

NOTICE

42ND ANNUAL GENERAL MEETING

NOTICE is hereby given that the **42nd (Forty Second)** Annual General Meeting of **STRATMONT INDUSTRIES LIMITED (L24319MH1984PLC339397)** will be held on Wednesday, 30th day of September, 2026 at 09:00 A.M. at 3rd Floor, Rajarshee Shahu Maharaj Hall, above Disha hospital, Opp Vikas College, Kannamwar Nagar 2, Vikhroli East, to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon.
2. To appoint Mr. Sudhanshu Kumar Binod Kumar Mishra (DIN: 10686675), who retires by rotation and being eligible, offers himself for re-appointment and in this regard, to consider and if thought fit, pass the following Resolution as an **Ordinary Resolution**.
3. Re-appointment of the Statutory Auditors of the Company, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, (“Act”) and the Companies (Audit and Auditors) Rules, 2014, (“Rules”) (including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force) and as recommended by the Audit Committee and subsequently by the Board of Directors of the Company, M/s. Bhatte & Associates, Chartered Accountants (Firm Registration No.: 131411W) be and are hereby re-appointed as the Statutory Auditors of the Company for term of 5 (Five) consecutive years, to hold office from the conclusion of this Annual General Meeting (“AGM”) i.e 42nd till the conclusion of the 47th AGM to be held in the year 2031, at such remuneration plus taxes, as applicable and reimbursement of out of pocket expenses, if any, as may be mutually agreed between the Board of Directors of the Company and the Statutory.

RESOLVED FURTHER THAT any one Director of the Company or Key Managerial Personnel of the Company be and is hereby severally authorised to do all acts and deeds and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

SPECIAL BUSINESS:

4. To appoint Mr. Abhilash Bhaurao Borkar (DIN: 10797617) as an Independent Director of the company and in this regard, to consider and if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 161 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (‘Act’), if any and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulations 16, 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI LODR Regulations’) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the enabling provisions of Articles of Association of the Company, Mr. Abhilash Bhaurao Borkar (DIN: 10797617), who was appointed as an Additional Director (in the category of Non-Executive Independent Director) by the Board of Directors with effect from February 20, 2026 and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director and who has submitted a declaration that he meets the criteria of independence as provided under the Act and SEBI LODR Regulations, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of upto 5 (Five) consecutive years with effect from February 20, 2026.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds, things and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto.”

5. **Appointment of Mr. Ashok Kumar Tyagi (DIN: 08473107) as an independent director for a second term** and in this regard, 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, 150, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, and the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors of the Company, the consent of the Members be and is hereby accorded to the appointment of Mr. Ashok Kumar Tyagi (DIN: 08473107), who has been appointed by the Board of Directors as an Additional Director in the category of Non-Executive Independent Director with effect from 05th September, 2026, and who has submitted the requisite declarations and confirmations and meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, as an Independent Director of the Company for a second term of five consecutive years commencing from 05th September, 2026 up to 05th September, 2031 (both days inclusive), and that he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company or the Company Secretary be and are hereby authorised to do all such acts, deeds, matters and things and execute all such documents, forms and writings as may be necessary, proper, expedient or desirable to give effect to this resolution.

6. Approval for enhancement of limit for the loan, guarantee and investment by the company under section 186 of the Companies Act, 2013.

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

“RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013, read with The Companies (Meetings of Board and its Powers) Rules, 2014 as amended from time to time and other applicable provisions of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof for the time being in force), if any, consent of the shareholders of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as ‘Board’ which term shall be deemed to include the Audit Committee and/or any duly constituted/ to be constituted Committee by Board thereof to exercise its powers including powers conferred under this resolution) to (a) give any loan to any person(s) or other body corporate(s); (b) give any guarantee or provide security in connection with a loan to any person(s) or other body corporate(s); and (c) to invest/acquire securities or interest of any partnership, limited liability partnership, unincorporated association, trust, body corporate, company by way of subscription, purchase or otherwise, in one or more tranches, from time to time as the Board of Directors may deem fit, in excess of the limits prescribed under Section 186 of the Companies Act, 2013, up to an aggregate amount not exceeding Rs. 200 Crores (Rupees Two Hundred Crores only), notwithstanding that such investments, loans, guarantees and securities together with the Company’s existing investments, loans, guarantees or securities may exceed sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is more.

RESOLVED FURTHER THAT Board of Directors of the Company and/or the Directors of the Company as authorized by the Board be and are hereby severally authorised to negotiate and finalise the terms and conditions of such investments, to sign or execute the necessary agreements, documents as the case may be, obtain necessary permission, approvals statutory, contractual or otherwise, if any, as the case may be, to settle all matters arising out of and incidental thereto and to do all such acts, deeds and things as may be necessary, incidental and/or consequential to give effect to the above resolution.”

7. Approval for increase the borrowing limit under section 180(1)(c) of the companies act, 2013.

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

“RESOLVED THAT in supersession of all the earlier resolutions passed in this regard and pursuant to section 180(1) (c) and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Article of Association of the Company, consent of the shareholders 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 or delegated authority thereof), to borrow money in any form including but not limited to by way of loans, financial facility, through the issuance of debentures/ bonds, commercial paper or such other form on such terms and conditions as the Board may deem fit from time to time provided that the total amount upto which monies may be borrowed together with the money already borrowed by the Company (apart from the temporary loans obtained from the Company’s Bankers

in the ordinary course of business) shall not exceed the higher of (i) sum of Rs. 200 Crores (Rupees Two Hundred Crores only) or (ii) aggregate of the paid-up share capital of the Company, its free reserves and securities premium account.

RESOLVED FURTHER THAT Board of Directors of the Company and/or the directors or any other official of the Company as authorized by the Board be and are hereby severally authorised to negotiate, finalise, sign and execute the necessary agreements, documents as the case may be, obtain necessary permission, approvals as the case may be, and to do all such acts, deeds and things as may be necessary, incidental and/or consequential to give effect to the above resolution."

8. Appointment of Secretarial Auditor M/s. Shravan A. Gupta & Associates, Practicing Company Secretaries, For Term of Five (5) Financial Years:

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 204 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and such other applicable provisions if any, and on the recommendation of Audit Committee and Board of Directors of the company, CS Shravan A. Gupta, Practicing Company Secretary (Membership No. ACS: 27484 & COP: 9990) from M/s Shravan A. Gupta & Associates, Practicing Company Secretaries, a peer reviewed firm, being eligible, be and is hereby appointed as Secretarial Auditor of the Company for a term of Five (5) consecutive financial years commencing from the conclusion of the ensuing 42nd Annual General Meeting till the conclusion of 47th Annual General Meeting to be held in the year 2031 (i.e. to conduct the Secretarial Audit for 5 financial year from 2026-27 to 2030-31), on such remuneration as recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and Secretarial Auditors from time to time;

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

Registered Office:

303 Tower A Peninsula Business Park, GK
Marg, Delisle Road, Lower Parel, Mumbai –
400013.

For and on behalf of
Stratmont Industries Limited

Date: 05th September, 2026
Place: Mumbai

Sd/-
Sudhanshu Kumar Binod Kumar Mishra
Managing Director
DIN: 10686675

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") and/or Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), setting out the material facts concerning the special businesses to be transacted at the 42nd Annual General Meeting ("AGM" or "Meeting") is annexed hereto.
2. Additional information, pursuant to Regulations 26(4) and 36(3) of the SEBI Listing Regulations and the Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, in respect of Directors retiring by rotation and seeking appointment/re-appointment at this AGM as Ordinary Business and appointment/re-appointment of Independent Directors and other Directors, wherever applicable, as Special Business, is furnished under the relevant Explanatory Statement annexed to this Notice.
3. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. The instrument appointing a proxy, in order to be effective, must be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
4. A person can act as a proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10% (ten percent) of the total share capital of the Company carrying voting rights. A Member holding more than 10% (ten percent) of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or Member.
5. The 42nd Annual General Meeting of the Company will be held through physical mode at the venue specified in the Notice of AGM. Members are requested to attend the Meeting at the venue and are advised to reach the venue sufficiently in advance to complete the necessary registration and security formalities.
6. Members/proxies attending the AGM in person are requested to bring their duly completed and signed Attendance Slip along with a valid identity proof for registration at the venue. Members who hold shares in dematerialised form are requested to bring their Client ID and DP ID details for verification.
7. Corporate Members intending to send their authorised representatives to attend the Meeting are requested to send a certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting, to the Company Secretary of the Company by email through its registered email address at stratmontindustriesltd@gmail.com, or deposit the same at the Registered Office of the Company before the commencement of the Meeting.

8. The Notice of AGM is being sent to those Members/Beneficial Owners whose names appear in the Register of Members/List of Beneficial Owners received from the Depositories as on **Friday, 28th August, 2026**.
9. The copy of the Annual Report for the Financial Year 2025-26, Notice of the 42nd Annual General Meeting and details/instructions relating to e-Voting are being sent to the Members through electronic mode to those Members whose email addresses are registered with the Company/Depository Participant(s) ("DPs")/Registrar and Transfer Agent ("RTA"). Members are requested to update their email addresses with the Company/DP/RTA, as applicable, to facilitate receipt of future communications electronically.
10. Members whose email addresses are registered with the Company and who wish to receive a physical copy of the Annual Report may send their request to the Company at its Registered Office or through email at stratmontindustriesltd@gmail.com.
11. All documents referred to in this Notice, the Annual Report and the Register of Directors and Key Managerial Personnel and their shareholding, as required under the Act and applicable regulations, shall be available for inspection by the Members at the Registered Office of the Company during business hours on all working days up to and including the date of the AGM. The relevant documents shall also be available for inspection at the AGM venue during the Meeting. The Register of Members and Share Transfer Books of the Company shall remain closed from **Thursday, 24th September, 2026** to **Wednesday, 30th September, 2026**, both days inclusive.
12. CS Shravan A. Gupta, Practicing Company Secretary (Membership No. ACS: 27484 & COP: 9990) from M/s Shravan A. Gupta & Associates, has been appointed as the Scrutinizer to scrutinize the remote e-Voting process and the voting process conducted at the AGM in a fair and transparent manner.
13. The Scrutinizer shall, after the conclusion of the AGM, scrutinize the votes cast through remote e-Voting and the votes cast at the AGM and shall submit his report to the Chairman or a person authorised by him. The Scrutinizer shall maintain the requisite records and documents relating to the voting process in accordance with the applicable provisions of the Act and rules made thereunder.
14. The Results of the voting shall be declared by the Chairman or a person authorised by him after the conclusion of the AGM. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website at www.stratmontind.com and on the website of Purva within the prescribed period and shall also be communicated to the Stock Exchange(s), in accordance with the applicable provisions of the Act and the SEBI Listing Regulations.
15. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number ("PAN") by every participant in the securities market. Members holding shares in electronic form are therefore requested to submit their PAN details to their respective Depository Participant(s) with whom they maintain their demat accounts. Members holding shares in physical form may submit their PAN details to the Company/RTA.

16. Members holding shares in the same name(s) and in the same order of names under different folios are requested to send their share certificates/details to the Company/RTA for consolidation of such shareholdings into a single folio, wherever applicable.
17. In case of joint holders attending the Meeting, the joint holder who is higher in the order of names will be entitled to vote at the Meeting.
18. Members who have not yet registered their email addresses are requested to register the same with their Depository Participants ("DPs") in case the shares are held in electronic form and with the Company's RTA in case the shares are held in physical form. Members holding shares in identical names and in the same order of names in more than one folio are requested to write to the Company/RTA to consolidate their holdings into one folio.
19. The Notice of the 42nd Annual General Meeting and the Annual Report of the Company for the Financial Year 2025-26 are also available on the Company's website at www.stratmontind.com.
20. Since the AGM is being conducted through physical mode, the Attendance Slip and Route Map to the venue are annexed to this Notice. Members/proxies attending the Meeting are requested to bring the duly completed Attendance Slip for registration at the venue. The Proxy Form is also annexed to this Notice.
21. In compliance with the provisions of Section 108 of the Act read with the rules made thereunder and Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide its Members with the facility to cast their votes electronically through remote e-Voting in respect of all resolutions proposed to be transacted at the AGM.
22. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the **cut-off date, i.e., Wednesday, 23rd September, 2026**, shall be entitled to avail the facility of remote e-Voting as well as voting at the AGM.
23. Purva shall be facilitating the remote e-Voting facility to enable the Members to cast their votes electronically. The remote e-Voting period shall commence on **Sunday, 27th September, 2026 at 9:00 A.M.** and shall end on **Tuesday, 29th September, 2026 at 5:00 P.M.** During this period, Members holding shares either in physical or dematerialised form, as on the cut-off date, may cast their votes electronically. The remote e-Voting facility shall be disabled by Purva immediately upon expiry of the aforesaid period.
24. Members who have already cast their votes by remote e-Voting may attend the AGM but shall not be entitled to cast their vote again at the Meeting. Members who have not cast their vote through remote e-Voting may cast their vote at the AGM through the voting facility provided by the Company.

25. The Company shall provide the facility for voting at the AGM to those Members who are present at the Meeting and have not already cast their votes through remote e-Voting. The voting at the AGM shall be conducted in accordance with the applicable provisions of the Act, Rules made thereunder and the SEBI Listing Regulations.
26. Members holding shares in dematerialised form are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number ("PAN"), mandates, nominations, power of attorney, bank details and other relevant particulars to their respective Depository Participant(s).
27. Members holding shares in physical form are requested to intimate changes, if any, pertaining to their postal address, email address, telephone/mobile numbers, PAN, bank details, nominations and other relevant particulars to the Company's RTA/Company.
28. Members/proxies are requested to cooperate with the Company and venue authorities in completing the security and registration formalities before entering the Meeting Hall. Members are also requested to carry the Notice of AGM and the Attendance Slip to the Meeting.
29. Members are requested to avoid carrying or using mobile phones, cameras or other electronic recording devices inside the Meeting Hall, except as may be permitted by the Company.
30. The AGM shall be conducted in accordance with the provisions of the Companies Act, 2013, the rules made thereunder, the SEBI Listing Regulations, Secretarial Standards and other applicable laws and regulations, as amended from time to time.

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

The following Explanatory Statement sets out all material facts relating to the Special Business mentioned in Item Nos. 4, 5, 6, 7 and 8 of the accompanying Notice of the 42nd Annual General Meeting of the Company.

ITEM NO. 4 - TO APPOINT MR. ABHILASH BHAURAO BORKAR (DIN: 10797617) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, at its meeting held on February 20, 2026, approved the appointment of Mr. Abhilash Bhaurao Borkar (DIN: 10797617) as an Additional Director in the category of Non-Executive Independent Director of the Company with effect from February 20, 2026, subject to the approval of the Members of the Company.

In terms of Section 161 of the Companies Act, 2013, Mr. Abhilash Bhaurao Borkar holds office as an Additional Director up to the date of this Annual General Meeting. The Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013 proposing his candidature for appointment as a Director of the Company.

The Company has received from Mr. Abhilash Bhaurao Borkar his consent to act as a Director in Form DIR-2, declaration that he is not disqualified from being appointed as a Director under Section 164 of the Act, and such other declarations and confirmations as are required under the applicable provisions of the Act and the SEBI Listing Regulations.

Mr. Abhilash Bhaurao Borkar has also furnished a declaration confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. He has further confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated to exist that could impair or impact his ability to discharge his duties with an objective and independent judgement.

Mr. Abhilash Bhaurao Borkar has confirmed that he is not debarred from holding the office of Director by virtue of any order passed by the Securities and Exchange Board of India or any other statutory authority. He has also confirmed that he is not disqualified from being appointed as a director under the provisions of the Companies Act, 2013.

The proposed appointment of Mr. Abhilash Bhaurao Borkar as an Independent Director is for a term of up to five consecutive years commencing from February 20, 2026, and he shall not be liable to retire by rotation.

The Company has also received the requisite declarations and confirmations from Mr. Abhilash Bhaurao Borkar regarding compliance with the applicable provisions relating to Independent Directors, including confirmation regarding his inclusion in the databank of Independent Directors, wherever applicable.

The Board is of the view that the appointment of Mr. Abhilash Bhaurao Borkar as an Independent Director would be in the best interests of the Company and its Members. Accordingly, the Board recommends the Special Resolution set out at Item No. 4 of the accompanying Notice for approval by the Members.

Except Mr. Abhilash Bhaurao Borkar, being the appointee, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.

The brief profile and other requisite particulars of Mr. Rohit Mishra, as required under the Act, SS-2 and Regulation 36(3) of the SEBI LODR Regulations, are provided below:

Particulars	Details
Name of Director	Mr. Abhilash Bhaurao Borkar
DIN	10797617
Age	44 Years
Date of Birth	26 July 1982
Date of first appointment on the Board	September 26, 2026
Qualifications	MBA in HR & Finance (2013), MCA (2007), and B.Sc. (2003)
Brief Resume / Experience	Seasoned banking professional with 13+ years of managerial experience in branch operations, credit assessment, and loan administration across retail, home, and agriculture sectors. Proven expertise in credit appraisal, documentation, compliance, and post-sanction monitoring, with strong relationship management and international trade exposure.
Expertise in specific functional areas	Funds Management, Accounts & Financial Management, Banking Operations, Financial Planning & Analysis, Institutional Finance, Budgeting & Financial Control, Regulatory & Statutory Compliance, Risk Management, Financial Administration, Corporate Governance, Strategic Financial Decision-Making, Team & Stakeholder Management
Terms and conditions of appointment	Appointment as Non-Executive Independent Director for a term of up to five consecutive years with effect from September 05, 2026; not liable to retire by rotation.
Remuneration proposed to be paid	As mutually agreed,
Remuneration last drawn	Not applicable, being newly appointed
Shareholding in the Company	Nil
Relationship with other Directors, Manager and KMP	None
Number of Board Meetings attended during the financial year	2 (Two)
Membership/Chairmanship of Committees of other Boards	NA
Listed entities in which he holds directorship	NA
Listed entities from which he has	NA

Particulars	Details
resigned during the preceding three years	
Nature of expertise in specific functional areas	Mr. Abhilash Bhaurao Borkar possesses extensive expertise in banking and financial services, Funds Management, Accounts and Financial Management, Financial Planning and Analysis, Institutional Finance, Budgeting and Financial Control, Regulatory and Statutory Compliance, Risk Management, Financial Administration, Corporate Governance and strategic financial decision-making.

ITEM NO. 5 – APPOINTMENT OF MR. ASHOK KUMAR TYAGI (DIN: 08473107) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM

Mr. Ashok Kumar Tyagi (DIN: 08473107) was appointed as an Independent Director of the Company for a first term of five consecutive years commencing. His first term as an Independent Director was completed and expired.

Considering the valuable contribution made by Mr. Ashok Kumar Tyagi during his earlier tenure, his experience, knowledge, expertise and professional capabilities, the Nomination and Remuneration Committee (“NRC”) of the Company considered his candidature for further association with the Company and recommended his appointment as an Independent Director for a second term.

Based on the recommendation of the NRC, the Board of Directors of the Company, at its meeting held on 05 September 2026, approved the appointment of Mr. Ashok Kumar Tyagi as an Additional Director in the category of Non-Executive Independent Director, with effect from 05 September 2026, subject to approval of the Members of the Company.

The Board has proposed the appointment of Mr. Ashok Kumar Tyagi as an Independent Director of the Company for a second term of five consecutive years commencing from 05 September 2026 up to 04th September 2031 (both days inclusive), subject to approval of the Members by way of Special Resolution. He shall not be liable to retire by rotation.

The proposed appointment is being made prospectively and does not seek to extend or otherwise regularise the tenure of Mr. Ashok Kumar Tyagi for the period subsequent to the expiry of his first term.

The Company has received from Mr. Ashok Kumar Tyagi his consent to act as a Director in Form DIR-2, declaration that he is not disqualified from being appointed as a Director under Section 164 of the Companies Act, 2013 (“Act”), and such other declarations, confirmations and disclosures as are required under the applicable provisions of the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

Mr. Ashok Kumar Tyagi has also furnished a declaration confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations.

The Company has also received confirmation from Mr. Ashok Kumar Tyagi that he is not debarred from holding the office of Director by virtue of any order passed by the Securities and Exchange Board of India or any other statutory authority.

The Board has, based on the recommendation of the NRC and after considering his qualifications, experience, expertise, performance during his earlier tenure and the skills and capabilities required by the Board, formed an opinion that the appointment of Mr. Ashok Kumar Tyagi as an Independent Director for a second term would be in the best interests of the Company.

The Board recommends the Special Resolution set out at Item No. 5 of the accompanying Notice for approval by the Members.

Except Mr. Ashok Kumar Tyagi, being the proposed appointee, and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 5.

The brief profile and other requisite particulars of Mr. Gaurang Karmakar, as required under the Act, SS-2 and Regulation 36(3) of the SEBI LODR Regulations, are provided below:

Particulars	Details
Name of Director	Mr. Ashok Kumar Tyagi
DIN	08473107
Date of Birth	08 th January, 1986
Date of first appointment on the Board	18 June 2020
Qualifications	Undergraduate degree from Maulana Azad National Institute of Technology
Brief Resume / Experience	Mr. Ashok Kumar Tyagi is an experienced professional with extensive knowledge and expertise in business management, corporate affairs, corporate governance and strategic decision-making. He brings valuable professional experience and an independent perspective to the deliberations of the Board.
Expertise in specific functional areas	Business Management, Corporate Affairs, Corporate Governance and Strategic Decision-Making.
Terms and conditions of appointment	Appointment as Non-Executive Independent Director for a term of up to five consecutive years with effect from September 05, 2026; not liable to retire by rotation
Remuneration proposed to be paid	As mutually agreed,
Shareholding in the Company	Nil
Relationship with other Directors, Manager and KMP	None
Number of Board Meetings attended during the financial year	NIL

Particulars	Details
Membership/ Chairmanship of Committees of other Boards	NIL
Listed entities in which he holds directorship	NIL
Listed entities from which he has resigned during the preceding three years	NIL

ITEM NO. 6 - APPROVAL FOR ENHANCEMENT OF LIMIT FOR THE LOAN, GUARANTEE AND INVESTMENT BY THE COMPANY UNDER SECTION 186 OF THE COMPANIES ACT, 2013.

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives including organic or inorganic growth, the Board of Directors of the Company proposes to make use of the same by acquiring/making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other body corporate as and when required.

The shareholders may note that pursuant to Section 186 of the Companies Act, 2013 ("Act"), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with approval of shareholders by special resolution passed at the general meeting.

In view of the aforesaid, it is proposed to take approval under Section 186 of the Act by way of special resolution, to an amount which is Rs. 200 Crores over and above the limits available to the Company under Section 186 and other applicable provisions of the Act.

None of the Directors or Key Managerial Personnel or their relatives (to the extent of their shareholding in the Company, if any) are in any way concerned with or interested, financially or otherwise in the resolution at Item no. 6 of the accompanying notice.

The Board of Directors recommends the Special Resolution set out at Item No. 6 of the Notice for approval by the members.

ITEM NO. 7 - APPROVAL FOR INCREASE THE BORROWING LIMIT UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013.

Keeping in view the Company's existing and future financial requirements to support its business operations, the Company needs additional funds. For this purpose, the Company may raise finance via debentures/bonds/commercial papers or such other form or by way of loan and other facilities from various Banks and/or Financial Institutions and/or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals, as may be considered fit.

As per the provisions of Section 180(1)(c) of the Act and its rules thereunder, the Board of Directors of a Company shall not, except with the consent of shareholders by special resolution borrow money together with the money already borrowed, if any (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), exceeding the aggregate of the paid-up capital, its free reserves and securities premium account. In order to provide sufficient limit for borrowings, it is proposed to increase the borrowing limits to the higher of (i) sum of Rs. 200 Crores (Rupees Two Hundred Crores only) or (ii) aggregate of the paid-up share capital of the Company, its free reserves and securities premium account.

The proposed enhancement in borrowing limits will enable the Company to meet its funding requirements for business operations, capital expenditure, expansion activities, investments, working capital needs, and other general corporate purposes.

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

The Board of Directors recommends the Special Resolution set out at Item No. 7 of the Notice for approval by the members.

ITEM NO. 8 - APPOINTMENT OF SECRETARIAL AUDITOR FOR A TERM OF FIVE CONSECUTIVE FINANCIAL YEARS

Pursuant to Section 204 and other applicable provisions of the Companies Act, 2013 ("Act"), read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), every listed entity is required to appoint a Secretarial Auditor in accordance with the applicable provisions.

The Audit Committee of the Company after considering the eligibility, experience, expertise, peer review status and other relevant factors, recommended the appointment of M/s. Shravan A. Gupta & Associates, Practicing Company Secretaries, as the Secretarial Auditor of the Company.

Based on the recommendation of the Audit Committee, the Board of Directors, at its meeting held on 13th August, 2026, approved and recommended to the Members the appointment of CS Shravan A. Gupta, Practicing Company Secretary (Membership No. ACS: 27484; Certificate of Practice No. 9990), proprietor/representative of M/s. Shravan A. Gupta & Associates, Practicing Company Secretaries, a Peer Reviewed Firm, as the Secretarial Auditor of the Company for a term of five consecutive financial years commencing from the financial year 2026-27 and ending with the financial year 2030-31.

Accordingly, approval of the Members is sought for the appointment of M/s. Shravan A. Gupta & Associates as Secretarial Auditor of the Company for five consecutive financial years from FY 2026-27 to FY 2030-31, commencing from the conclusion of the ensuing 42nd Annual General Meeting until the conclusion of the 47th Annual General Meeting to be held in the year 2031.

M/s. Shravan A. Gupta & Associates has confirmed its eligibility and consent to act as the Secretarial Auditor of the Company and has confirmed that its appointment, if made, will be in accordance with the applicable provisions of the Act, the Rules made thereunder and the SEBI LODR Regulations. The firm has also confirmed that it holds a valid Peer Review Certificate and is eligible to be appointed as Secretarial Auditor of the Company.

The proposed remuneration of the Secretarial Auditor shall be as recommended by the Audit Committee and approved by the Board of Directors, and as may be mutually agreed between the Board of Directors of the Company and the Secretarial Auditor from time to time, subject to applicable laws and regulations.

The proposed appointment is in accordance with the applicable provisions governing appointment of Secretarial Auditors of listed entities and is intended to ensure continuity and quality in the conduct of the Secretarial Audit of the Company.

Details of the proposed Secretarial Auditor

Particulars	Details
Name of Secretarial Auditor / Firm	M/s. Shravan A. Gupta & Associates
Name of Proprietor	CS Shravan A. Gupta
Membership No.	ACS: 27484
Certificate of Practice No.	9990
Peer Review Status	Peer Reviewed Firm
Proposed term	Five consecutive financial years
Period	FY 2026-27 to FY 2030-31
Date of commencement	From conclusion of 42 nd AGM
Date of conclusion	Conclusion of 47 th AGM to be held in 2031
Proposed remuneration	As may be mutually agreed
Basis of remuneration	As mutually agreed
Eligibility	Eligible under applicable provisions of Companies Act, 2013 and SEBI LODR Regulations

The Board considers the appointment of M/s. Shravan A. Gupta & Associates as Secretarial Auditor to be in the best interests of the Company and recommends the Ordinary Resolution set out at Item No. 8 of the accompanying Notice for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

The relevant documents relating to the proposed appointment, including the consent and eligibility confirmation of the Secretarial Auditor, will be available for inspection by the Members in physical or electronic form during the prescribed business hours and shall also be available at the venue of the Meeting, in accordance with applicable provisions.

GENERAL DISCLOSURE

The Directors and Key Managerial Personnel of the Company and their relatives may be deemed to be concerned or interested in the respective resolutions only to the extent of their respective office, directorship or shareholding, if any, in the Company.

Except as specifically stated in the respective items above, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the resolutions set out at Item Nos. 4, 5, 6, 7 and 8 of the accompanying Notice.

PURVA E-VOTING SYSTEM - FOR REMOTE E-VOTING

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

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

Step 2 : Access through PURVA 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 <Date and Time> and ends on <Date and Time>. 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 <Record Date> may cast their vote electronically. The e-voting module shall be disabled by PURVA 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.

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode 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. 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 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.

	4) Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play   5) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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.com or call at : 022 - 4886 7000 and 022 - 2499 7000

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

- (i) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- 1) The shareholders should log on to the e-voting website <https://evoting.purvashare.com>.
- 2) Click on “Shareholder/Member” 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 EVENT Number followed by Folio Number registered with the company. For example if folio number is 001*** and EVENT is 8 then user ID is 8001***
- 4) If you are holding shares in demat form and had logged on to www.evotingindia.com or www.evoting.nsdl.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 5) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
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 as mentioned in instruction (v).

- (i) After entering these details appropriately, click on “SUBMIT” tab.
- (ii) Shareholders holding shares in physical form will then directly reach the Company selection screen.
- (iii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (iv) Click on the EVENT NO. for the relevant <Company Name> on which you choose to vote.
- (v) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO/ABSTAIN” for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.
- (vi) Click on the “NOTICE FILE LINK” if you wish to view the Notice.
- (vii) 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.
- (viii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(ix) **Facility for Non - Individual Shareholders and Custodians - Remote Voting**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://evoting.purvashare.com> and register themselves in the “Custodians / Mutual Fund” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to evoting@purvashare.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.
- 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 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; stratmontindustriesltd@gmail.com, if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

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 Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the Purva e-Voting System, you can write an email to evoting@purvashare.com or contact at 022-49614132 and 022-35220056.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to evoting@purvashare.com or contact at 022- 022-49614132 and 022-35220056.