

S. No. 144/1, Manade Mala, Gandhinagar Road P.O. Uchgaon, Dist. Kolhapur, Maharashtra, 416005 www.saraswatisareedepot.com CIN - L14101PN2021PLC199578

Date: 2nd December, 2025

To,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (East)
Mumbai- 400051

NSE Scrip Code: SSDL

To, BSE Ltd Phirozee Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001

BSE Scrip Code: 544230

Subject: <u>Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations</u>, 2015 ("Listing Regulations")

Dear Sir/Madam,

Further to the outcome of meeting of the Board of Directors of Saraswati Saree Depot Limited ("**the Company**") and intimation of Calendar of events filed by the Company, please find enclosed herewith copy of the postal ballot notice along with explanatory statement dated November 14, 2025 ("**Notice**") to seek approval of the shareholders for the following special resolution:

Sr. No.	Particulars
1.	Approval for alteration of Object clause of the Memorandum of Association of Company.

Notice is being sent through electronic mode to those members whose e-mail addresses are registered with the Company/Depositories and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on Friday, November 28, 2025 ("Cutoff date"), seeking their approval as set out in the Notice.

The Company has engaged the services of Bigshare Services Private Limited for the purpose of providing e-voting facility to all its members. The remote e-voting will commence from Tuesday, December 2, 2025 (9:00 a.m. IST) and shall end on Thursday, January 1, 2026 (5:00 p.m. IST). The results of the postal ballot will be announced on or before Saturday, January 3, 2026 (5:00 p.m. IST).

M/s. DVD & Associates, Practicing Company Secretaries, Pune, is appointed to act as Scrutinizer for the purpose of conducting e-voting process in a fair and transparent manner.







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The above information will be made available on the website of the Company at www.saraswatisareedepot.com.

Thanking you, Yours faithfully,

FOR SARASWATI SAREE DEPOT LIMITED

Vidhi Bharat Oswal Company Secretary & Compliance Officer Membership No. A77054

Place: Kolhapur Date: 01.12.2025





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POSTAL BALLOT NOTICE

To, The Members Saraswati Saree Depot Limited

NOTICE is hereby given that pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") as amended, read with the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020 and the latest one being General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), including the latest Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by Securities and Exchange Board of India ("SEBI") ("SEBI Circular") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable provisions of the Act, rules, circulars and notifications issued thereunder (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time), approval of the members of the Company (as on cut-off date) is sought by means of Postal Ballot through e-voting only, on the subject matters as set out in this notice.

The Explanatory Statement pursuant to Section 102 of the Act pertaining to the proposed resolution(setting out the material facts' concerning the item and reasons thereof along with the Postal Ballot Notice is enclosed hereto for your consideration.

In compliance with MCA Circulars, Regulation 44 of the Listing Regulations and other applicable provisions, this postal ballot notice is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/Depositories and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Friday, 28th November, 2025 ("Cut-off date").

The Board of Directors has appointed CS Devendra V Deshpande (FCS 6099), Proprietor of M/s. DVD & Associates, Company Secretaries, Pune as Scrutinizer for conducting the Postal Ballot process through e-voting in a fair and transparent manner.

The Company has engaged the services of Bigshare Services Pvt Ltd to provide remote evoting facility to its members. The remote e-voting period commences from 9.00 AM (IST) on Tuesday, 2nd December, 2025 and ends at 5.00 PM (IST) on Thursday the 1st January, 2026. The remote e voting shall be completed by not later than 5.00 PM on Thursday the 1st January,







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2026 to be eligible for being considered, failing which, it will be strictly considered that no reply has been received from the member. The remote e-voting would be disabled after the end of the said period.

The Members of the Company are requested to read the instructions in the Notes under the note no. 13 **Remote e-voting Instructions for Shareholders'.**

The proposed Resolution(s) along with the Explanatory Statements setting out the material facts are as follows:

SPECIAL BUSINESS:

1. Alteration of Object clause of the Memorandum of Association

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

"RESOLVED THAT pursuant to provisions of Section 13, 110 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), and subject to such approvals, consent of shareholders be and is hereby accorded to alter the existing Clause III (A) and append the following clause as clause 2 – 'The Objects to be pursued by the Company on its incorporation' of the Memorandum of Association of the Company by inserting the following new main object as an additional clause after the existing main object:

"To venture into and carry on the business of development of real estate projects including acquisition, sale, construction, leasing, renting and management of residential, commercial, industrial, and mixed-use properties; to undertake development of land, building, housing projects, integrated townships, and related infrastructure such as roads, drainage, utilities, and facilities; and to act as builders, developers, contractors, promoters, lessors, lessees, investors, agents, consultants, and advisors in connection therewith."

RESOLVED FURTHER THAT the existing object of the Company relating to the business of trading, manufacturing and dealing in sarees and garments shall remain unaltered and continue as stated in the Memorandum of Association.

RESOLVED FURTHER THAT the altered Memorandum of Association incorporating the above new object be and is hereby approved and adopted.







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RESOLVED FURTHER THAT Mr. Vinod Dulhani, Managing Director and Ms. Vidhi Oswal, Company Secretary and Compliance Officer of the Company be and are hereby jointly authorised to do all such acts, deeds, matters and things necessary to give effect to this resolution."

By order of the Board of Directors FOR SARASWATI SAREE DEPOT LIMITED

VINOD DULHANI MANAGING DIRECTOR

DIN: 09105157

Place: Kolhapur Date: 14/11/2025





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Notes:

- 1. An explanatory statement pursuant to Section 102 of the Companies Act, 2013 stating all material facts and the reasons for the proposed resolutions is annexed herewith.
- 2. In compliance with MCA Circulars this postal ballot notice is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company / Depositories and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date.
- 3. The Members, whose names appear on the Register of Members / List of Beneficial Owners as on Friday, 28th November, 2025 (Cut-off Date) will be considered for the purpose of voting. Voting rights shall be reckoned on the paid-up value of shares registered in the names of the Members as on (Cut-off date).
- 4. The remote e-voting period commences from 9.00 AM (IST) on Tuesday, 2nd December, 2025 and ends at 5.00 PM (IST) on Thursday, 1st January, 2026.
- 5. In compliance with the provisions of Sections 108 and 110 of the Companies Act, 2013 and the Rules made thereunder and Regulation 44 of the Listing Regulations, the Company has provided the facility to the Members to exercise their votes electronically and vote on resolution(s) through the e-voting service facility arranged by Bigshare Services Pvt Ltd. The e-voting facility is available at the https://ivote.bigshareonline.com. The instructions for electronic voting are mentioned at note no. 13 to this Notice.
- 6. A member cannot exercise his vote by proxy on postal ballot.
- 7. The Scrutinizer will submit his report to the Chairman of the Company after completion of scrutiny and the results of the voting of postal ballot through e-voting will be announced by the Chairman or any other person duly authorized on this behalf on or before 3rd January 2026 at the Registered Office of the Company and shall also be displayed on the Company's website www.saraswatisareedepot.com and communicated to BSE Limited on www.bseindia.com, National Stock Exchange of India Ltd on https://www.nseindia.com and that of National Stock Exchange of India Ltd on https://ivote.bigshareonline.com on that date. The Company will also display the results of the postal ballot at its registered office.
- 8. The relevant documents referred to in the accompanying Notice and the Statement pursuant to Section 102 of the Companies Act, 2013 shall be available for inspection by the members at the Registered Office of the Company during normal business







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hours on all working days up to and including the date of declaration of the results of Postal Ballot.

- The resolution(s), if approved by the requisite majority, shall be deemed to have been passed on **Thursday**, 1st **January**, 2026, being the last date specified for voting through e-voting.
- 10. With a view to use natural resources responsibly, we request shareholders to update their contact details including e-mail address, mandates, nominations, power of attorney, Bank details covering name of the Bank and branch details, Bank account number, MICR code, IFSC code, etc. with their depository participants and with RTA if shares are held in physical form to enable the Company to send all the communications electronically including Annual Report, Notices, Circulars, etc.
- 11. SEBI vide its circular dated January 25, 2022, has mandated that the listed companies shall henceforth issue the securities in dematerialised form only, while processing service requests such as issue of duplicate share certificates, transmission, transposition, etc. Accordingly, members who still hold shares in physical form are advised to dematerialise their holdings.
- 12. SEBI vide its circular dated May 30, 2022 has prescribed Standard Operating Procedures for dispute resolution under the stock exchange arbitration mechanism for a dispute between a Listed Company and/or RTA and its Shareholders(s)/investor(s).
- 13. 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 is given below:

Type of	Login Method
shareholders	







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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 is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.
- 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 BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website 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. BIGSHARE, 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/Registration/EasiRegistration
- 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin 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. Click on **BIGSHARE** and you will be re-directed to **i-Vote** website for casting your vote during the remote e-voting period.

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 BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period.





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	 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 Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period.
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.

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 contact at 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a







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request at evoting@nsdl.co.in or call at toll free no.: 022- 48867000

- 2. <u>Login method for e-Voting for shareholder other than individual shareholders</u> <u>holding shares in Demat mode & physical mode is given below:</u>
- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "LOGIN" button under the 'INVESTOR LOGIN' section to Login on E-Voting Platform.
- Please enter you 'USER ID' (User id description is given below) and 'PASSWORD' which is shared separately on you register email id.
 - Shareholders holding shares in CDSL demat account should enter 16 Digit Beneficiary ID as user id.
 - Shareholders holding shares in NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID as user id.
 - Shareholders holding shares in physical form should enter Event No + Folio Number registered with the Company as user id.

Note If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

Click on I AM NOT A ROBOT (CAPTCHA) option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on 'LOGIN' under 'INVESTOR LOGIN' tab and then Click on 'Forgot your password?
- Enter "User ID" and "Registered email ID" Click on I AM NOT A ROBOT (CAPTCHA)
 option and click on 'Reset'.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, Bigshare E-voting system page will appear.
- Click on "VIEW EVENT DETAILS (CURRENT)" under 'EVENTS' option on investor portal.







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- Select event for which you are desire to vote under the dropdown option.
- Click on "VOTE NOW" option which is appearing on the right-hand side top corner of the page.
- Cast your vote by selecting an appropriate option "IN FAVOUR", "NOT IN FAVOUR" or "ABSTAIN" and click on "SUBMIT VOTE". A confirmation box will be displayed. Click "OK" to confirm, else "CANCEL" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "CHANGE PASSWORD" or "VIEW/UPDATE PROFILE" under "PROFILE" option on investor portal.
 - 3. Custodian registration process for i-Vote E-Voting Website:
- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on "REGISTER" under "CUSTODIAN LOGIN", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with "User id and password will be sent via email on your registered email id".

NOTE: If Custodian have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on 'LOGIN' under 'CUSTODIAN LOGIN' tab and further Click on 'Forgot your password?
- Enter "User ID" and "Registered email ID" Click on I AM NOT A ROBOT (CAPTCHA) option and click on 'RESET.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

<u>Voting method for Custodian on i-Vote E-voting portal:</u>

After successful login, Bigshare E-voting system page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under "**DOCUMENTS**" option on custodian portal.
 - Click on "DOCUMENT TYPE" dropdown option and select document type power of attorney (POA).







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 Click on upload document "CHOOSE FILE" and upload power of attorney (POA) or board resolution for respective investor and click on "UPLOAD".

Note: The power of attorney (POA) or board resolution has to be named as the "**InvestorID.pdf**" (Mention Demat account number as Investor ID.)

- Your investor is now mapped and you can check the file status on display.
 Investor vote File Upload:
- To cast your vote select "VOTE FILE UPLOAD" option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on "UPLOAD". Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can "CHANGE PASSWORD" or "VIEW/UPDATE PROFILE" under "PROFILE" option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any
	22 54 22.



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ANNEXURE TO THE NOTICE

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

The following explanatory statement sets out all material facts relating to the Special Business mentioned in the accompanying notice:

Item No.1 – Alteration of Objects clause of Memorandum of Association

The Company is presently engaged in the business of trading, manufacturing and dealing in sarees and garments, as stated in its existing object under Clause III(A) of the Memorandum of Association (MOA). The Company has been exploring avenues for diversification to enhance long-term value for shareholders, optimise utilisation of available resources, and tap emerging business opportunities.

The Board is of the view that the real estate development and allied activities sector presents significant potential for growth and can complement the Company's existing business streams by providing additional revenue channels. To enable the Company to pursue such opportunities, it is proposed to insert an additional object in Clause III(A) of the MOA relating to the business of real estate development, construction, land development, infrastructure activities, and ancillary services.

The proposed insertion of a new object does not affect or modify the Company's existing primary object relating to sarees and garments, which shall continue unchanged.

It is proposed to insert the following new object as Clause 2 under Clause III(A) - "The Objects to be pursued by the Company on its incorporation", immediately after the existing object under clause 1, as set out in the accompanying Postal Ballot Notice.

"To venture into and carry on the business of development of real estate projects including acquisition, sale, construction, leasing, renting and management of residential, commercial, industrial, and mixed-use properties; to undertake development of land, building, housing projects, integrated townships, and related infrastructure such as roads, drainage, utilities, and facilities; and to act as builders, developers, contractors, promoters, lessors, lessees, investors, agents, consultants, and advisors in connection therewith."

Upon approval of the shareholders, the MOA of the Company will stand altered to include the new object, while the existing object relating to the saree and garments business will remain intact.





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Pursuant to Section 13 of the Companies Act, 2013, alteration of the Object Clause of the MOA requires approval of the shareholders by way of a Special Resolution. Further, in accordance with Section 110 of the Act read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the said Special Resolution is required to be passed through Postal Ballot including e-voting, as the Company is a listed entity and the matter falls under items mandatorily required to be transacted through postal ballot.

A copy of existing MOA and the proposed draft amendment is available for inspection by the members at registered office of the Company during business hours on any working day upto the last date for voting through postal ballot.

None of the Directors, Key Managerial Personnel ("KMP") 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, in the Company.

The Board recommends the passing of the resolution as a Special Resolution as set out in Notice for approval of the shareholders.

By order of the Board of Directors FOR SARASWATI SAREE DEPOT LIMITED

VINOD DULHANI MANAGING DIRECTOR DIN: 09105157

Place: Kolhapur Date: 14/11/2025



