SBCL/BSE & NSE/2026-27/37 **11th August, 2026**

To, BSE Limited Corporate Relationship Deptt. PJ Towers, 25th Floor, Dalal Street, Mumbai – 400 001 **Code No. 513097**	**To,** National Stock Exchange of India Ltd. Exchange Plaza, Plot No. C/1, G-Block Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 **Code No. SBCL**

Subject: Annual Report for the Financial year 2025-26 and Notice convening the 42nd Annual General Meeting of the Company

Dear Sir/Madam,

Pursuant to the Regulation 30 and 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith Annual Report for the financial year 2025-26 and the Notice convening the 42nd Annual General Meeting ('AGM') of the Company, scheduled to be held on Wednesday, September 02, 2026, at 10:30 a.m. (IST) through Video Conferencing / Other Audio-Visual Means. The Company has fixed Wednesday, August 26, 2026, as the Record Date for the purpose of determining the entitlement of the Members to receive the final dividend of Rs. 2/- per equity share for the financial year 2025-26, if declared at the AGM

The remote e-voting facility will be available during the following voting period:

Commencing on	**Sunday, 30th August, 2026 from 9:00 a.m. (IST)**
Ended on	**Tuesday, 01st September 2026 till 5.00 p.m. (IST)**

The Notice of the AGM along with the Annual Report for the financial year 2025-26 is also uploaded on website of the Company, at https://www.shivalikbimetals.com/annual_reports.php.

This is for your information and record.

Thanking you,

For Shivalik Bimetal Controls Limited

Aarti Sahni Digitally signed by Aarti Sahni Date: 2026.08.11 11:34:47 +05'30'

Aarti Sahni
Company Secretary
M. No: A25690

Enclosure as above:

Notice to Shareholders

NOTICE is hereby given that the 42nd (Forty-second) Annual General Meeting ("AGM") of the Members of Shivalik Bimetal Controls Limited ("The Company") will be held through video conferencing or other audio visual means on Wednesday, the 02nd Day of September, 2026 at 10:30 a.m. (IST) to transact the following business(es):

ORDINARY BUSINESSES:

1. To receive, consider and adopt the Audited Financial Statements (both Standalone and Consolidated Financial Statements) of the Company for the financial year ended March 31, 2026 together with Director's Report and the Auditor's Report thereon;

2. To confirm the payment of Interim Dividend and to declare Final Dividend on equity shares for the financial year ended March 31, 2026;

3. To appoint a director in place of Mr. Kabir Ghumman (DIN: 01294801), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESSES:

4. **Appointment of Statutory Auditor to fill the casual vacancy:**

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

   "RESOLVED THAT pursuant to the provisions of Section 139, 141, 142 and other applicable provisions of the Companies Act, 2013 ("Act"), and the rules made thereunder, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s. Walker Chandiok & Co LLP, Chartered Accountants, (Firm Registration No. 001076N/N500013), be and are hereby appointed as Statutory Auditors of the Company to hold office w.e.f. 07th August, 2026 till the conclusion of the 42nd Annual General Meeting of the Company to fill the casual vacancy caused by the resignation of M/s. Arora Gupta & Co. Chartered Accountants, (FR No. 021313C) at such remuneration plus applicable taxes and out of pocket expenses, as may be determined and recommended by the Audit Committee and approved by the Board.

   RESOLVED FURTHER THAT the Board of the Company (which expression shall include a committee thereof) be and is hereby authorized to do all such acts, deeds and things, to enter into such agreement(s) including any amendment(s) thereof or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable in order to give effect to this resolution or as otherwise considered by the Board to be in the best interest of the Company, as it may deem fit."

5. **Appointment of Statutory Auditor for a term of 5 years:**

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

   "RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013 ("Act"), and the rules made thereunder, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s. Walker Chandiok & Co LLP, Chartered Accountants, (Firm Registration No. 001076N/N500013), be and are hereby appointed as the Statutory Auditors of the Company for a term of five years to hold office from the conclusion of 42nd Annual General Meeting ("AGM") till the conclusion of the 47th AGM of the Company, at such remuneration plus applicable taxes and out of pocket expenses, as may be determined and recommended by the Audit Committee and approved by the Board.

   RESOLVED FURTHER THAT the Board of the Company (which expression shall include a committee thereof) be and is hereby authorized to do all such acts, deeds and things, to enter into such agreement(s) including any amendment(s) thereof or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable in order to give effect to this resolution or as otherwise considered by the Board to be in the best interest of the Company, as it may deem fit."

6. **Ratification of remuneration of Mr. Ramawatar Sunar, Cost Auditor**

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

   "RESOLVED THAT pursuant to the provisions of Section 148 and any other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Audit and Auditors) Rules, 2014 framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), consent of the members is hereby accorded to ratify the remuneration of ₹1,75,000/- (Rupees One Lakh Seventy Five Thousand Only) per annum plus applicable taxes and out of pocket expenses payable to Mr. Ramawatar Sunar, Cost Auditor, (FRN: 100691), re-appointed by the Board of Directors on the recommendation of the Audit Committee, to conduct Audit of cost records of the Company for the FY 2026-27.

   RESOLVED FURTHER THAT the consent of the members be and hereby accorded to authorize the Board of Directors and Company Secretary of the Company to do all the acts, matters and things and to take all such steps as may be required and necessary to give effect to this resolution."

7. **Alteration of the Articles of Association of the Company**

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

   "RESOLVED THAT pursuant to the provisions of Section 14 read with Section 5 and any other applicable provision, if any, of the Act read with Companies (Incorporation) Rules, 2014 thereunder (including any statutory modifications or re-enactment thereof, for the time being in force), other applicable regulations, rules and guidelines issued, subject to approval of Registrar of Companies and subject to such terms, conditions, amendments or modifications as may be required or suggested by any such appropriate authority, the consent of the members of the Company be and is hereby accorded to alter the Articles of Association of the Company to enable the provisions of share warrants and issuance of other marketable securities in the following manner:

i) In **Article 2** under heading INTERPRETATION, the following definition of the term "Securities" be inserted after the definition of "Shares"

"Securities" shall mean any Share (including Equity Shares), scrips, stocks, bonds, debentures, warrants or options whether or not, directly or indirectly convertible into, or exercisable or exchangeable into or for Equity Shares, and any other marketable securities.

Any references to Shares in these Articles shall, where the context so requires, be construed as including any class of securities issued by the Company.

ii) The existing **Article 3** to be amended to state that:

a) The Authorised Share Capital of the Company is as stated in Clause V of the Memorandum of Association with the rights, privileges and conditions attached thereto as are provided by the Articles of Association for the time being.

b) subject to the provisions of the Act and any other statutory enactment order/notification as may be in force from time to time and this Article, the company shall have power to issue all kinds of securities, (both shares or debt instruments of every kind) either convertible or non-convertible or partly convertible, either in India or outside India, and upon such terms and conditions the Board of Directors may impose in accordance with the provision of the Act or any statutory enactment / order / Guideline / regulation/ notification as may be in force from time to time.

c) Subject to the provisions of the Act, and any other statutory enactment/ order/ regulation/ guideline/ notification as may be in force from time to time and these Articles, the Company shall have power to issue fully convertible and / or partly convertible Warrants/ Options carrying right of conversion into equity shares at such time or during such period and in such manner as may be decided at the time of issue of warrants in accordance with the provisions of the said Act / other enactment / order/ regulation / guideline issued by the Securities and Exchange Board of India (SEBI) or other authority and in force from time to time and any resolution of the Company that may be passed in a General Meeting in that behalf.

iii) The existing **Article 6** to be amended to state that:

"Subject to compliance with applicable laws, the Company, may issue the following kinds of securities in accordance with these Articles:

(a) Equity share capital:

(i) with voting rights; and/ or

(ii) with differential rights as to dividend, voting or otherwise in accordance with applicable laws;

(b) Preference share capital;

(c) Convertible securities, including partly and fully convertible securities; and

(d) Warrants convertible into equity shares of the Company

(e) Non-convertible securities

(f) Such other securities (convertible or non-convertible) as may be allowed under the Companies Act and other applicable Regulations."

RESOLVED FURTHER THAT the Board of Directors and Company Secretary be and is hereby severally authorised to undertake all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, expedient, proper or desirable to give full effect to the aforesaid resolution and to settle all questions/ doubts/ queries/ difficulties that may arise in this regard, at any stage without being required to seek any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

For **Shivalik Bimetal Controls Limited**

Sd/-
Aarti Sahni
Company Secretary
M.No. A25690

Place: New Delhi
Date: 06th August, 2026

Registered Office: 16-18, New Electronics Complex, Chambaghat,
Distt. Solan, Himachal Pradesh - 173213
CIN: L27101HP1984PLC005862
E-mail: investor@shivalikbimetals.com

NOTES:

1. The Ministry of Corporate Affairs ('MCA') has, vide its circular dated April 8, 2020, April 13, 2020, May 5, 2020, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023, September 19, 2024 and September 22, 2025 (collectively referred to as 'MCA Circulars'), permitted convening the Annual General Meeting ('AGM') through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM'), without physical presence of the Members at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 ('the Act') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), this AGM is being held through VC/OAVM, which does not require physical presence of members at a common venue.

2. The Explanatory Statement, pursuant to Section 102(1) of the Companies Act, 2013 ("The Act"), setting out material facts concerning the special business under Item No. 4 to 6 of the Notice is annexed hereto. The relevant details, pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI ("Listing Regulations") and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, in respect of Director(s) seeking appointment/re-appointment at this Annual General Meeting ("AGM") are also annexed.

3. Since this AGM is being held through VC/OAVM, pursuant to MCA Circulars, physical attendance of the Members has been dispensed with. Hence, Members shall attend and participate in the ensuing AGM through VC/OAVM. Accordingly, the facility for the appointment of proxies by the Members will not be available for the AGM. Hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

The attendance through VC/OAVM is restricted and hence members will be allowed on first come first served basis. However, as per the MCA Circulars, attendance of Members holding more than 2% of the shares of the Company, Institutional Investors as on the Cut-off Date, Directors, Key Managerial Personnel and Auditors will not be restricted on first come first served basis.

4. Relevant documents referred in the accompanying Notice and other statutory registers of the Company shall be available for inspection at the Registered Office of the Company during normal hours (between 10.00 A.M. to 1.00 PM) on all working days (except Saturday, Sunday and Public Holidays) without any fee from the date of circulation of this Notice including the date of the Annual General Meeting.

5. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

6. Pursuant to Section 113 of the Act, Institutional/Corporate Shareholders (i.e. other than individuals/ HUF, NRI, etc.) are required to send a scanned certified copy (PDF/JPG Format) of their Board or governing Body's Resolution/Authorization, together with attested specimen signature of duly authorized signatory(ies), authorizing their representative to attend the meeting through VC/OAVM on their behalf and to vote through e-voting to the Scrutinizer through e-mail at amitsaxenacs@yahoo.com with a copy marked to NSDL at evoting@nsdl.co.in. 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.

7. The Board has fixed August 26, 2026 as the record date for the dividend. The Register of Members and Share Transfer Books of the Company will remain closed from August 27, 2026 to September 02, 2026 (both days inclusive) for the purpose of determining entitlement of members for the payment of Final Dividend for the financial year ended March 31, 2026, if declared at the Meeting and for the AGM.

8. Subject to the provisions of section 126 of the Act, dividend on equity shares, if declared, at the AGM, will be credited/ dispatched on or before October 01, 2026 , to all those members holding shares in physical form/ electronic form as on closing hours on August 26, 2026.

9. Electronic copy of the Annual Report for the Financial Year (FY) 2025-26, the Notice of the 42nd AGM of the Company sent to all the members via email whose email addresses are registered with the Company/ Depository Participants.

Further, in terms of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 w.e.f 13.12.2024, The listed entity shall send the annual report in the following manner to the shareholders:

a) Soft copies of full annual report to all those shareholder(s) who have registered their email address(es) either with the listed entity or with any depository;

b) A letter providing the web-link, including the exact path, where complete details of the Annual Report are available to those shareholder(s) who have not so registered;

c) Hard copy of full annual report to those shareholders, who request for the same.

Physical copy of the Annual Report for the FY 2025-26, the Notice of the 42nd AGM of the Company sent to those members who have request for the same to the Company/ Depository Participants/RTA. The Annual Report for the FY 2025-26 and the Notice of the 42nd AGM will also be available on the Company's website – www.shivalikbimetals.com and websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The Notice of AGM is also available on the website of National Securities Depository Limited (NSDL) i.e. www.evoting.nsdl.com Company's web link on the above will also be provided in advertisement being published in Financial Express (English edition) and Jansatta (Hindi edition).

Notice to Shareholders

10. In terms of SEBI Circular dated December 09, 2020, the depository shall send SMS/email alerts regarding the details of the upcoming AGM to the demat holders atleast 2 days prior to the date of commencement of e-voting, members are requested to update the mobile no. /email ID with their respective depository participants.

11. SEBI has established a common Online Dispute Resolution Portal ('ODR Portal') for resolution of disputes arising in the Indian Securities Market. Pursuant to this, post exhausting the option to resolve their grievance with the RTA/Company directly and/or through the SEBI SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login) and the same can also be accessed through the Company's website at website: https://www.shivalikbimetals.com/corporate-governance.php

12. Green Initiative: Members who have not registered their e-mail address are requested to register their e-mail address to receive all communication from the Company electronically.

13. The Board vide its resolution passed on August 06, 2026 has appointed M/s. Amit Saxena & Associates., Practicing Company Secretary, as the scrutinizer to scrutinize both the remote e-voting as well as e-voting during the AGM in a fair and transparent manner.

14. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form by writing to the Company's Registrar and Share Transfer Agent, MAS Services Limited, at investor@masserv.com.

15. Members are requested to notify immediately about any change in their postal address/E-mail address/dividend mandate/ bank details to their Depository Participant (DP) in respect of their shareholding in DEMAT mode and in respect of their physical shareholding to the Company's Registrar and Share Transfer Agent('RTA'), viz. MAS Services Limited having its office at T-34, IInd Floor, Okhla Industrial Area Phase-II, New Delhi-110020 E-Mail – investor@masserv.com.

16. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their Demat Accounts. Members holding shares in physical form can submit their PAN to the RTA.

17. In case of joint holders, the Member whose name appears as the first holder in order of names as per the Register of Members of the Company will be entitled to vote.

18. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified from time to time.

19. As per Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, Securities of Listed Companies can be transferred only in dematerialized form with effect from April 01, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares, members holding shares in physical form are requested to converting their holdings to dematerialized form. Members can contact the Company or Company's Registrar and Share Transfer Agents, MAS Services Limited for assistance in this regard.

In accordance with SEBI (Listing Obligations and Disclosure Requirements) (4th amendment) Regulations, 2018 notified on June 07, 2018 and further notification dated November 30, 2018 request for physical transfer of shares was discontinued w.e.f. April 01, 2019.

However, in accordance with SEBI Circular No. HO/38/13/11(2)2026-MIRSD-POD/ I/3750/2026 dated January 30, 2026 ("SEBI Circular"), shareholders of Shivalik Bimetal Controls Limited ("Company") are hereby informed that a special window has been made available for a period of one year from February 05, 2026 to February 04, 2027, for transfer and dematerialization of physical securities which were sold/ purchased prior to April 01, 2019. This special window shall also be available for such transfer requests which were submitted earlier and were rejected/returned/not attended due to deficiency in the documents/process/or otherwise.

20. Members holding shares in physical form who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. Members may download the said forms from the Company's website under the weblink at https://www.shivalikbimetals.com/about-us.php?pageId=39.

Members holding shares in demat mode should file their nomination with their respective Depository Participant(s).

21. In all correspondence with the Company/the RTA, Members are requested to quote their Folio Number and in case their shares are held in the dematerialised form, must quote their DP ID and Client ID numbers.

22. Pursuant to SEBI Master Circular No. HO/38/13/ (4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026, issued to Registrars to an Issue and Share Transfer Agents, the security holders (holding securities in physical form), whose folio(s) are not updated with the KYC details (any of the details viz., PAN; Contact Details and Bank Account Details and signature, shall be eligible for any payment including dividend, interest or redemption in respect of such folios, only through electronic mode with effect from April 1, 2024. Shareholders may follow the steps below to update their KYC on priority.

23. Updation of mandate for receiving dividend directly in bank account through Electronic Clearing system or KYC updation:

Physical Holding

Send hard copies of the following details/ documents to the Registrar at, MAS Services Limited, T-34, IInd Floor, Okhla Industrial Area, Phase-II, Delhi 110020

Form ISR-1 and ISR-2 along with supporting documents. The said forms can be accessed at the link https://www.shivalikbimetals.com/about-us.php?pageId=39 or and on the website of the RTA at https://www.masserv.com/downloads.asp

ii. Cancelled cheque in original, bearing the name of the Member or first holder, in case shares are held jointly. In case name of the holder is not available on the cheque, kindly submit the following documents:

a. Cancelled cheque in original;

b. Bank attested legible copy of the first page of the Bank Passbook / Bank Statement bearing the names of the account holders, address, same bank account number and type as on the cheque leaf and full address of the bank branch.

iii. Self-attested copy of the PAN Card of all the holders; and

iv. Self-attested copy of any document (such as Aadhaar Card, Driving License, Election Identity Card, Passport) in support of the address of the first holder as registered with the Company.

Demat Holding

Members holding shares in electronic form are requested to update their Electronic Bank Mandate with their respective DPs.

24. TDS on dividend

a. In terms of the provisions of the Income-tax Act, 2025, dividend paid or distributed by a Company on or after 1st April 2020 is taxable in the hands of its shareholders and therefore the Company is required to deduct income tax at source (“TDS”) on the dividend paid to its shareholders at the prescribed rates. The shareholders are requested to update/ register their PAN with the DP (if shares held in electronic form) and RTA/Company (if shares held in physical form).

b. No tax shall be deducted on the dividend payable to a resident individual shareholder during Tax Year 2026-27, if either of the below two conditions are fulfilled:

i. Total dividend paid/payable to a resident individual shareholder in the Tax Year 2026-27 does not exceed Rs. 10,000/-.

ii. The resident individual shareholder has provided duly filled and signed Form 121 with valid PAN, provided all the prescribed eligibility conditions are met.

Resident shareholders whose dividend is liable for deduction of TDS at a concessional or Nil rate as per Section 395 of the Income-tax Act, 2025 can submit the necessary documents as mentioned in the Communication to shareholders on Taxation of Dividend Distribution available on the website of the Company at https://www.shivalikbimetals.com// investors/corporate-announcements to avail the benefit of lower rate of deduction or non-deduction of tax at source.

As per Section 262 of the Income Tax Act, 2025, every person who has been allotted a PAN and who is eligible to obtain Aadhaar, shall be required to link the PAN with Aadhaar. In case of failure to link the Aadhaar with PAN, the PAN will be treated as in-operative and TDS will be deducted at a higher rate of 20% as per section 397 of the Income Tax Act, 2025.

c. Non-resident shareholders including Foreign Institutional Investors (FIIs) and Foreign Portfolio Investors (FPIs) can avail beneficial rates under tax treaty between India and their country of residence, subject to providing the following documents:

i. Self-attested copy of PAN card, if any, allotted by the Indian income tax authorities;

ii. Self-attested copy of Tax Residency Certificate (“TRC”) for the Tax Year 2026-27 or calendar year 2026 obtained from the tax authorities of the country of which the shareholder is resident;

iii. Form 41 (erstwhile Form 10F) for the Tax Year 2026-27,

iv. Self-declaration for the Tax Year 2026-27 by the non-resident shareholder of meeting treaty eligibility requirement and satisfying beneficial ownership requirement.

v. In case of FIIs and FPIs, self-attested copy of SEBI registration certificate.

vi. In case of shareholder being tax resident of Singapore, please furnish the letter issued by the competent authority or any other evidence demonstrating the non-applicability of Article 24 - Limitation of Relief under India-Singapore Double Taxation Avoidance Agreement (DTAA)

Application of beneficial DTAA rate shall depend upon the completeness and satisfactory review by the Company of the documents submitted by non-resident shareholders and meeting requirements of Income Tax Act, 2025 read with applicable tax treaty. In absence of the same, the Company will not be obligated to apply the beneficial DTAA rates at the time of tax deduction on dividend amounts.

Further, in case the provisions of section 397 of the Income Tax Act, 2025 are applicable, i.e. the PAN is inoperative/invalid/not available, TDS is liable to be deducted at the rates specified in the relevant provisions of the Act or the rates in force or 20% whichever is higher.

Notice to Shareholders

d. Benefit under Rule 203: In case where shares are held by Intermediaries/Custodian and TDS is to be applied by the Company in the PAN of the beneficial shareholders, then intermediaries and beneficial shareholders will have to provide a declaration.

e. Kindly note that the aforementioned documents should be uploaded with the RTA at https://www.masserv.com/downloads.asp or emailed to investor@masserv.com. You can also email the same to the Company at investor@shivalikbimetals.com. The aforementioned documents and declarations need to be submitted by the Shareholders by August 26th, 2026.

f. For further details and formats of declaration, please refer to Communication to shareholders on Taxation of Dividend Distribution available on the website of the Company at https://www.shivalikbimetals.com/about-us.php?pageId=39

25. Dematerialization of shares: SEBI has mandated the listed companies to process service requests for issue of securities in dematerialized form only, subject to folio being KYC compliant. Accordingly, Members are requested to submit duly filled and signed Form ISR-4.

The Form is available on website of Company at www.shivalikbimetals.com and RTA at www.masserv.com.

With effect from April 2, 2026, SEBI has dispensed with the requirement of issuance of a Letter of Confirmation (LOC) by the Company/RTA while processing service request. Accordingly, securities will be credited directly to the shareholder's demat account upon submission of valid demat account details along with the latest Client Master List. SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I /4298/2026 dated February 6, 2026

"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; transmission and transposition."

Request for transfer, transmission and transposition of securities shall be effected only in dematerialized form. In view of the same, to eliminate all risks associated with physical shares and to avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Members can contact the Company/RTA for assistance in this regard. (Regulation 40(1) of the SEBI Listing Regulations)

26. Unclaimed Dividends and Investor Education and Protection Fund ("IEPF"): Dividends, if not encashed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the IEPF. Further, the shares in respect of which dividend has remained unclaimed for 7 consecutive years from the date of transfer to unpaid dividend account shall also be transferred to IEPF. Members are requested to claim their dividends from the Company within the stipulated timeline. Last date to claim unclaimed dividend pertaining to Final Dividend 2018-19 before transfer of such dividend to IEPF is October 17, 2026.

The Members whose unclaimed dividend(s) and/or share(s) have been transferred to IEPF, may contact the Company or RTA and submit the required documents for issuance of Entitlement Letter. The Members can attach the Entitlement Letter and other required documents and file web Form IEPF-5 available on www.mca.gov.in for claiming the dividend(s) and/or share(s). For further details, please refer to Corporate Governance Report which forms part of this Annual Report. The procedure for claiming the Dividend(s) and/or Share(s) from IEPF Authority is available here.

27. Voting through electronic means:

General instructions for accessing and participating in the AGM through VC/OAVM Facility and Voting through electronic means including remote e-Voting

1. In terms of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular dated July 11, 2023 in relation to e-voting facility provided by listed entities, the Resolution for consideration at this AGM will be transacted through remote e-voting (i.e. facility to cast vote prior to the AGM and during the AGM), for which purpose the Board of Directors of the Company ('the Board') have engaged the services of National Securities Depository Limited ('NSDL').

2. The Members can join the AGM through VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on a first-come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship & Share Transfer Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

3. Pursuant to MCA Circular No. 14/2020 dated April 8, 2020, the facility to appoint a proxy to attend and cast vote for the Members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the Members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

4. The remote e-Voting period for all items of businesses contained in this notice of AGM shall commence from Sunday, August 30, 2026, at 9.00 A.M. (IST) and will end on Tuesday, September 01, 2026, at 5.00 P.M. (IST). The e-Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by any Member, he/she shall not be allowed to change it subsequently.

5. The cut-off date for determining the eligibility of shareholders to exercise remote e-Voting rights and attendance at AGM is Wednesday, August 26, 2026 A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the above-mentioned cut-off date, shall be entitled to avail the facility of remote e-Voting or voting at the meeting through electronic mode. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity

share capital of the Company as on the cut-off date. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.

6. Those Members, who will be present in the AGM through VC/OAVM facility and have not cast 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 during the AGM.

7. The Members who have cast their vote by remote e-Voting prior to the AGM may also attend/ participate in the AGM through VC/ OAVM but shall not be entitled to cast their vote again. Members are requested to carefully read the instructions for e-Voting before casting their vote.

8. The results declared along with the Scrutinizer's report shall be placed on the website of the Company and shall also be communicated to the Stock Exchanges. The Resolutions, if approved, shall be deemed to be passed, on the date of AGM.

Instructions for remote e-voting

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 the NSDL e-voting system

Step 2: Cast your vote electronically on NSDL e-voting system.

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 SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 and SEBI Master Circular dated July 11, 2023 on e-Voting facility provided by Listed Companies and as part of increasing the efficiency of the voting process, the e-voting process has been enabled to all 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.

Notice to Shareholders

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.	A. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., verification code and generate OTP. Enter the OTP received on registered email/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 web page of NSDL for casting your vote during the remote e-Voting period. 1. 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. 2. 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 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/ Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digits demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider 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. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play

Type of shareholders	Login Method
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 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 e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN from e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile No. & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) 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 website 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.

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 1800 1020 990 and 022- 48867000
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 210 9911

Notice to Shareholders

B) Login Method for e-Voting 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 e-services i.e. IDEAS, you can log-in at https://eservices.nsdl.com/with your existing IDEAS login. Once you log-in to NSDL e-services 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 140798 then user ID is 140798001***

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 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.

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 Evoting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not cast 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 link" 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. 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 send through e-mail and holding shares as of the cut-off date i.e. Wednesday, August 26, 2026, may obtain the login ID and password by sending a request at evoting@nsdl.com or Issuer/RTA. 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 022-48867000 and 022-24997000. In case of Individual Shareholders 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. Wednesday, August 26, 2026, may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".

General Information

1. There will be one vote for every Client ID / registered folio number irrespective of the number of joint holders.

2. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of Wednesday, August 26, 2026.

Notice to Shareholders

3. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting during AGM.

4. The procedure for attending meeting and e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.

5. The link for VC/OAVM to attend meeting will be available where the EVEN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

6. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID/folio number, PAN, mobile number & number of shares at investor@masserv.com/investor@shivalikbimetals.com before August 26, 2026 (5:00 p.m. IST) subject line should be Speaker Registration of Shivalik Bimetal Controls Limited. 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 depending on the availability of time for the AGM.

7. These queries will be replied to by the company suitably by email.

8. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, will first download the votes cast at the meeting and thereafter unblock the votes cast through remote e-Voting in the presence of at least 2 (Two) witnesses not in the employment of the Company. Thereafter the Scrutinizer shall, submit a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairperson, or a person authorized by him in writing who shall countersign the same and declare the result of voting forthwith. The result of e-Voting along with consolidated Scrutinizer's report will be declared upon conclusion of the Meeting, within the permissible timelines. The declared Results, along with the Scrutinizer's Report, will be available forthwith on the Company's corporate website www.shivalikbimetals.com under the section 'Investor Relations' and on the website of NSDL, such Results will also be forwarded to the National Stock Exchange of India Limited and BSE Limited, where the Company's shares are listed.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of email 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), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to with a copy to investor@masserv.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), AADHAAR (self-attested scanned copy of Aadhaar Card) to investor@shivalikbimetals.com with a copy to investor@masserv.com. 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).

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

3. Alternatively, shareholders/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 e-Voting facility.

For **Shivalik Bimetal Controls Limited**

Sd/-
Aarti Sahni
Company Secretary
M.No. A25690

Place: New Delhi
Date: 06.08.2026

Registered Office: 16-18, New Electronics Complex, Chambaghat,
Distt. Solan, Himachal Pradesh - 173213
CIN: L27101HP1984PLC005862
E-mail: investor@shivalikbimetals.com

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

In terms of Section 102 of the Companies Act, 2013 and rules thereunder, as amended ("Act"), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the following Explanatory Statement sets out all material facts relating to the businesses mentioned in the accompanying Notice of the AGM:

Item No. 4 : APPOINTMENT OF STATUTORY AUDITOR TO FILL THE CASUAL VACANCY:

M/s. Arora Gupta & Co. Chartered Accountants, (FR No. 021313C) has resigned from the position of Statutory Auditor of the Company, with effect from August 06, 2026, due to professional commitments and the practical difficulty in deploying adequate audit resources commensurate with the expanded audit requirements of the Company. Prior to resignation, the latest limited review report submitted by the Statutory Auditor is dated August 06, 2026, for the quarter ended June 30, 2026. Consequent to the resignation of the Statutory Auditor, a casual vacancy arose in the office of the Statutory Auditor of the Company. In accordance with the applicable provisions, the Board of Directors was required to fill the said vacancy within thirty days from the date of resignation, and the auditor appointed in such vacancy would hold office until the conclusion of the next Annual General Meeting.

The Board was appraised that the appointment of the new auditor would also require the approval of the shareholders of the Company at a general meeting to be convened within three months of the recommendation of the Board.

In view of the above and based on the recommendation of the Audit Committee, the Board of Directors of the Company, at its meeting held on August 06, 2026, has approved the appointment of M/s. Walker Chandiok & Co LLP, Chartered Accountants, (Firms Registration No. 001076N/N500013), as the Statutory Auditors of the Company w.e.f. August 07, 2026 to fill the said casual vacancy, who have conveyed their willingness to act as Statutory Auditors of the Company along with confirmation of their eligibility under Section 141 of the Companies Act, 2013.

In accordance with the provisions of Section 139(8) of the Companies Act, 2013, any appointment made to fill a casual vacancy in the office of Statutory Auditors shall hold office until the conclusion of the next Annual General Meeting. Accordingly, the approval of the members is being sought for the aforesaid appointment under Item No. 4 of the Notice.

Item No. 5 : APPOINTMENT OF STATUTORY AUDITOR FOR A TERM OF 5 YEARS:

In terms of the Section 139(1), based on the recommendation of the Audit Committee, the Board, in its meeting held on 07th August, 2026, proposed to appoint M/s. Walker Chandiok & Co LLP, Chartered Accountants, (Firms Registration No. 001076N/N500013) as Statutory Auditors of the Company w.e.f. August 07, 2026 for a term of 5 years to hold office from the conclusion of the 42nd AGM till the conclusion of the 47th AGM of the Company. The company has proposed their appointment in item number 5 of the notice, for the period of 5 (five) years in line with the proposal placed at Item No. 4.

The following details are being provided for the information of the Members:

a) **Brief profile and credentials:**

M/s. Walker Chandiok & Co. LLP was established on 01st January 1935 and converted to a Limited Liability Partnership Firm on 25th March 2014 and has a registered office at L-41, Connaught Circus, New Delhi - 110 001. The firm is registered with the Institute of Chartered Accountants of India ("ICAI") and empaneled on the Public Company Accounting Oversight Board ("PCAOB") and Comptroller & Auditor General of India ("CAG"). The firm provides professional services like auditing, taxation and management consultancy services to clients in India. The firm has 70 Partners and over 2,215 personnel operating from 16 cities [Bengaluru, Chandigarh, Chennai, Delhi (2 offices including head office), Goa, Gurgaon, Hyderabad, Kolkata, Mumbai, Noida, Pune, Kochi, Dehradun, Jaipur and Ahmedabad]. The firm is one of the 04th largest audit firms in India with many marquee names as audit clients and many of them in the NSE Top 250. It is primarily engaged in providing audit and assurance services to its clients. It is amongst the largest and highly reputed audit firms in India and are auditors for several large companies including some of the top 100 listed entities in India.

b) **Proposed Fees:**

₹60,00,000/- (Rupees Sixty Lakhs Only) per annum plus applicable taxes and out of pocket expenses.

c) **Terms of Appointment:** From the conclusion of the 42nd AGM till the conclusion of the 47th AGM of the Company.

d) **In case of a new auditor, any material changes in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change:** There is no material change in the fee payable to such auditor from that paid to the outgoing auditor.

e) **Basis of recommendation for appointment:** Having considered various parameters like audit experience across the industries, market standing of the firm, clientele served, technical knowledge, governance standards, etc., the Audit Committee and the Board have found M/s. Walker Chandiok & Co LLP, Chartered Accountants suitable for this appointment and accordingly, recommends the same.

Notice to Shareholders

The Board of Directors recommends the resolution set out at Item Nos. 5 of the accompanying Notice for the approval of the Members by way of an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested in the resolution.

Item No. 6 : RATIFICATION OF REMUNERATION OF MR. RAMAWATAR SUNAR, COST AUDITOR

Pursuant to Section 148 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the shareholders of the Company. Based on the recommendation of the Audit Committee, the Board of Directors has approved the re-appointment of Mr. Ramawatar Sunar, Cost and Management Accountant (FRN: 100691), as the Cost Auditor to carry out the audit of the Company's cost records for the financial year 2026 -27, along with the proposed remuneration.

Accordingly, the approval of the members is sought by way of an Ordinary Resolution, as detailed in Item No. 6 of the Notice, to ratify the remuneration payable to the Cost Auditor for the FY 2026–27.

None of the Directors, Key Managerial Personnel, or their relatives are, in any manner, financially or otherwise, interested in the resolution set out in Item No. 6 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 6 for the approval of Members.

Item No. 7 : ALTERATION OF THE ARTICLES OF ASSOCIATION OF THE COMPANY

The existing Articles of Association ("AoA") of the Company contain provisions relating to the issuance of equity shares. In order to provide greater flexibility to the Company for undertaking future capital raising initiatives and other corporate actions in accordance with applicable laws, the Board of Directors of the Company ("Board") has considered it appropriate to amend the AoA to incorporate enabling provisions permitting the issuance of such securities as may be permissible under the Companies Act, 2013, the rules framed thereunder, the Securities and Exchange Board of India Regulations and other applicable laws, including equity shares, convertible securities, warrants and such other securities or instruments as may be approved from time to time.

The proposed amendment is merely enabling in nature and does not, by itself, authorise or result in the issuance of any securities. Any future issuance of securities shall continue to be subject to the applicable provisions of the Companies Act, 2013, the SEBI Regulations, the Articles of Association of the Company, and such statutory, regulatory and shareholders' approvals as may be require.

In terms of the provisions of Section 14 of the Act read with the applicable rules made thereunder, any alteration of the AoA requires the approval of the Members by way of a Special Resolution. Accordingly, the approval of the Members is being sought for the proposed alteration of the AoA as set out in Item No. 7 of the accompanying Notice.

Copies of the existing AoA and the draft amended AoA proposed to be adopted by the Company are available for inspection by the Members during business hours on all working days up to the date of the General Meeting. Members desirous of inspecting the same may write to the Company Secretary and Compliance Officer at investor@shivalikbimetals.com.

The Board accordingly recommends the Special Resolution set out at Item No.7 of the Notice for approval by the Members. None of the directors and/ or key managerial personnel of the Company and/ or their relatives, are in any way concerned or interested (financially or otherwise), in the proposed special resolution.

Annexure-A

Details of the Directors seeking re-appointment/ ~~appointment~~ in the 42nd Annual General Meeting pursuant to Regulation 26(4) and 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Particulars	Mr. Kabir Ghumman
DIN	01294801
Date of Birth	20/08/1985
Age	41 Years
Date of appointment/ Re-appointment	31/01/2025
Date of first appointment on Board	29/08/2024
Terms and Conditions of Appointment	As stated in Item No 3 of the Notice
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	Son of Mr. N S Ghumman, Chairman & Whole Time Director and Brother of Mr. Sumer Ghumman, Whole Time Director.
Remuneration sought to be paid	₹2.00 Crore
Remuneration Last Drawn	₹2.00 Crore
Brief Resume including the skill and capabilities	Mr. Kabir Ghumman (DIN: 01294801) Managing Director of the Company. Mr. Kabir is a qualified Engineer holding Bachelors-Mech. Engineering. He is responsible for the supervision of all technical and process engineering aspects of the Company at the manufacturing unit. With his exposure and experience in the designing and optimization of use of machinery has developed good understanding of manufacturing processing. His scope of work covers his full involvement in the mechanical engineering aspects of the company at plant. Mr. Kabir Ghumman associated with the Company from last 16+ years and meanwhile gave his best for its immense growth.
Directorships held in other listed companies*	Nil
Memberships/ chairmanships of Committee in other public limited companies (includes only Audit & Shareholders' / Investors' Grievance Committee)	Nil
No. of shares held in Company	2183250
Details of listed entities from which the person has resigned in the past three years	Nil

* excluded Section 8 Companies and Private Limited Companies