)	
		Intra-Depository Committee (Chairman)	
Shareholding in Swiss Military Consumer Goods Limited	NIL	NIL	NIL
Relationship with other directors, manager and other Key Managerial Personnel of the Company	Wife of Mr. Anuj Sawhney, Managing Director of the Company.	No relation with any other director or KMP.	No relation with any other director or KMP.