

NOTICE

Notice is hereby given that the 45th Annual General Meeting of Satia Industries Ltd. will be held on Wednesday, 30th September, 2026 at 10:30 A.M. At the Registered Office of the Company at VPO: Rupana, Malout-Muktsar Road, Distt Sri Muktsar Sahib (Punjab), 152032 to transact the following business:

Ordinary Business

- 1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2026 and Profit and Loss Account for the year ended on that date along with the Report of the Auditors and Directors thereon.**
- 2. To declare Final dividend for Financial Year 2025-26 and in this regard**

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

"RESOLVED that Final Dividend of 40% (Rs. 0.40) per equity shares of Rs.1 each on the paid up equity share capital of the company as recommended by the Board of Directors of the company be and is hereby declared out of the profits of the company for the financial year 2025-26".

- 3. To appoint a director in place of Mr. Chirag Satia, (DIN No 03426414) (Executive Director),who retires by rotation, being eligible and offer himself for re-appointment.**

Special Business

Item No 4

To approve and ratify Remuneration to Cost Auditors.

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

"RESOLVED that pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 ("the Act") and Rules thereunder (including any statutory modifications and re-enactment thereof for the time being in force) and all other applicable

provisions, if any, approval of the members of the company be and is hereby accorded to the remuneration of Rs. 2,00,000/- payable to M/S Balwinder & Associates cost accountants, Mohali (Firm Registration No. 000201) Cost Auditors of the Company to conduct the audit of the Cost Records of the company for the financial year 2026-2027 plus applicable taxes along with reimbursement of out-of-pocket expenses at actuals."

"RESOLVED FURTHER that the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary, proper or desirable for the purpose of giving effect to this resolution."

NOTES:

- 1. A Member entitled to attend and vote at the Meeting is entitled to appoint proxy to attend and vote on poll instead of himself and the proxy need not be a Member of the Company. The proxies should, however, be deposited at the Registered Office of the Company not less than forty-eight hours before the commencement of the Meeting.**
- 2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than 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 shareholder.**
3. Statement pursuant to section 102 of the Companies Act 2013, with respect to the Special Business set out in the Notice, is annexed herewith.
4. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. Members are requested to notify immediately any change in their address, to the Registered Office of the Company.

6. All documents as referred in the above notice and explanatory statement are open for inspection at the Registered Office of the Company during office hours on all working days between 11:00 A.M. to 1:00 P.M. up to the date of Annual General Meeting.
7. Members seeking any information with regards to Annual Accounts at the time of Meeting, are requested to send their queries to the company so as to reach at least ten days before the date of Meeting, to enable the management to keep the relevant information ready at the time of Meeting.
8. Members are requested to note that, dividends if not encashed for a period of 7 (seven) years from the date of transfer of Unclaimed Dividend to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ('IEPF'). The shares in respect of which dividend remain unclaimed for 7 (seven) consecutive years are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/ Claimants are requested to claim their unclaimed dividends from the Company, within the stipulated timeline. Members whose equity shares and/ or unclaimed dividends have been transferred to IEPF, may claim the same by making an application to the IEPF Authority, in Form IEPF-5 available on www.iepf.gov.in.
9. As per the provisions of Section 72 of the Act, the facility for making nomination is available to the Members in respect of the shares held by them. Members who have not yet registered their nominations are requested to register the same by submitting Form SH-13.
10. The Register of Members and the Share Transfer Books of the Company will remain closed from 24th September, 2026 to 30th September, 2026 (both days inclusive).
11. As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical, members holding shares in physical form are requested to consider converting their holdings into dematerialized form.
12. To support the "Green Initiative", Members who have not registered their email addresses are requested to register the same with the Company's Registrar and Share Transfer Agent/ their Depository Participants, in respect of shares held in physical/ electronic mode, respectively.
13. 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 Depository Participant in case the shares are held in electronic form and to M/s. Beetal Financial and Computer Services Private Ltd, in case the shares are held in physical form.
14. In case of joint holders attending the AGM, the Member 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.
15. In compliance with the MCA Circulars and SEBI Circular, Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2025-26 will also be available on the Company's website www.satiagroup.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and the website <https://www.evoting.cdsi.com>. Any shareholder of the Company interested in obtaining a physical copy of the said Annual Report may write to the company secretary at satia.secretarial@satiagroup.com
16. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, the Shareholders are informed that the Company is pleased to offer e-voting facility as an alternative mode of voting which will enable the Members to cast their votes electronically.

Necessary arrangements have been made by the Company with Central Depository Services (India) Limited (CDSL). The detailed procedure is mentioned below. For the aforesaid purpose, the Company has appointed Mr. Gaurav Bansal, Chartered Accountant as scrutinizer for scrutinizing e-voting process in a fair and transparent manner.

a. The instructions for shareholders voting electronically are as under: -

i. The voting period begins on 27.09.2026 at 09.00 AM and ends on 29.09.2026 at 5.00 PM. During these period shareholders holding share either in physical form or in dematerialized form as on the cut-off date 23.09.2026 (record date) may cast their vote electronically. The e-voting module shall be disabling by CDSL for voting thereafter.

1. 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 no institutional shareholder's/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing evoting 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.

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

Pursuant to above said SEBI Circular, Login method for e-Voting 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	- 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 Easi easiest - Official Website of Easi Easiest Central Depository Services (India) Limited or visit www.cdslindia.com. and click on Login icon and select New System My easi. - 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. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/ LINKINTIME, so that the user can visit the e- Voting service providers' website directly. - If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Home/EasiRegistration - Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on http://www.cdslindia.com/ home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin - The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in Demat Account.

Type of shareholders	Login Method
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 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 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 “Log-in” 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 Speeded” facility by scanning the QR Code mentioned below for seamless. NSDL Mobile App is available on    
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.

Important note:

Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned 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 holding sending a request at helpdesk.evoting@cdslindia.com or contact at 1800225533
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by holding sending a request at evoting@nsdl.co.in or call at toll free no.: 022-48867000 and 022-24997000

Step 2

Login method for e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

1. The shareholders should log on to the e- voting website www.evotingindia.com

2. Click on “Shareholders” module.

3. Now enter your User ID

(a) For CDSL: 16 digits beneficiary ID,

(b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

(c) Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4. Next enter the Image Verification as displayed and Click on Login.

5.If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6. If you are a first time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/ RTA.
Dividend Bank Details or Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id/folio number in the Dividend Bank details field.

7. After entering these details appropriately, click on "SUBMIT" tab.

8. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

9. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

10. Click on the EVSN of Satia Industries Ltd on which you choose to vote.

11. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

12. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

13. 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.

14. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

15. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

16. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter

the details as prompted by the system.

17. Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- 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; satiapaper@satiagroup.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk. evoting@cdslindia.com or contact at 1800225533.

M/s Gaurav Bansal, Chartered Accountant has been appointed as the Scrutinizer. the e- voting process in a fair and transparent manner (including the ballot forms). The Scrutinizer shall within a period of two working days of the conclusion e-voting period, unblock the votes presence of at least 2 witnesses not in employment of the Company and make a report of the vote cast in favour or against, if any, forthwith to the Chairman of the Company.

The Results shall be declared within two working days from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be placed in the Company website i.e www.satiagroup.com

For claiming the unpaid / unclaimed dividends, the members are requested to update their KYC as given below:

a) The members holding shares in Physical form - with the Company's registrars at M/s. Beetal Financial and Computer Services Private Limited, Address: Beetal House, 3rd Floor 99 Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi-110062. Contact No:-011-29961281 83, Email: beetal@beetalfinancial.com

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

Upon updation of KYC & bank details members are

requested to intimate the same to the RTA so that the unpaid/unclaimed dividend can be credited to their bank account.

EXPLANATORY STATEMENT OF MATERIAL FACTS IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

The Board, on the recommendation of the Audit committee, has approved the appointment and remuneration of M/s Balwinder & Associates, Cost Accountants, as cost auditors to conduct the audit of the cost records of the company for the financial year 2026-2027 at remuneration as specified in the resolution plus applicable taxes and reimbursement of out-of-pocket expenses.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company. Your board recommends the passing of ordinary resolution set out at Item No. 4 of the notice for approval by the shareholders in the interest of the company. None of the Directors and/ or key Managerial personnel of the Company and/ or their relatives is concerned or interested financially or otherwise in the resolution set out at Item No. 4 of the Notice.

**By order of the Board
For Satia Industries Limited**

**(Rakesh Kumar Dhuria)
Company Secretary**

**Place: Chandigarh
Date: 14.08.2026**

The details of Director seeking Appointment /Re-appointment as per Regulation 36(3) of the SEBI(LODR) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India:

Item No.3 of the AGM Notice

Name	Mr. Chirag Satia
DIN	03426414
Date of Birth/Age	28.05.1992
Date of Appointment	13.02.2015
Qualification	B.Com, CA (Inter)
Brief Resume including Experience/Expertise	Service the Company as (Executive Director) since 13.02.2015
Inter-se Relationship between Directors/Managers/KMP	Mr. Chirag Satia is son of Dr. Ajay Satia (Chairman cum Managing Director)
Directorship in other listed entities	NIL
Chairman/Member of Committee of the Board of other listed entities in which they are Directors*	NIL
No. of shares held in the company	69,60,669 (6.96 %)
Names of Listed companies from which resigned in past three years	NIL
Terms and conditions of appointment	Executive Director, liable to retire by rotation
Remuneration Last Drawn	Refer the Corporate Governance Report
Number of Board Meetings Attended during the Financial Year 2025-26	3

*Chairmanships/Memberships of only Audit Committees and Stakeholders Relationship Committees in all Public Limited Companies (listed and unlisted) except Foreign Companies, Private Companies, Companies registered under Section 8 of the Act and this company, have been considered.

Information at Glance

Sr No	Particulars	Details
1.	Day, Date and Time of AGM	30th September, 2026 At 10:30 AM
2.	Mode	Physical
3.	Book Closure	24th September, 2026 to 30th September, 2026
4.	Cut-off Date for E-voting	23 rd September, 2026
5.	Period of Remote E-voting	Start E- voting (Date: 27 th September, 2026 ,Time: 09:00 AM) and End E-voting (Date: 29 th September, 2026 , Time: 05:00 PM)
6.	Help-Line details for E-voting	you can write an email to helpdesk. evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.
7.	Name, Address and contact details of Registrar and Transfer Agent	BEETAL Financial & Computer Services Pvt Ltd. CIN No: U67120DL1993PTC052486 Beetal House, 3rd Floor, 99-Madangir, Behind LSC, New Delhi - 110062 Contact No. 011-29961281-283 , 26051061, 26051064 ,011-42959000-09 Fax: 011-29961284 Email: beetal@beetalfinancial.com Web Site: www.beetalfinancial.com
8.	Satia Industries Limited-Contact Details	Tel. 01633-262001, 262215, 263585
9.	Registered/ Corporate Office	VPO: Rupana ,Malout – Muktsar Road, Sri Muktsar Sahib (Punjab) - 152032, India
10.	Website	www.satiagroup.com
11.	E-mail	satia.secretarial@satiagroup.com