



SVC INDUSTRIES LIMITED

Regd. Office : 501, OIA House, 470 Cardinal Gracious Road, Andheri (East), Mumbai-400099
Tel : +91-22-66755000, Email : svcindustriesltd@gmail.com • Website : www.svcindustriesltd.com
CIN: L15100MH1989PLC053232

NOTICE OF 35TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 35th Annual General Meeting (“AGM”) of the Members of SVC Industries Limited will be held on Wednesday, the 30th Day of September 2026, at 11:30 A.M. (IST) through **Video Conference (“VC”) and Other Audio Visual Means (“OAVM”)** facility to transact the following business.

The proceedings of the 35th Annual, General Meeting (“AGM”) shall be deemed to be conduct at the Registered office of the Company situated at 501, OIA House, 470, Cardinal Gracious Road, Andheri (East), Mumbai-400099 which shall be the deemed as venue of the AGM.

ORDINARY BUSINESS: -

1. To consider and adopt (a) the audited financial statements of the Company for the Financial Year ended 31st March 2026 and the reports of the Board of Directors and the Statutory Auditors thereon.
2. To appoint a director in place of Mr. Advait Chaturvedi (DIN: 05003448), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS: -

3. **Approval for Development and/or Mortgage and/or Disposal of land of the Company pursuant to the provisions of Section 180(1)(a) 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 180 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with Rules made thereunder (including any statutory modifications or re-enactments thereof, for the time being in force), the enabling provisions of the Memorandum and Articles of Association of the Company and Regulation 37A(1) and other applicable regulation of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to such other approvals, consents and permissions obtained/to be obtained from the appropriate third parties including concerned statutory authorities and subject to such terms and conditions as may be imposed by them, and which may be agreed to by the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred as the “Board” which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute from time to time to exercise its powers including the power conferred by this resolution), for effecting the sale, at a consideration not less than the fair market value determined in consultation with a reputed Independent International Property Consultant, or development, individually or jointly with a developer, to/ with a reputed developer, or any combination thereof, and/or equitably mortgage a part of the Company’s land in favour of the



provider of bridge finance located at Chhata, Chhata-Barsana Road, Mathura-281401, Uttar Pradesh, subject to such terms and conditions as mutually agreed upon by the Company with the buyer / developer and/ or with the provider of the bridge finance.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do such further acts, deeds and things as may be necessary including modifying, finalizing the terms and conditions and executing all such agreements, undertakings, contracts, deeds, MOU and other documents on behalf of the Company, file applications and make representation in respect thereof and seek approval from statutory / administrative authorities, financial institutions / banks etc and conversion of land from industrial to residential, in this regard as may be applicable and deal with any matters, take necessary steps in this matter as the Board may in its absolute discretion deem necessary, desirable and expedient to give effect to this resolution and to settle any question / difficulty that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to delegate all or any of the powers herein conferred, to any Committee of Directors or Director(s)/ Chief Financial Officer & Company Secretary and/or any of the officers/ authorised representatives of the Company, with authorities as required for agreement / documents, arranging delivery and execution of Contract, deeds, agreements and instruments.”

4. Alteration of the main object clause of Memorandum of Association of the company:

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

“**RESOLVED THAT** pursuant to the provision of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) pursuant to recommendation of Board of Directors in their meeting held on 29th August, 2026 and subject to such other approvals, permission and consent as may be required, the consent of the members be and is hereby accorded for alteration of main object clause III(A) of the Memorandum of Association of the company by inserting new clauses 6,7 and 8, after the existing clauses 5 of the Main Object:-

6. *To carry on the business of designing, developing, analysing, simulation, engineering, manufacturing, integrating, testing, commissioning, validating, fabricating, erecting, installing, remodelling, delivering, assembling, repairing, refurbishing, upgrading, overhauling, hiring, supporting, distributing, marketing, buying, selling, importing, exporting, services and trading in all types & varieties, descriptions, specifications, characteristics, and applications of engineering and technological products, Systems, Sub-Systems, equipment, cameras, armaments, tools, machines and components used in*



Defence for applications such as Rocket & Missile, Electronic warfare & surveillance, Battle tanks & armoured vehicles, other Land systems, Arms & ammunitions, Naval systems, Space Research & Exploration, Drones & Counter UAVs etc., and commissioning systems, projects comprising of technologies involving Mechanical, Optical, Electrical, Electronic, Software & other technologies required for Defence, Space, Aerospace and allied industry, and to act as drone specialists, counsellors, advisors, programmers and to do all other things required in connection relation to the above mentioned business.

- 7. To carry on the business of manufacturing, developing, designing, constructing, operating, assembling, importing, exporting, maintaining, distributing, trading and dealing in solar panels, batteries, inverters, controllers, and energy storage systems and in renewable energy projects including solar, wind, biomass, hydro, hybrid energy systems, nuclear plant, green building equipment, carbon credit trading, biofuels energy, provide advisory services for energy efficiency and clean energy innovation, collaborate with public and private entities for renewable power supply, and energy transition projects.*
- 8. To provide mining, exploration, drilling, blasting, excavation, contract mining, mine management, environmental management, rehabilitation, engineering, technical, project management and consultancy services in relation to mining, minerals and natural resources and to undertake all activities incidental or conducive to the attainment of the above object.*

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, things as required to file the e-form MGT-14 with the Registrar of Companies (ROC), Mumbai, to make necessary application, submit papers and documents with ROC and any other concern authority as may be considered necessary or expedient to give the effect of aforesaid resolution.”

- 5. Re-appointment of Ms. Sonal Waghela as Non-Executive Independent Director of the Company for a period of 5 (five) years w.e.f. 14th February, 2027.**

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV thereto, the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or enactments thereof for the time being in force) and Regulations 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and pursuant to the recommendations of the Nomination and Remuneration Committee and by the Board of Directors of the Company, Ms. Sonal Jitendra Waghela (DIN: 09495499) who was appointed as Non-Executive Independent Director of the Company for a term of 5 years commencing from 14th February, 2022 up to 13th February, 2027 and in respect of whom the



Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director and who meets the criteria prescribed for Independent Directors under Section 149(6) of the Act and applicable Listing Regulations, be and is hereby re-appointed as Non-Executive Independent Director of the Company, not liable to retire by rotation, for a period of 5 (five) years w.e.f. 14th February, 2027 to 13th February, 2032 (second term) on the Board of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds and things as may be necessary and to submit and file form with Registrar of Companies (ROC), Mumbai as required under the Companies Act, 2013 and to execute all such documents, papers and to delegate all or any of its powers herein conferred to any Committee of Directors or Directors or any authorized persons to give effect to the aforesaid resolutions.”

6. Appointment of Mr. Ambuj Chaturvedi as Managing Director of the Company.

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

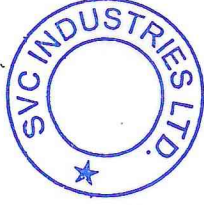
“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule V thereto, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactments thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and by the Board of Directors, the consent of the Members be and is hereby accorded for the appointment of Mr. Ambuj Chaturvedi (DIN: 05003458) as Managing Director of the Company, not liable to retire by rotation, for a period of 5 years with effect from 29th August, 2026, on the terms and conditions set out in the Explanatory Statement annexed hereto.

RESOLVED FURTHER THAT Mr. Ambuj Chaturvedi shall serve as Managing Director without any remuneration until company starts making profit; however, he shall be entitled to reimbursement of expenses actually incurred in the performance of their duties, in accordance with the policies of the Company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds and things as may be necessary and to submit and file form with Registrar of Companies (ROC), Mumbai, as required under the Act and to execute and sign all such documents and papers as required to give the effect to the aforesaid resolutions.”



**By Order of the Board of Directors
For SVC Industries Limited**



Ambuj Chaturvedi
Director
DIN: 05003458
Date: 29.08.2026
Place: Mumbai

NOTES:

1. The Ministry of Corporate affairs ('MCA') has vide its General Circular No. 09/2024 dated 19th September, 2024 in relation to "Clarification on holding of Annual General Meeting (AGM) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM")" read with Circular No. 20/2020 dated May 5, 2020, Circular No. 2/2022 dated May 5, 2022, and Circular No. 10/2022 dated December 28, 2022, and Circular No. 09/2023 dated 25.09.2023 and Circular No. 09/2024 dated 19.09.2024 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars") allowed the companies to conduct their Annual General Meetings through VC / OAVM, without the physical presence of the Members at a common venue in accordance with the requirements laid down in para 3 and para 4 of the Circular No. 20/2020 dated May 5, 2020 . In compliance with the provisions of the Companies Act, 2013 ("Act") and MCA Circulars, the AGM of the Company is being held through VC/OAVM on 30th September, 2026 at 11:30 am (IST).

Further, Securities and Exchange Board of India (SEBI), vide its Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated October 3, 2024 and October 07, 2023 (SEBI Circulars) have provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations). In compliance with the applicable provisions of the Companies Act, 2013 (the Act), the Listing Regulations and MCA Circulars, the 35th AGM of the Company is being held through VC/OAVM on 30th September, 2026 at 11:30 a.m. (IST). The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company i.e. 501, OIA House, 470 Cardinal Gracious Road, Andheri (East), Mumbai – 400 099, which shall be the deemed venue of the AGM.

2. An Explanatory Statement, pursuant to Section 102(1) of the Act, relating to special business set out under Item Nos. 3 to 6, of the accompanying Notice are annexed hereto. A statement providing additional details of the Director along with brief profile who are seeking



appointment/ re-appointment as set out at Item No. 2, 5 & 6 of the Notice is annexed herewith as per Regulation 36 of the Listing Regulations, as amended and Secretarial Standards-II on General Meetings issued by the Institute of Company Secretaries of India ('ICSI').

3. Pursuant to the Circular No. 14/2020 dated April 08, 2020 and General Circular No. 20/2020 dated May 5th, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021 and Circular No. 02/2022 dated May 5, 2022, Circular No. 10/2022 dated December 28, 2022, and General Circular No. 09/2023 dated September 25, 2023, the facility to appoint proxy by the members to attend and cast vote for the members is not available for this AGM and hence the proxy form and attendance slip including Route map are not annexed to the Notice. As per Section 113 of the Companies Act, 2013, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the Quorum under Section 103 of the Companies Act, 2013.
5. The register of members and share transfer books will remain closed from September 24, 2026 to September 30, 2026 (both days inclusive) for the purpose of ascertaining the Shareholders attending the AGM.
6. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cutoff date of September 23, 2026.
7. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised 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.
8. As per the provision of Section 72 of the Act, facility for making nomination(s) is available to Individuals holding shares in the Company. Members holding shares in physical form may obtain the Nomination Form from the RTA or can be downloaded from the company's website www.svcindustriesltd.com. Members holding shares in demat mode should file their nomination with their Depository Participants ('DPs') for availing this facility.
9. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
10. 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.



11. Members 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 such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held in electronic form and to Company's RTA - Purva Sharegistry (India) Private Limited, 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Near Lodha Excelus, Lower Parel (East), Mumbai – 400 011 in case the shares are held in physical form.
12. The Company or RTA cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the DPs of the Members. Further, instructions, if any, already given by them in respect of shares held in physical form will not be automatically applicable to shares held in electronic mode. SEBI has mandated all listed companies to record PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers of holders of physical securities. In view of the above, we urge Members holding shares in physical form to submit the required documents at the earliest.

13. PROCEDURE FOR INSPECTION OF DOCUMENTS:

- a. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested maintained under Section 189 of the Act and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.
 - b. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to svcindustriesltd@gmail.com.
 - c. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before September 23, 2026 through email on svcindustriesltd@gmail.com. The same will be replied by the Company suitably.
14. Regulation 36 (1)(b) and (c) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 prescribes that a listed entity shall send a letter providing the web-link, including the exact path, where complete details of the annual report is available and hard copy of the statement containing salient features of all the documents, as prescribed in Section 136 of the Companies Act, 2013 to the shareholders who have not registered their email addresses and hard copies of full annual reports to those shareholders, who request for the same. However, in line with the General Circular No.14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 5,



2022 and Circular No. 10/2022 dated December 28, 2022, and General Circular No. 09/2023 dated September 25, 2023, respectively, issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/ CFD/CMD1/CIR/ P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/ CMD2/CIR /P/2021/11 dated January 15, 2021 and Circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by SEBI, owing to the difficulties involved in dispatching of letter/physical copies of the Annual Report for the Financial Year 2025-26 and the Notice of AGM are being sent in electronic mode to Members whose names appear on the Register of Members and whose email address is available with the RTA as on 28th August, 2026. The Members may view/download Notice and Annual Report 2025-26 can also be accessed on the website of the Company at [www.svc industriesltd.com](http://www.svcindustriesltd.com) and on the website of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. These are available at the Company's Registered Office in Mumbai for inspection during normal business hours on working days.

15. Members are requested to send all communications relating to physical shares, change of address, bank details, email address etc. to the Company or RTA at the following address:

Purva Shareregistry (India) Private Limited,
Unit No. 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg,
Lower Parel (East), Mumbai – 400 011

If the shares are held in electronic form, then change of address and change in the Bank Accounts etc., should be furnished to their respective DPs.

16. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
17. As per Section 20 of the Companies (Management and Administration) Rules, 2014 as amended, and Regulation 44 of the Listing Regulations and in terms of SEBI and MCA circular in relation to e-Voting facility provided by listed entities, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. The Company has engaged the services of Purva Shareregistry (India) Private Limited for facilitating e-Voting to enable the Members to cast their votes electronically as well as for e-Voting during the AGM. Resolution(s) passed by Members through e-Voting is/are deemed to have been passed as if it/they have been passed at the AGM.
18. **THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM/EGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:**



- (i) The voting period begins on 27.09.2026 at 09.00 a.m. and ends on 29.09.2026 at 5:00 p.m.. During this period shareholder's of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 23.09.2026 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.

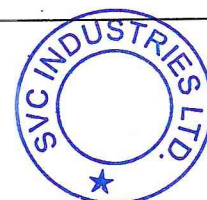
In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account 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.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.
- (v) Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

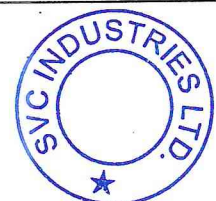
Type of shareholders	Login Method
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Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasitoken/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME/PURVA, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 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 e-voting is in progress and also able to directly access the system of all e-voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	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 redirected to e-voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.



	2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS” “Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder / Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. 4) 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:     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	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. After Successful login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider name and you will be



	redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.
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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.

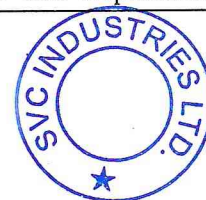
Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

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 022-23058738 and 22-23058542-43.
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 toll free no.: 1800 1020 990 and 1800 22 44 30

(vi) 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 Folio Number registered with the Company.
- 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).

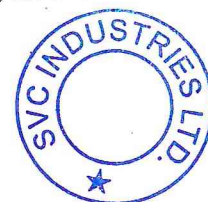
- (vii) After entering these details appropriately, click on “SUBMIT” tab.
- (viii) Shareholders holding shares in physical form will then directly reach the Company selection screen.
- (ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVENT NO. for the relevant <Company Name> on which you choose to vote.
- (xi) 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.
- (xii) Click on the “NOTICE FILE LINK” if you wish to view the Notice.
- (xiii) 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.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) **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; svcindustries@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

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

- (xvi) The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is the same as the instructions mentioned above for Remote e-voting.
- (xvii) The link for VC/OAVM to attend the meeting will be available where the EVENT NO. of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
- (xviii) Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
- (xix) Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- (xx) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- (xxi) 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.
- (xxii) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM



but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.

- (xxiii) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- (xxiv) Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
- (xxv) If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

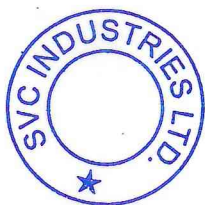
PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

- (xxvi) 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 svcindustriesltd@gmail.com.
- (xxvii) For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
- (xxviii) 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.
- (xxix) 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 022-49700138.
- (xxxi) All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Shareregistry (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.



19. M/s Abhishek Wagh & Associates, a practicing Company Secretary (FRN S2024MH971000) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
20. The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
21. As per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the results of the e-voting are to be submitted to the Stock Exchange(s) within 48 hours of the conclusion of the AGM. The results declared along with Scrutinizer's Report shall be placed on the Company's website www.svcindustriesltd.com.
22. The results on resolutions so declared at or after the Annual General Meeting of the Company will be deemed to have been passed on the Annual General Meeting date subject to receipt of the requisite number of votes cast in favour of the Resolutions.
23. The Ministry of Corporate Affairs has taken a 'Green Initiative in Corporate Governance' by allowing companies to send documents to their shareholders in electronic mode. To support this green initiative and to receive communications from the Company in electronic mode, members who have not registered their E-mail addresses and are holding shares in physical form are requested to contact the RTA of the Company and register their Email-id. Members holding shares in demat form are requested to contact their DPs. Members may please note that notices, annual reports, etc. will be available on the Company's website at www.svcindustriesltd.com. Members will be entitled to receive the said documents in physical form free of cost at any time upon request.

By Order of the Board of Directors
For SVC Industries Limited



Ambuj Chaturvedi
Director
DIN: 05003458
Date: 29.08.2026
Place: Mumbai

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

Item No 3. Approval for Development/ Mortgage and Disposal of land of the Company pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013.

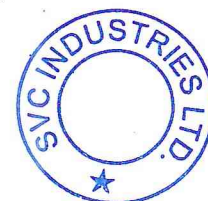
Following discontinued the PTA plant in the year 2018, the company has been pursuing opportunities in agri-business including warehousing, trade, and setting up manufacturing facilities. While some progress was made in this direction, substantial progress could not be made for want of the required project finance and working capital facilities, which can only be availed of by providing the required security by way of the company's land. However, the company's land continues to be mortgaged to the remaining financial creditors of the company namely PICUP, SBI, and Canara Bank. Therefore, in the given scenario agri-business or any other business cannot be pursued vigorously.

On the other hand, the outstanding liabilities to the aforesaid financial creditors have been mounting and it is no longer possible to sustain these creditors while keeping the company's land safe as SBI and Canara Bank have obtained decrees from Debt Recovery Tribunal (DRT) against the Company long ago in the year 2005. PICUP has also issued the notice to take over the physical possession of the Company's assets. Now, Company has settled with PICUP and has even made a part payment against the settlement. The other banks are fiercely contesting the execution of the DRT Decrees but continuing to defend them now appears not just very difficult but almost impossible.

The strategic investor, who helped clear several financial creditors of the company earlier, has not been able to clear, for several years, the aforesaid remaining financial creditors. Therefore, timely saving the land from the financial creditors and getting it unencumbered have become inescapable. And, to do so, it has also, in turn, become inescapable to timely generate the funds to pay off the remaining financial creditors. Also, the Company has not been able to provide any returns to its shareholders for a considerable period. In these circumstances, the Board believes that monetization of the Company's under-utilized assets is necessary to unlock their value, discharge the Company's outstanding liabilities, revive its operations, thereby enabling the Company to enhance long-term value for its shareholders who have continued to support the Company over the years.

In view of the above, it has been decided by the board, after due deliberations and consultations with the domain experts including the various reputed International Property Consultants, that the land be monetized by selling or developing or in any combination thereof. To this end, the management has already commenced making efforts and taken some concrete initial steps.

However, recognizing that the monetization of the land can be a very time-consuming exercise and sustaining the financial creditors until then may not be feasible, the Board is also considering raising a bridge finance from lenders/ investors/ financial institutions/Companies, to clear the



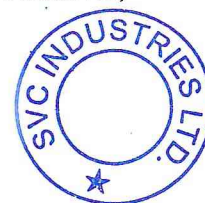
remaining financial creditors by offering a part of the Company's land as a security by way of an equitable mortgage on being unencumbered by the remaining financial creditors.

Accordingly, pursuant to Section 180 (1)(a) of the Companies Act, 2013 and regulation 37A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, members of the Company are further requested to note that their consent to the Board is being sought by way of a Special Resolution to sell, develop, individually or jointly with other developer, or by any combination thereof, and/or equitably mortgage a part of the Company's land in favour of the provider of bridge finance including a Company, located at Chhata, Chhata-Barsana Road, Mathura-281401, Uttar Pradesh, to a buyer and/or with a developer and/ or to the mortgagee as may be identified and mutually agreed by the Board of Directors and buyer and/or developer and/or provider of bridge finance.

Additional information required to be disclosed pursuant to regulation 37A(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

S. No.	Particulars	Details
1	Object of Sale of the property	The Company owns land situated at Chhata, Chhata-Barsana Road, Mathura-281401, Uttar Pradesh, which is utilized very marginally. The said and is being monetized to a pay :- a) the remaining financial creditors of the Company through One-time Settlements, b) make the Company debt-free, and c) provide capital to pursue its objectives.
2	Commercial Rationale	Providing capital to pursue its objects takes precedence over keeping the Company resources locked in the unproductive assets. So, in line with the Company's strategic focus on operational efficiency and financial prudence, the Board, based on the recommendation of the Audit Committee, has decided to monetize the said land. Additionally, the Company may explore venturing into new business i.e. Real Estate Development, Defence and Green Energy. To revive and strengthen the operations of the Company and create sustainable long-term value for its shareholders.
3	Use of Proceeds	The proceeds arising from the sale of the said land shall be primarily utilised towards repayment of existing borrowings / lenders / creditors. This would result in an improvement in the Company's financial health by ultimately becoming debt-free. The balance funds shall be utilised towards capital requirements to pursue the Company's objectives.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives,



are in any way concerned or interested, financially or otherwise in the said resolution. The consent of the members is, therefore, being sought for passing the aforesaid resolution of the notice as Special Resolution.

Item no. 4. Alteration of the main object clause of the Memorandum of Association of the company

As the members are aware, after discontinuing the PTA plant, the Company is presently engaged in agri-business, trading and warehousing activities. However, these businesses offer limited growth potential due to regulatory restrictions on agricultural commodities. Accordingly, the Board has been exploring new business opportunities that offer sustainable long-term growth and better utilisation of the Company's resources.

The Board has identified the defence manufacturing and renewable energy sectors as attractive areas for diversification. The Indian defence sector is witnessing significant growth, driven by the Government's "Atmanirbhar Bharat" initiative, increasing capital expenditure, higher defence exports, and greater participation of private enterprises. Similarly, the renewable energy sector continues to expand rapidly, supported by favourable Government policies and India's target of achieving 500 GW of non-fossil fuel-based installed capacity by 2030. These sectors present substantial opportunities for long-term value creation while supporting national priorities.

The Company also proposes to enter into the mining and exploration business as part of its strategy to diversify its business activities and explore new avenues for growth and long-term value creation.

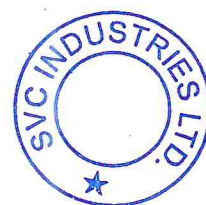
In view of the above, the Board of Directors has approved, subject to the approval of the shareholders, the alteration of the main object Clause III(A) of the Memorandum of Association (MOA) of the company by inserting new clauses 6, 7 and 8 after the existing clauses 5 of the Main Objects of MOA of the company, to enable the Company to undertake activities in the defence manufacturing and renewable energy sectors, in addition to its existing businesses.

Pursuant to Section 13 of the Companies Act, 2013 and the rules made thereunder, alteration of the Main Object Clauses of the MOA of the company requires the approval of the members by way of a Special Resolution.

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

The Board recommends the Special Resolution for approval by the members.

Item No. 5. Re-appointment of Ms. Sonal Waghela as Non-Executive Independent Director of the Company for a period of 5 (five) years w.e.f. 14th February, 2027.



Ms. Sonal Waghela (DIN: 09495499) was appointed as Non-Executive Independent Director on the Board of the Company for a term of 5 (five) years w.e.f. 14th February, 2022 upto 13th February, 2027. Pursuant to the provision of Section 149(4), 149(10) of the Company Act, 2013, Schedule IV and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, which requires every listed company to pass a special resolution for continuation or re-appointment as Non-Executive Independent Director in the Board.

Ms. Sonal Waghela holds a degree of Bachelor of Commerce and has 23 years of experience in the field of accounting. Ms. Sonal Waghela on the recommendation of Nomination & Remuneration Committee and with the approval of the Board proposed to be reappointed for the second term of 5 years as an Independent Director with effect from 14th February, 2027, subject to approval of members, for a period of five consecutive years from 14th February, 2027 upto 13th February, 2032 and not liable to retire by rotation by passing the special resolution.

The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Ms. Sonal Waghela for the office of Director of the Company. The Company has also received a declaration from Ms. Sonal Waghela that She meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and She is not disqualified from being re-appointed as Director in terms of Section 164(2) of the Act.

In the opinion of Board, Ms. Sonal Waghela fulfills the conditions specified in Companies Act, 2013 and the Rules made thereunder, and the proposed director is Independent of the Management. The Board also considers that her association would be of immense benefit to the Company and it is, therefore, desirable to avail her services. Hence, it recommends the said Resolution No. 5 for approval by way of passing a Special Resolution.

Details of Directors whose re-appointment as Independent Directors is proposed at Item No. 5 is provided pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India. Copy of draft letters of re-appointment of Ms. Sonal Waghela setting out the terms and conditions of re-appointment are available for inspection by the members at the registered office of the Company.

None of the Directors and Key Managerial Personnel of the Company are relatives of Ms. Sonal Waghela. She being an appointee is interested in this resolution concerning her own re-appointment. Except her, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at item no. 5.

Further, Additional details as required under regulation 36 (3) of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 is provided in the brief profile of Ms. Sonal Waghela which is attached herewith as an Annexure I to the notice.



Item No. 6. Appointment of Mr. Ambuj Chaturvedi as Managing Director of the Company

Mr. Ambuj Chaturvedi was initially appointed as Director in the Board of the company w.e.f 12th February, 2021 and since then he has been contributing to the growth and development of the Company.

Upon considering his knowledge of various aspects relating to the Company's business affairs. The Board of Directors strongly believes the induction of Mr. Ambuj Chaturvedi as Managing Director of the company will greatly help the company to enhance its growth of the business in the years to come. In alignment with the Company's current strategic and financial considerations, and considering that Mr. Ambuj Chaturvedi has expressed willingness to serve without remuneration until company starts making profit, it is proposed to appoint him as Managing Director without payment of any remuneration. However, Mr. Ambuj Chaturvedi shall be eligible for re-imbursement of expenses incurred for performing his role as Managing Director of the Company.

The Board of Directors at its meeting held on 29.08.2026, have given their consent and approval to appoint Mr. Ambuj Chaturvedi (DIN: 05003458) as Managing Director for period of 5 (five) years commencing with effect from 29th August, 2026 to 28th August, 2031.

Mr. Ambuj Chaturvedi is eligible for appointment as Managing Director under the provision of the Companies Act, 2013 and rules made thereunder. In terms of Section 152, Mr. Ambuj Chaturvedi has consented to act as the Managing Director of the Company, if so appointed.

In accordance with Section 196(4) of the Companies Act, 2013, the approval by resolution at the Annual General Meeting of the members of the Company is required for the appointment and terms of remuneration of Mr. Ambuj Chaturvedi as the Managing Director of the Company.

Accordingly consent of the members is sought for passing an Ordinary Resolution as set out in item no. 6 of the accompanying notice for appointment and terms of remuneration of Mr. Ambuj Chaturvedi as the Managing Director of the Company for the period of five years w.e.f 28th August, 2026.

Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India. Copy of draft letters of appointment of Mr. Ambuj Chaturvedi setting out the terms and conditions of appointment are available for inspection by the members at the registered office of the Company.

None of the Directors or relatives of Director except Mr. Ambuj Chaturvedi, Mr. Advait Chaturvedi and Mr. Suresh V Chaturvedi is concerned or interested in the resolution. The board recommends the resolution set forth in item No.6 for the approval of Members.

Further, Additional details as required under regulation 36 (3) of the SEBI (Listing Obligations and Disclosures requirement) Regulations, 2015 is provided in the brief profile of Mr. Ambuj Chaturvedi which is attached herewith as an Annexure I to the notice.

