

5th September, 2025

National Stock Exchange of India Ltd. Listing Department. Exchange Plaza, C-1, Block- G, Bandra Kurla Complex, Bandra (East) Mumbai-400 051. Fax No. 26598235/8237/8347. Symbol: DELTAMAGNT	BSE Ltd., Corporate Relation Department, Listing Department, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001. Facsimile No. 22723121/22722037/2041 Scrip Code: 504286
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Dear Sir/Madam,

**Sub: 1) Notice of Annual General Meeting of the Company for the year ended 31st March, 2025
2) Intimation of Book Closure**

With regard to the captioned matter and in compliance with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), we are enclosing herewith a copy of Notice of 43rd Annual General Meeting of the Company scheduled to be held on Monday, 29th September, 2025 at 3.30 P.M (IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM) for the year ended 31st March, 2025.

Pursuant to Regulation 42 of the Listing Regulations, Register of Members and the Share Transfer Books of the Company will remain closed during the period as mentioned below:

Scrip Code /Symbol	Book Closure date	Purpose
504286/ DELTAMAGNT	From Tuesday, 23 rd September, 2025 to Monday, 29 th September, 2025 (both days inclusive)	Annual General Meeting

You are requested to take the same on record.

Thanking You.

Yours Sincerely,
For Delta Manufacturing Limited**Madhuri Pawar**
Company Secretary
ACS No.: 54631

Encl.: As above

NOTICE

Notice is hereby given that the 43rd Annual General Meeting (“AGM”) of Members of Delta Manufacturing Limited (“the Company”) will be held on Monday, 29th September, 2025 at 3.30 P.M. (IST) through Video Conferencing (VC)/Other Audio-Visual Means (“OAVM”) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements for the financial year ended 31st March, 2025 together with the reports of the Board of Directors and the auditors thereon.
2. To appoint a director in place of Ms. Anjali Mody (DIN: 02784924), who retires by rotation and being eligible offers herself for re-appointment.

SPECIAL BUSINESS:

3. APPOINTMENT OF SECRETARIAL AUDITOR

To consider and if thought fit, to pass 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 (“the Act”), read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and based on the recommendation of Audit Committee and the Board of Directors of the Company, M/s. A. K. Jain & Co., Company Secretaries (Membership No. 6058), be and is hereby appointed as the Secretarial Auditor of the Company for a period of five (5) consecutive years, i.e. to hold office from the conclusion of ensuing 43rd Annual General Meeting (AGM) till the conclusion of 48th AGM to be held in the calendar year 2030, on such terms and conditions, including remuneration as may be determined by the Board of Directors (hereinafter referred to as the ‘Board’ which expression shall include any committee thereof or person(s) authorized by the Board).

RESOLVED FURTHER THAT any of the Directors or Company Secretary of the Company be and are hereby severally authorized to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this resolution.”

4. RE-APPOINTMENT OF DR. RAM H. SHROFF (DIN: 00004865), AS THE MANAGING DIRECTOR AND EXECUTIVE VICE-CHAIRMAN OF THE COMPANY FOR A PERIOD OF 3 YEARS AND FIX HIS REMUNERATION

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

“RESOLVED THAT pursuant to the applicable provisions of Sections 196, 197, 198 & 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), as amended from time to time and in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and such other approvals, permissions and sanctions, as may be required, on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, consent of the members of the Company, be and is hereby accorded for the re-appointment of Dr. Ram H. Shroff (DIN: 00004865) as Managing Director and Executive Vice Chairman of the Company, liable to retire by rotation, for the period of 3 years commencing from 01st October, 2025 and ending on 30th September, 2028, with remuneration as mentioned below:

A) Salary:

Basic ₹ 3,00,000/- per month with power to the Board of Directors to increase the same as it may in its absolute discretion determine from time to time provided that the salary does not exceed ₹ 5,00,000/- per month during the tenure.

B) Allowances:

- i. House Rent Allowance at the rate of 50% of Basic Salary.
- ii. Special Allowance of ₹ 52,244/- per month.

C) Perquisites & Other Benefits:

The appointee shall be entitled to perquisites, allowances, benefits, facilities and amenities (collectively called "perquisites") such as medical reimbursement, leave travel assistance/allowance, hospitalization and accident insurance, transport allowance, self-development allowance, uniform allowance, education allowance, books and periodicals allowance and any other perquisites as per the policy/ rules of the Company in force or as may be approved by the Board from time to time.

In addition to the above, the appointee shall also be entitled to the following benefits/re-imbursments as per policy/rules of the Company in force or as may be approved by the Board from time to time:

- (i) Telecommunication /Internet Charges;
- (ii) Company's contribution to Provident Fund and Superannuation Fund;
- (iii) Payment of gratuity and other retrial benefits;
- (iv) Driver and Fuel Reimbursement;
- (v) Business Promotion Expenses and
- (vi) Such other allowable/applicable expenses.

The total remuneration payable shall not exceed ₹ 85,00,000/- per annum.

Over and above the aforesaid total remuneration he shall be entitled for following:

- (i) Company maintained two cars;
- (ii) Company paid abroad vacation with family every financial year.

RESOLVED FURTHER THAT the Board be and is hereby authorized at its discretion from time to time to fix the actual remuneration and/or perquisites of Dr. Ram H. Shroff and revise such remuneration and/or perquisites from time to time within the statutory limits and to vary/modify/amend the terms and condition of the appointment from time to time as may be agreed to by the Board and Dr. Ram H. Shroff.

RESOLVED FURTHER THAT the Board of Directors or Company Secretary of the Company, be and are hereby severally authorised to make necessary application to such authorities as may be required and to do all such acts, deeds, matters and things as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto including filing necessary forms with Registrar of Companies."

5. APPROVAL TO ADVANCE ANY LOAN/GIVE GUARANTEE/PROVIDE SECURITY UNDER SECTION 185 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 185 and all other applicable provisions, if any of the Companies Act, 2013 and Rules made thereunder, including any statutory modification(s) thereto or re-enactment(s) thereof, for the time being in force, and the relevant provisions of the Memorandum and Articles of Association of the Company, pursuant to approval of the Board of Directors, the consent of the members of the Company be and is hereby accorded, to advance any loan in one or more tranches including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken/to be taken by any entity which is a subsidiary or associate or joint venture of the Company or any other person in whom any of the Directors of the Company is interested/deemed to be interested, as specified under Section 185 of the Companies Act, 2013 upto an aggregate amount not exceeding ₹ 50,00,00,000/- (Rupees Fifty Crores only), in their absolute discretion that the Board deem beneficial and in the interest of the Company, provided that such loans, advances, securities and/or corporate guarantee, as the case may be, are utilized by the borrowing company for its principal business activities.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and are hereby authorized to negotiate, finalise and agree to the terms and conditions of the aforesaid Advances/Loans/Guarantees/Securities and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deed and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental and ancillary thereto and as the Board may think fit and suitable.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors and Company Secretary of the Company be and are hereby severally authorized to file necessary returns/forms with the Registrar of Companies and to do all such acts, deeds and things as may be considered necessary, incidental and ancillary in order to give effect to this Resolution.”

By Order of the Board of Directors

Madhuri Pawar
Company Secretary
ACS No: 54631

Place: Mumbai

Date: 12th August, 2025

NOTES:

1. In terms of circulars/notifications issued by the Ministry of Corporate Affairs (MCA) from time to time and in compliance with the applicable provisions of the Companies Act, 2013 (Act) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the Annual General Meeting (AGM) is being held through Video Conferencing (VC) facility/Other Audio Visual Means (OAVM) without the physical presence of the members at a common venue.
2. As the AGM is being conducted through VC/OAVM, the facility to appoint Proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate therein and cast their votes through e-Voting. Corporate members are required to send, (before e-Voting/ attending AGM) a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the AGM, pursuant to Section 113 of the Act to the Scrutinizer at e-mail id jinesh@csjdedhia.in with a copy marked to secretarial@dmltd.in
3. The members can join the AGM through VC/OAVM 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 AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (holding 2% or more), 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 AGM without restriction on account of first come first served basis.
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 Act.
5. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of Listing Regulations, in line with MCA and SEBI circulars the Company is providing facility of remote e-Voting to its members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
6. In line with the relevant MCA circulars, the Notice calling the AGM has been uploaded on the website of the Company at www.deltamagnets.com. The Notice can also be accessed from the websites of BSE Limited at www.bseindia.com, National Stock Exchange of India Limited at www.nseindia.com and NSDL at www.evoting.nsdl.com.
7. In terms of Section 152 of the Act, Ms. Anjali Mody (DIN: 02784924), Director, shall retire by rotation at the ensuing AGM and being eligible, offers herself for re-appointment. The Board of Directors of the Company recommends re-appointment of Ms. Anjali Mody. Requisite declarations have been received from the Director for her appointment/re-appointment.
8. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning to the resolutions mentioned under Item Nos. 3 to 5 of the accompanying Notice. The relevant details for Directors seeking appointment/re-appointment at the AGM, pursuant to Regulation 36(3) of the Listing Regulations and Paragraph 1.2.5 of the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India are annexed as **Annexure I** and **Annexure II** forms part of this Notice.
9. The Register of Beneficial Owners, Register of Members and Share Transfer Books of the Company will remain closed from **Tuesday, 23rd September, 2025 to Monday, 29th September, 2025 (both days inclusive)**, for the purpose of AGM.

10. 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 under section 189 of the Act and all other documents referred to the Notice will be available for inspection in electronic mode. Members can inspect the same by sending email to secretarial@dmltd.in

11. Unclaimed Dividends:

- a. Members of the Company are requested to note that as per the applicable provisions of the Act, dividends not encashed/claimed by the member of the Company, within a period of seven years from the date of declaration of dividend, shall be transferred by the Company to the Investor Education and Protection Fund (IEPF), also all shares in respect of which dividend has not been encashed/claimed for seven consecutive years or more shall be transferred to the Demat Account of IEPF Authority notified by MCA ('IEPF Demat Account').

Members/claimants whose shares, unclaimed dividend have been transferred to the IEPF, as the case may be, may claim the shares or apply for refund by making an application to the IEPF Authority in Form IEPF-5 (available on <https://www.mca.gov.in>) along with requisite fees, if any, as decided by the IEPF Authority from time to time. The Member/claimant can file only one consolidated claim in a financial year as per the IEPF Rules.

- b. Details of Unclaimed Dividend and Shares attached thereto on Website:

The details of the unpaid/unclaimed dividend are available on the website of the Company i.e. www.deltamagnets.com.

It is in the members' interest to claim any dividends which are not encashed and for future, opt for Electronic Clearing Service, so that dividends paid by the Company are credited to the members' account on time.

12. In compliance with the MCA SEBI circulars, Notice of the AGM along with the Annual Report for the financial year 2024-25 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 will also be available on the website of the Company at www.deltamagnets.com, BSE Limited at www.bseindia.com, National Stock Exchange of India Limited at www.nseindia.com and NSDL at www.evoting.nsdl.com.
13. A letter containing the web link, along with the exact path to access to complete details of the Annual Report, is being sent to shareholders who have not registered their email address with the Company's Registrar and Share Transfer Agent (RTA) or Depository Participant (DP).
14. Members are requested to register/update their e-mail addresses with the DP (in case if shares are held in dematerialized form) or with Registrar and Share Transfer Agent (RTA) (in case if shares are held in physical form) which will help us in prompt sending of notices, annual reports and other shareholder communications in electronic form.
15. SEBI has prescribed common and simplified norms for processing investor's service request by RTAs and norms for processing investor's service request by RTA'S and norms for furnishing PAN, KYC (contact details, bank details and specimen signature), and nomination details. It is mandatory for the members holding shares in physical form to register PAN, KYC and Nomination details. Members holding shares in physical form are requested to register their PAN, e-mail id, bank details and other KYC details by filling Form ISR-1, update signature by filling Form ISR-2 and update Nomination details by filling Form SH-13 or declaration of opt out of Nomination by filling Form ISR-3 or cancel nomination by filling form SH-14 and send the respective forms to Purva Share registry (India) Private Limited at 9 Shiv Shakti Industrial Estate, J R Boricha Marg, Lower Parel (E), Mumbai - 400011 or email the scanned copy to support@purvashare.com. The forms for updating the same are available at www.deltamagnets.com and on the website of our RTA at <https://www.purvashare.com>.

16. Members may please note that SEBI has mandated the listed companies to issue securities in dematerialized form while processing service requests viz. Issue of duplicate securities certificate, claim from unclaimed suspense account, renewal/exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/folios, transfer of securities including transmission and transposition. Accordingly, members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website at www.deltamagnets.com and RTA's website at www.purvashare.com. It may be noted that any service request can be processed only after the folio is KYC Compliant.
17. SEBI has launched its new Investor website at <https://investor.sebi.gov.in/>. The said website contains information on personal finance and investment useful for existing and new investors. It also includes videos prepared by MIIIs related to securities market process education and awareness messages. The SEBI Investor Website aims to assist individuals in taking control of their money, leading to better outcomes in their investment journey. It offers guidance on managing money well and making sound financial decisions independently. The financial awareness content, tools and calculators available on the website can help people of all ages, backgrounds and incomes to be in control of their financial decisions. The SEBI Investor website promotes confident and informed participation by investors in the securities market.
18. The Company has appointed Mr. Jinesh Damji Dedhia (Membership No. 54731 and CP No. 20229) of M/s Jinesh Dedhia & Associates to act as the Scrutinizer to scrutinize the entire e-Voting process in a fair and transparent manner.
19. The venue of the meeting shall be deemed to be the Registered Office of the Company.
20. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the **cut-off date i.e. Friday, 29th August, 2025**, may obtain the login ID and password by sending a request at evoting@nsdl.com or Issuer/RTA at support@purvashare.com. However, if you are already registered with NSDL for remote e-Voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on 022 - 4886 7000 and 022 - 2499 7000. In case of Individual Shareholder holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the **cut-off date i.e. Monday, 22nd September, 2025**, may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".
21. Since the AGM will be held through VC/OAVM, the route map is not annexed to this Notice.

22. Voting through electronic means:

In compliance with the applicable provisions of the Act read with rules made thereunder (including any statutory modification(s), clarification(s), exemption(s) or re-enactment(s) thereof for the time being in force), Regulation 44 of the Listing Regulations and SS – 2, the Company is providing to its members with the facility to cast their vote electronically ("remote e-Voting") using an electronic voting system provided by NSDL, on all the business items set forth in the Notice of AGM and the business may be transacted through such remote e-Voting. The instructions for remote e-Voting explain the process and manner for generating/ receiving the password and for casting of vote(s) in a secure manner. However, the members are requested to take note of the following items:

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

The remote e-Voting period begins on **Thursday, 25th September, 2025 at 09:00 A.M. and ends on, Sunday, 28th September, 2025 at 05:00 P.M.** The remote e-Voting module shall be disabled by NSDL for voting thereafter. The members, whose names appear in the Register of Members/Beneficial Owners as on the **cut-off date i.e. Monday, 22nd September, 2025**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the **cut-off date, being Monday, 22nd September, 2025.**

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:


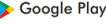


STEP 1: ACCESS TO NSDL E-VOTING SYSTEM

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e., NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
	<p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: right;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<p>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 Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.</p>
	<p>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.</p>
	<p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p>
	<p>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.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000 and 022 - 2499 7000
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

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***



5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

STEP 2: CAST YOUR VOTE ELECTRONICALLY AND JOIN GENERAL MEETING ON NSDL E-VOTING SYSTEM.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

3. Now you are ready for e – Voting as the Voting page opens
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to secretarial@dmltd.in with a copy marked to evoting@nsdl.com Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter etc. by clicking on “Upload Board Resolution/Authority Letter” displayed under “e-Voting” tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to (Pallavi Mhatre) at evoting@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to secretarial@dmltd.in
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to secretarial@dmltd.in
3. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e., Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
4. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-Voting by providing above mentioned documents.

5. In terms of SEBI circular dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-Voting.
2. Only those members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-Voting.

INSTRUCTIONS FOR Members FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/ Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request, along with the questions, from their registered e-mail id mentioning their name, DP ID and Client ID/Folio No., PAN, Mobile No. at secretarial@dmltd.in on or before **Friday, 12th September, 2025**. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers/questions depending on the availability of time for the AGM.

In case of any grievances connected with facility for e-Voting, please contact:

A. Pallavi Mhatre,

Senior Manager
e-Voting Helpdesk
National Securities Depositories Limited
Email: evoting@nsdl.com
Phone: 022 - 4886 7000/ 022 - 2499 7000

B. Madhuri Pawar,

Company Secretary
Delta Manufacturing Limited
Corporate Office:
Delta House, Hornby Vellard Estate,
Next to Copper Chimney, Dr. Annie Besant Road,
Worli, Mumbai – 400 018.
Email: secretarial@dmltd.in
Phone: 022-69874700

C. Deepali Dhuri

Purva Sharegistry (India) Pvt. Ltd.
Registered Office:
Unit No. 9, Ground Floor, Shiv Shakti Ind. Estt,
J. R. Boricha Marg, Lower Parel East,
Mumbai, -400011
Email: support@purvashare.com
Phone: 022-3199 8810 / 022- 4961 4132

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

Item No. 3

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("the Act"), every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board's report, prepared under Section 134(3) of the Act.

Furthermore, pursuant to recent amendments to Regulation 24A of the Listing Regulations, every listed entity is required to conduct a Secretarial Audit and annex the Secretarial Audit Report to its annual report. Additionally, a listed entity must appoint a Secretarial Audit firm for a maximum of two terms of five consecutive years, with shareholders approval to be obtained at the Annual General Meeting.

Accordingly, based on the recommendation of the Audit Committee, the Board of Directors has approved the appointment of M/s. A. K. Jain & Co., Company Secretaries, as the Secretarial Auditors of the Company for a period of five years, to hold the office from the conclusion of ensuing 43rd Annual General Meeting (AGM) till the conclusion of 48th AGM to be held in the calendar year 2030. The appointment is subject to shareholders' approval at the AGM.

M/s. A. K. Jain & Co., Company Secretaries, shall conduct Secretarial Audit of the Company and furnish the Secretarial Audit Report, for a period of five (5) consecutive years, commencing from the financial year 2025- 2026 till financial year 2029-2030.

None of the Directors and Key Managerial Personnel of the Company and their respective relatives are, in anyway, concerned or interested, financially or otherwise, in the aforesaid Ordinary Resolution set out at Item No. 3 of this Notice.

Item no. 4

The Board of Directors of the Company vide resolution dated 11th August, 2022 and members vide resolution dated 29th September, 2022 re-appointed Dr. Ram H. Shroff (DIN: 00004865) as the Managing Director and Executive Vice Chairman of the Company for the period of 3 years with effect from 01st October, 2022 and approved the remuneration.

The term of office and remuneration of Dr. Ram H. Shroff (DIN: 00004865), expires on 30th September, 2025. The Nomination and Remuneration Committee at its meeting held on 4th August, 2025 and the Board of Directors of the Company at the meeting held on 12th August, 2025, recommended the re-appointment of Dr. Ram H. Shroff (DIN: 00004865), as Managing Director and Executive Vice Chairman of the Company on such terms and conditions and remuneration as mentioned in the notice for a period of 3 years commencing from 01st October, 2025 to 30th September, 2028, to the Members of the Company.

Dr. Ram H. Shroff is not disqualified from continuing as a Director in terms of Section 164 of the Act and has consented to continue as a Director of the Company. 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 such authority pursuant to BSE Circular No. LIST/COMP/14/2018-19 and NSE Circular No. NSE/CML/2018/24, both dated June 20, 2018.

Dr. Ram H. Shroff (DIN: 00004865), Managing Director and Executive Vice Chairman will be liable to retire by rotation.

In terms of provisions of Section 196, 197 read with Schedule V of the Act, the re-appointment of Dr. Ram H. Shroff shall require the approval of the Members in General Meeting by way of special resolution.

Further, details of Dr. Ram H. Shroff (DIN: 00004865), as required under Regulation 36(3) of the Listing Regulations and SS – 2, have been given in the **Annexure - II** to this Notice.

In view of the aforesaid regulatory requirements, approval of the members is sought for the re-appointment of Dr. Ram H. Shroff.

The Board recommends the resolution as set out as Item No. 4 in the Notice for the approval of the members as a Special Resolution.

Copy of documents referred in the notice will be made available electronically for inspection without any fees to the members on a prior request by sending an email from their registered email id mentioning their name, DP ID and Client ID/Folio No., PAN, Mobile No. to secretarial@dmltd.in.

Except Dr. Ram H. Shroff, (DIN: 00004865) and his relatives, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are, in anyway, concerned or interested, financially or otherwise, in the aforesaid Special Resolution set out at Item No. 4 of this Notice except to the extent of their shareholding.

Further, the details as required under Section II of Part II of the Schedule V to the Act is as follows:

I. GENERAL INFORMATION

1. Nature of Industry:

Delta Manufacturing Limited ("the Company") is into Manufacturing Industry.

2. Date or Expected Date of Commencement of Commercial Production:

The Company was incorporated on 23rd September, 1982 under the Companies Act, 1956 and it started commercial production thereafter.

3. In Case of New Companies, Expected Date of Commencement of Activities As per Project Approved by Financial Institutions appearing in the Prospectus:

Not Applicable.

4. Financial performance for the last 3 years

(₹ In Lakhs)

Particulars	2022-2023	2023-2024	2024-25
Income for the year	8,132.58	6,829.63	6,146.50
Profit before Interest, Depreciation and Tax	(411.32)	(170.47)	(265.46)
Net Profit/(Loss) for the Current Year	(786.15)	(727.46)	(1,154.95)
Other Comprehensive income (net of tax)	(70.17)	(30.03)	(16.97)
Earlier Years Balance Brought forward	(720.30)	(1576.62)	(2,334.11)
Depreciation reversed on Capital Subsidy received	NIL	NIL	NIL
Balance carried to Balance Sheet	(1576.62)	(2,334.11)	(3,506.03)
Dividend and Tax thereon	NIL	NIL	NIL
Net Profit available for Appropriation	NIL	NIL	NIL

5. Foreign Investments or Collaborations, if any:

The Company has entered into joint venture with PREMO S L, Spain

II. INFORMATION ABOUT THE APPOINTEE

1. Background Details:

Dr. Ram H. Shroff is a qualified medical doctor with over 17 years of experience at Charak Pharma, where he serves as a director. Charak is one of India's leading Herbal and Ayurvedic companies. Under Dr. Shroff's leadership, the company has significantly increased its market share and introduced several innovative products, reshaping the landscape of alternative medicine. He has also been pivotal in expanding Charak Pharma's global footprint—today, the company has a presence in more than 45 countries. Dr. Shroff actively participates in both local and international medical conferences, advocating the role of alternative medicine in modern patient care.

Since 2012, Dr. Shroff has been the Managing Director of Delta Manufacturing Limited (DML). He has been instrumental in the company's turnaround and strategic growth. His decisive leadership has streamlined operations and unlocked new potential, including the expansion of the soft ferrite facility from 7 MT/month to 140 MT/month, and an increase in hard ferrite production from 70 MT/month to 125 MT/month through targeted investments. His customer-centric approach and passion for innovation have enabled DML to win major clients and expand its industry footprint.

Dr. Shroff was also instrumental in securing the landmark deal with PREMO S L, Spain, a key strategic milestone that positions DML strongly for future global collaborations. In addition, he has led the expansion of the Trim Division in Tirupur, a strategic initiative that is expected to have a significant long-term impact on the division's growth trajectory and market positioning. This move aligns with Dr. Shroff's broader vision to build scalable, future-ready business units that serve evolving customer needs. Under his leadership, DML now caters to a wide range of industries including automobiles, railways, telecommunications, and textile accessories, and is recognized as one of the leading players in its segment—poised for continued growth and innovation.

2. Past remuneration:

₹ 7,08,333/- per month

3. Recognition & Awards:

Nil

4. Job Profile and his Suitability:

Dr. Ram H. Shroff is the Managing Director and Executive Vice-Chairman of Delta Manufacturing Limited since 2012, he has been instrumental in the turnaround of the company. Dr. Ram H. Shroff has streamlined the operation of the Company by consolidating its resources like spearheading expansion of soft ferrite facility from 7 MT/month to 70 MT/month and improving hard ferrite production from 70 MT/month to 125 MT/month with incremental investment etc. Today, Delta Manufacturing Limited is one of the leading players in the industry and poised to grow further.

5. Remuneration proposed:

As per details given in the resolution above.

6. Comparative Remuneration Profile with respect to Industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):

Taking into consideration the size of the Company, the profile assigned to Dr. Ram H. Shroff, the responsibilities that would be shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

7. Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any:

Beside the remuneration proposed, Dr. Ram H. Shroff, do not have any other pecuniary relationship with the Company and he is not related to any of the managerial personnel of the Company.

III. OTHER INFORMATION:

1. Reasons for loss or inadequacy of profits:

The industry continues to face intense competition with a large number of players in the field. The Company has been actively pursuing business expansion and marketing initiatives to stay ahead. However, cost pressures stemming from global geopolitical instability, supply chain disruptions, and inflationary trends in raw material and energy prices have adversely impacted margins. These external factors, coupled with increasing overheads, have put stress on profitability despite steady demand in certain segments.

2. Steps Taken by the Company to Improve Performance:

i. Strategic Expansion and Alliances:

- The Company has entered into a Joint Venture with PREMO S.L, Spanish company for manufacturing and technology collaboration in the area of soft ferrites. This will strengthen our product portfolio in the electronics and automotive sectors, improve value addition, and optimal utilization of capacity.
- Capacity expansion is underway at our Tirupur facility to cater to growing demand in the textile trim segment, particularly from export clients and sustainable fashion brands.

ii. Enhanced Operational Efficiency:

- The Company is focused on optimal utilization of available resources by adopting technologically advanced machinery to achieve an ideal production mix and operational efficiency.

iii. Product Innovation and R&D:

- New product development initiatives are being accelerated to address untapped and emerging needs in the textile and electronics sectors. R&D efforts are being streamlined to ensure the use of existing infrastructure with minimal new investment.

iv. Strengthened Customer Responsiveness:

- By leveraging integrated manpower, digital solutions and advanced color-matching and sampling systems, the Company has enhanced its ability to process multiple deliveries daily with quick turnaround times, ensuring better customer satisfaction and retention.

3. Expected Increase in Productivity and Profits in measurable terms:

The above initiatives are expected to result in a measurable increase in capacity utilization and overall productivity. With the Joint Venture in soft ferrites and textile capacity expansion in Tirupur, the Company anticipates a 15–20% increase in turnover over the next 12–18 months. Improved cost controls and value-added products are expected to yield better profit margins, leading to a notable improvement in EBITDA.

IV. DISCLOSURES:

Disclosures in accordance with schedule V under the heading 'Corporate Governance' are forming part of the Directors Report.

Further details of Dr. Ram H. Shroff as required by regulation 36(3) of the Listing Regulations and SS – 2 have been given in the Annexure to this Notice.

Copy of documents relating to the item can be made available electronically for inspection without any fees to the members on a prior request by sending an email from their registered email id mentioning their name, DP ID and Client ID/Folio No., PAN, Mobile No. to secretarial@dmltd.in.

Except Dr. Ram H. Shroff and his relatives, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are interested in the resolution.

The Board recommends the Special Resolution set out in Item No. 4 of this Notice for the approval of the Members.

Item No. 5

The Company is expected to render support for the business requirements to other companies in the group, from time to time. However, owing to certain restrictive provisions contained in the Section 185 of the Act, the Company was unable to extend financial assistance by way of loan, guarantee or security. Pursuant to the provisions Section 185 of Act, the Company with the approval of members by way of special resolution, would be in a position to provide financial assistance by way of loan to other entities in the group or give guarantee or provide security in respect of loans taken by such entities, for their principal business activities. The members may note that board of directors would carefully evaluate proposals and provide such loan, guarantee or security proposals through deployment of funds out of internal resources/accruals and/ or any other appropriate sources, from time to time, only for principal business activities of the entities. Hence, in order to enable the company to advance loan to Managing Director/Whole Time Director/Subsidiaries/ Joint Ventures /associates/ other Companies/ Firms in which Directors are interested directly or indirectly under Section 185 of the Act, requires approval of members by a Special Resolution.

Accordingly, the board has now decided to seek approval of the shareholders pursuant to the amended provisions of Section 185 of the Act to advance any loan, including any loan represented by book debt, to any company(ies) (Indian or overseas) or other body corporate(s) in whom any of the Directors of the Company is interested or to give guarantee or provide any security in connection with any loans/ debentures/ bonds etc. raised by the company(ies) (Indian or overseas) or other body corporate(s) in whom any of the Directors of the Company is interested or to give guarantee or provide any security in connection with any advances/loans/ debentures/ bonds etc. raised by the company(ies) (Indian or overseas) or other body corporate(s) in whom any of the Directors of the Company is interested up of an aggregate amount not exceeding ₹ 50,00,00,000/- (Rupees Fifty Crores only).

The Board of Directors recommends resolution as set out in item No. 5 for approval of the members of the Company by way of passing a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Act, is in any way, financially or otherwise, concerned or interested in the resolution, except to the extent of their shareholding, if any.

By Order of the Board of Directors

Madhuri Pawar
Company Secretary
ACS No: 54631

Place: Mumbai

Date: 12th August, 2025

ANNEXURE - I

DETAILS OF DIRECTOR SEEKING RE-APPOINTMENT/APPOINTMENT AT THE 43RD AGM [PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA]

Name of Director:	Ms. Anjali Mody
DIN:	02784924
Date of 1 st Appointment:	13/02/2020
Age:	39
Qualification:	Bachelors of Fine Arts in Industrial Design from the Rhode Island School of Design (RISD).
Experience/brief profile:	<p>Ms. Anjali Mody graduated from the Rhode Island School of Design in 2009 after earning her BFA in Industrial Design. She honed her skills in Providence and New York before returning to Mumbai in 2010. Anjali got involved in the Projects team of Delta Corp starting 2018, overseeing design of the gaming vessels and hotel properties.</p> <p>A team player who believes in leading through example, Anjali has played a key role at Delta over the last 5 years and is responsible for several positive developments over the years. She has been involved in a few key strategic changes:</p> <ul style="list-style-type: none"> - Creatively led and art directed the full rebrand of Delta; the holding company, creating 'Deltin' as the Client facing brand that everyone is familiar with today. - Led the interior overhaul of The Deltin, Daman our largest property with close to 200 rooms where her key contributions were to revamp the entire hotel spanning across 10 Acres. - Deltin Suites interiors revamp yielding in a steady increase of revenue attributed to her efforts - Now pursuing to excel in raising the bar with the new Ship spanning 300,000 sq. ft., currently under construction at the company's shipyard. - Deltin Town: This is by far the most ambitious project that the company has undertaken so far. Spread over 3.4 lakh sq. mtrs. land and a proposed built-up area of 3 million sq. ft., this integrated resort located 5-7 mins from the new Mopa airport (Goa) envisages 1100+ hotel rooms, a large water-park, a 200,000 sq. ft. Casino space and 150,000 sq. ft. retail areas, convention centre, multi-screen cinema etc. Delta's total investment in this project is expected to be INR 2000 Crore. Anjali will be leading the design team, taking key decisions in the areas of landscape, interiors, space programming, value engineering, user interface, graphic design etc. Her team will include a team of 15 people, comprising of specialists in legal, engineering, admin, design and PMC. In addition, there will also be a projects team comprising of 100+ consultants, with whom her team will interact with.

	<p>- Built an in-house factory in Goa to support any/all production requirements, therefore streamlining the entire process of design development and cost saving.</p> <p>As President of Projects (Design and Execution at Delta Corp), she has effectively overseen and executed the designing of the company's projects, be it the hotels and interiors or the gaming vessels. She continues to guide the company with her expertise in designing new gaming vessels and will play a large role in the upcoming integrated Resort project at Mopa, Goa.</p> <p>Throughout her career, Anjali has established a philosophy centered on blending necessity with imagination. She has been regularly featured in Elle Decor, Architectural digest and Casa vogue, as one of most influential designers in the Indian Landscape.</p> <p>Apart from her day job as a design fanatic, she is an avid animal activist and provides support to animal shelters, animal rescue enthusiasts and the world of stray animals.</p>
Terms and conditions of re-appointment along with details of remuneration sought to be paid:	Liable to retire by rotation
Last Drawn Remuneration (for FY 2024-25):	₹ 8,000 by way of sitting fee.
Relationship with Other Directors, Manager and Other Key Managerial Personnel of the Company:	Daughter of Mr. Jaydev Mody
Shareholding in the Company (Individually or Jointly):	Nil
Number of Meetings of the Board Attended during the Year:	4
List of Directorships in other companies:	<ul style="list-style-type: none">• J M Livestock Private Limited• J M Realty Management Private Limited• Anjoss Trading Private Limited• Nepean Resorts Private Limited (Formerly known as Qraters Boutique Private Limited)
List of Committee Membership / Chairmanship in other companies:	None
Listed entities from which the person has resigned in last three years:	None

ANNEXURE - II

Name of Director:	Dr. Ram H. Shroff
DIN:	00004865
Date of 1 st Appointment:	01 st August, 2011
Age:	54
Qualification:	Qualified Medical Doctor
Experience/brief profile:	<p>Dr. Ram H. Shroff is a qualified medical doctor with over 17 years of experience at Charak Pharma, where he serves as a director. Charak is one of India's leading Herbal and Ayurvedic companies. Under Dr. Shroff's leadership, the company has significantly increased its market share and introduced several innovative products, reshaping the landscape of alternative medicine. He has also been pivotal in expanding Charak Pharma's global footprint, today, the company has a presence in more than 45 countries. Dr. Shroff actively participates in both local and international medical conferences, advocating the role of alternative medicine in modern patient care.</p> <p>Since 2012, Dr. Shroff has been the Managing Director of Delta Manufacturing Limited (DML). He has been instrumental in the company's turnaround and strategic growth. His decisive leadership has streamlined operations and unlocked new potential, including the expansion of the soft ferrite facility from 7 MT/month to 140 MT/month, and an increase in hard ferrite production from 70 MT/month to 125 MT/month through targeted investments. His customer-centric approach and passion for innovation have enabled DML to win major clients and expand its industry footprint.</p> <p>Dr. Shroff was also instrumental in securing the landmark deal with PREMO SL, Spain, a key strategic milestone that positions DML strongly for future global collaborations.</p> <p>In addition, he has led the expansion of the Trim Division in Tirupur, a strategic initiative that is expected to have a significant long-term impact on the division's growth trajectory and market positioning. This move aligns with Dr. Shroff's broader vision to build scalable, future-ready business units that serve evolving customer needs.</p> <p>Under his leadership, DML now caters to a wide range of industries including automobiles, railways, telecommunications, and textile accessories, and is recognized as one of the leading players in its segment—poised for continued growth and innovation.</p>
Terms and conditions of re-appointment along with details of remuneration sought to be paid:	Managing Director and Executive Vice Chairman liable to retire by rotation with remuneration.

Last Drawn Remuneration (₹ In lacs) (for FY 2024-25):	₹ 85,00,0000/- p.a.
Relationship with Other Directors, Manager and Other Key Managerial Personnel of the Company:	None
Shareholding in the Company (Individually or Jointly):	17,541 Equity Shares of ₹ 10/- each
Number of Meetings of the Board Attended during the Year:	5
List of Directorships in other companies:	<ol style="list-style-type: none">1. Creme-De-La-Creme Private Limited2. Charak Healthcare Private Limited3. Charak Pharma Private Limited4. Stride Livestock Private Limited5. ISS Trading Private Limited6. Royal Western India Turf Club Limited7. SSI Trading Private Limited8. Charak Animal Healthcare Private Limited (Under Liquidation)9. SI Agro Private Limited10. Vedistry Private Limited11. DML Ferrites Private Limited12. MMG Ferrites Private Limited
List of Committee Membership / Chairmanship in other companies:	None
Listed entities from which the person has resigned in last three years:	None