

Date: February 11, 2026

To,
The Manager,
Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400051

Corporate Services Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai – 400001

Symbol: SARLAPOLY

Security Code: 526885

Sub: Postal Ballot Notice - Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir / Madam,

In compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Please find enclosed herewith a copy of Notice of Postal Ballot dated Wednesday, 04th February 2026, which has been sent to the members of the Company, for seeking approval of the members by way of Special Resolutions for the matters mentioned therein.

In compliance with MCA Circulars, the Postal Ballot Notice along with Explanatory Statement and Instructions for e-voting is being sent only through electronic mode to those Members, whose e-mail addresses are registered with the Company/Depositories and whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on Friday, February 06, 2026 ("Cut-off date"). Further, communication of assent or dissent by the Members on the items of businesses set out in this Notice shall be done through remote e-voting only i.e., casting of votes electronically.

In compliance with the provisions of Section 108 and 110 of the Companies Act, 2013 read with relevant rules made thereunder, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Company has engaged the services of NSDL to provide remote e-voting facilities to the Members, to enable them to cast their votes electronically.

Regd. Off. & Works 1:
Survey No. 59/1/4,
Amlī Pipariā Industrial
Estate, Silvassa-396 230,
U.T. Dadra & Nagar Haveli

Works 2:
Survey No.
64/2/3/4,61/1,61/2,62/5,63/5,63/7,
Amlī Pipariā Industrial Estate,
Silvassa-396 230,
U.T. Dadra & Nagar Haveli

Works 3:
Survey No. 213/P,
Plot No. 11 & 12,
Dadra-396 191,
U.T. Dadra & Nagar Haveli

Vapi Works:
Shed No. A1/48,
100 Sheds Area,
GIDC, Vapi-396 195
(Gujarat)

Remote E-voting details -

| Sr. No. | Activity | Date |
|----------------|----------------------------|--|
| 1 | e-voting start date & Time | Thursday, February 12, 2026 09.00 A.M. (IST) |
| 2 | e-voting end date & Time | Friday, March 13, 2026 05.00 P.M. (IST) |

Members holding shares in physical mode and who have not updated their email addresses with the Company/RTA/DP are requested to update their email addresses.

The copy of the said Postal Ballot Notice is being made available on the website of the Company at <https://www.sarlafibers.com/>.

Kindly take note of the above information.

Thanking You,
For Sarla Performance Fibers Limited

Mustafa Manasawala
Company Secretary & Compliance Officer
Membership No: A76344

Encl:- a/a

Regd. Off. & Works 1:
Survey No. 59/1/4,
Amlī Pipariā Industrial
Estate, Silvassa-396 230,
U.T. Dadra & Nagar Haveli

Works 2:
Survey No.
64/2/3/4,61/1,61/2,62/5,63/5,63/7,
Amlī Pipariā Industrial Estate,
Silvassa-396 230,
U.T. Dadra & Nagar Haveli

Works 3:
Survey No. 213/P,
Plot No. 11 & 12,
Dadra-396 191,
U.T. Dadra & Nagar Haveli

Vapi Works:
Shed No. A1/48,
100 Sheds Area,
GIDC, Vapi-396 195
(Gujarat)

POSTAL BALLOT NOTICE

(Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014)

Dear Member(s),

NOTICE is hereby given pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 (“the Act”) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended (“Rules”), read with General Circular Nos. 14/2020 dated 8 April 2020, 17/2020 dated 13 April 2020, 22/2020 dated 15 June 2020, 33/2020 dated 28 September 2020, 39/2020 dated 31 December 2020, 10/2021 dated 23 June 2021, 20/2021 dated 8 December 2021, 03/2022 dated 5 May 2022, 11/2022 dated 28 December 2022, 09/2023 dated 25 September 2023, General Circular No. 09/2024 dated 19 September 2024 and General Circular No. 3/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs, Government of India (collectively referred to as the “MCA Circulars”), Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (“SS-2”), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), for seeking approval of the Members of the Company by way of Special Resolution(s) for the matter(s) set out below, through Postal Ballot by way of remote e-voting only.

In terms of the MCA Circulars and in compliance with Sections 108 and 110 of the Act read with Regulation 44 of the Listing Regulations, voting on the proposed resolutions shall be carried out only through remote e-voting. Physical postal ballot forms shall not be accepted.

In compliance with the 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’s Registrar and Share Transfer Agent, MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) / Depositories, as on Friday, February 06, 2026 (“Cut-off Date”). Physical copies of this Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelopes are not being sent to the Members.

An Explanatory Statement pursuant to Sections 102 and 110 of the Act, setting out the material facts and reasons for the proposed resolutions, is annexed hereto and forms an integral part of this Postal Ballot Notice.

Remote E-Voting Period

- Commencement: 09:00 A.M. (IST) on Thursday, February 12, 2026
- Conclusion: 05:00 P.M. (IST) on Friday, March 13, 2026

Regd. Off. & Works 1:
Survey No. 59/1/4.
Amlī Pipariā Industrial
Estate, Silvassa-396 230,
U.T. Dadra & Nagar Haveli

Works 2:
Survey No.
64/2/3/4,61/1,61/2,62/5,63/5,63/7,
Amlī Pipariā Industrial Estate,
Silvassa-396 230,
U.T. Dadra & Nagar Haveli

Works 3:
Survey No. 213/P,
Plot No. 11 & 12,
Dadra-396 191,
U.T. Dadra & Nagar Haveli

Vapi Works:
Shed No. A1/48,
100 Sheds Area,
GIDC, Vapi-396 195
(Gujarat)

The Company has appointed CS Vyoma Desai, Practicing Company Secretary (Membership No. FCS 11166; COP No. 23010) as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

The Scrutinizer shall submit the report to the Chairman of the Company or any Director authorised by him, and the results of the Postal Ballot shall be announced within two (2) working days from the conclusion of the remote e-voting period. The results, along with the Scrutinizer's Report, shall be intimated to BSE Limited and National Stock Exchange of India Limited, and shall also be placed on the Company's website at <https://www.sarlafibers.com/> and on the e-voting website provided by National Securities Depository Limited at <http://www.evoting.nsdl.com/>.

SPECIAL BUSINESS

ITEM NO. 1

APPROVAL FOR CREATION OF CHARGE / SECURITY ON THE ASSETS OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof), the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include any Committee thereof) to mortgage, pledge, hypothecate and/or create charge, in such form and manner and with such ranking as may be deemed fit, on all or any of the movable and/or immovable properties of the Company, both present and future, for securing the borrowings of the Company, including by way of loans, debentures or other debt instruments, together with interest, additional interest, costs, charges, expenses and other monies payable, up to the limits approved under Section 180(1)(c) of the Act.

RESOLVED FURTHER THAT the Board be and is hereby authorised to finalise, execute and deliver all such deeds, documents and writings and to do all such acts, deeds, matters and things as may be required to give effect to this resolution.”

ITEM NO. 2

APPROVAL FOR INCREASE IN OVERALL BORROWING LIMITS OF THE COMPANY AS PER SECTION 180 (1) (c) OF THE COMPANIES ACT, 2013

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

“RESOLVED THAT in supersession of all earlier resolutions passed in this regard and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof), the consent of the Members be and is hereby accorded to the Board to borrow any sum or sums of money, by way of loans, debentures or any other permissible mode of borrowing, whether secured or unsecured, from time to time, including the monies already borrowed by the Company and remaining outstanding at any point of time, notwithstanding that

the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business, as defined under the Act) may exceed the aggregate of the paid-up share capital, free reserves and securities premium of the Company, provided that the total outstanding borrowings of the Company shall not exceed ₹550 Crores (Rupees Five Hundred and Fifty Crores only) at any point of time.

RESOLVED FURTHER THAT the Board be and is hereby authorised to arrange, finalise and determine the terms and conditions of such borrowings, including interest, repayment, security or otherwise, and to do all such acts, deeds, matters and things as may be considered necessary, expedient or desirable in order to give effect to this resolution.”

Company's Registered Office

Survey No. 59/1/4, Amlı Piparia
Industrial Estate, Silvassa, Dadra &
Nagar Havelı, 396230

Company's Corporate Office:

304, Arcadia, 195 Nariman Point,
Mumbai – 400 021 Tel.: 022 - 2283
4116

E-mail: investors@sarlafibers.com

By order of the Board of Directors of

Sarla Performance Fibers Limited

Sd/-

Mustafa Manasawala

Company Secretary & Compliance Officer

Membership No: A76344

Place: Mumbai

Date: 04.02.2026

NOTES

1. The Explanatory Statement pursuant to Section 102 read with Section 110 of the Companies Act, 2013 ("the Act"), setting out the material facts and reasons for the proposed Special Resolution(s), is annexed hereto and forms an integral part of this Postal Ballot Notice.
2. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose names appear in the Register of Members / List of Beneficial Owners maintained by the Company and as received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on Friday, February 06, 2026 ("Cut-off Date") and whose e-mail addresses are registered with the Company / Depository Participants. Members whose e-mail addresses are not registered are requested to follow the instructions provided in Note No. 9.
3. In accordance with the MCA Circulars, physical copies of this Postal Ballot Notice along with Postal Ballot Forms and pre-paid business reply envelopes are not being sent to the Members. Members are requested to record their assent or dissent only through remote e-voting.
4. Members whose names appear in the Register of Members / List of Beneficial Owners as on the Cut-off Date, i.e., Friday, February 06, 2026, shall be entitled to vote on the resolutions set out in this Postal Ballot Notice. Any person who is not a Member as on the Cut-off Date should treat this Postal Ballot Notice for information purposes only.
5. In compliance with provisions of Section 108 and Section 110 and other applicable provisions of the Act read with the Companies (Management & Administration) Rules, 2014, the Company is pleased to offer e-voting facility to all the Members of the Company. For this purpose, the Company has availed the service of NSDL, for facilitating e-voting to enable the Members to cast their votes electronically.
6. Members may note that this Postal Ballot Notice is also available on the Company's website at <https://www.sarlafibers.com/>, on the websites of the Stock Exchanges, namely BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com, and on the website of NSDL <http://www.evoting.nsdl.com/>.
7. All the material documents referred to in the Explanatory Statement, shall be available for inspection for Members through electronic mode from Thursday, February 12, 2026 to Friday, to March 13, 2026, basis the request being sent on investors@sarlafibers.com mentioning their name, Folio no. / Client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card attached to the email.
8. The voting rights of the Members shall be in proportion to their shareholding in the paid-up equity share capital of the Company as on the Cut-off Date, i.e., Friday, February 06, 2026.
9. Members holding shares in physical mode and who have not registered their e-mail addresses with the Company are requested to register/update the same by sending an e-mail to investors@sarlafibers.com along with a duly filled and signed Form ISR-1, self-attested copy of their PAN Card, and self-attested copy of any valid address proof (such as Driving Licence, Passport, or Voter ID Card).

Members holding shares in dematerialised mode are requested to register/update their e-mail addresses with their respective Depository Participants (DPs). For any assistance, Members may write to investors@sarlafibers.com.

10. The Scrutinizer shall submit her report to the Chairman of the Company or any Director authorised by him, after completion of scrutiny of votes cast through remote e-voting. The results of the Postal Ballot shall be announced not later than two (2) working days from the conclusion of the e-voting period at the Registered Office of the Company.
11. The resolution(s), if passed by the requisite majority, shall be deemed to have been passed on Friday, March 13, 2026, being the last date of the remote e-voting period. The results along with the Scrutinizer's Report shall be intimated to BSE Limited and National Stock Exchange of India Limited, and shall also be uploaded on the Company's website at <https://www.sarlafibers.com/> and website of NSDL <http://www.evoting.nsd.com/>.
12. SEBI has mandated submission of PAN, KYC details and nomination by holders of physical securities and linking of PAN with Aadhaar, pursuant to its circulars dated March 16, 2023 and November 17, 2023. Members holding shares in physical mode are requested to submit the requisite documents to the Company's Registrar and Share Transfer Agent, MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited).
13. Pursuant to the SEBI e-voting circulars, the e-voting process has been enabled for all 'individual demat account holders' through a single login credential, using their demat accounts / websites of Depositories / Depository Participants.

The Detailed instructions for remote e-voting are provided below.

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting 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. | 1. For OTP based login you can click on https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp . You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. |

2. 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.
3. 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>
4. 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.
5. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



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 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>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. 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 | 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. |

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 |
| 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. 1800-21-09911

B) Login Method 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. a .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 on NSDL e-Voting system.

How to cast your vote electronically 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.
- 2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
- 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 csvyoma@aslassociates.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 or send a request to (Name of NSDL Official) 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 investors@sarlafibers.com.
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 investors@sarlafibers.com. If you are an Individual shareholders 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 for Individual shareholders holding securities in demat mode.**
3. 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.
4. 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

Item No. 1: Creation of Charge/Security on Company Assets

The Members of the Company, at the 25th Annual General Meeting held on Friday, September 28, 2018, had passed a Special Resolution authorizing the Board of Directors to create charges, mortgages, or encumbrances on the Company's assets to secure the borrowings of the Company.

In light of the proposal to increase the Company's borrowing limits (as detailed in Item No. 2), it is necessary to provide the Board with the co-extensive authority to secure these higher limits. Under Section 180(1)(a) of the Companies Act, 2013, the Board of Directors requires the consent of the Members by way of a Special Resolution to sell, lease, or otherwise dispose of the whole or substantially the whole of the undertaking of the Company.

As the creation of a mortgage or charge on the Company's movable and/or immovable properties (both present and future) to secure financial assistance may be considered a "disposal" of the undertaking under the Act, the Board seeks your approval to create such security up to the revised aggregate limit of ₹550 Crores (Rupees Five Hundred Fifty Crores).

None of the Directors, Key Managerial Personnel (KMP) of the Company, or their relatives are concerned or interested, financially or otherwise, in this resolution, except to the extent of their shareholding and directorship in the Company.

The Board recommends the Special Resolution set out at Item No. 1 for approval by the Members.

Item No. 2: Enhancement of Borrowing Limits

The Members of the Company, at the 25th Annual General Meeting held on Friday, September 28, 2018, had authorized the Board of Directors to borrow funds up to an aggregate limit of ₹375 Crores (Rupees Three Hundred Seventy-Five Crores) in excess of the paid-up share capital, free reserves, and securities premium of the Company.

To meet the Company's expanding business requirements, working capital needs, and future growth plans, the Board of Directors, at its meeting held on Wednesday, February 04, 2026, has recommended enhancing the borrowing powers to an overall limit of ₹550 Crores (Rupees Five Hundred Fifty Crores).

Section 180(1)(c) of the Companies Act, 2013, provides that the Board shall not borrow money—where the money to be borrowed, together with the money already borrowed by the company, will exceed the aggregate of its paid-up share capital, free reserves, and securities premium—without the prior approval of the Members by way of a Special Resolution. Accordingly, this resolution is proposed to modify the previous limit to ensure the Company has the necessary financial flexibility for its future operations.

None of the Directors, Key Managerial Personnel (KMP) of the Company, or their relatives are concerned or interested, financially or otherwise, in this resolution, except to the extent of their shareholding and directorship in the Company.

The Board recommends the Special Resolution set out at Item No. 2 for approval by the Members.

Company's Registered Office

Survey No. 59/1/4, Amlī Pipariā
Industrial Estate, Silvassa, Dadra &
Nagar Haveli, 396230

Company's Corporate Office:

304, Arcadia, 195 Nariman Point,
Mumbai – 400 021 Tel.: 022 - 2283
4116

E-mail: investors@sarlafibers.com

By order of the Board of Directors of

Sarla Performance Fibers Limited

Sd/-

Mustafa Manasawala

Company Secretary & Compliance Officer

Membership No: A76344

Place: Mumbai

Date: 04.02.2026

INFORMATION AT GLANCE:

| Particulars | Details |
|--|--|
| Cut-off Date to dispatch postal ballot notice and determine eligible Members to vote on the Special Resolution(s) | Friday, February 06, 2026 |
| Commencement of Remote E-voting | 09:00 A.M. (IST) on Thursday, February 12, 2026 |
| End of Remote E-voting | 05:00 P.M. (IST) on Friday, March 13, 2026 |
| Date on which the Resolution(s) shall be deemed to be passed | Friday, March 13, 2026 (being the last date of remote e-voting) |
| Name, Address and Contact Details of the Registrar and Share Transfer Agent | MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) Address: C-101, Embassy 247, LBS Marg, Vikhroli (West), Mumbai – 400083 Toll-Free No.: 1800 1020 878 |
| Contact Details of the Company | Mr. Mustafa Manasawala Company Secretary & Compliance Officer Corporate Office: 304, Arcadia, 195 Nariman Point, Mumbai – 400021 Tel.: 022-2283-4116 E-mail: investors@sarlafibers.com |