Silky Overseas Limited
Jawahra Pardhana Road, Village Jawahra,
Tehshil Khanpur, Dist. Sonepat, Haryana-131305
CIN : U17110DL2016PLC298888
PAN : AAXCS0302D

Dated: 09/09/2025

To,
The Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai - 400051
Maharashtra, India

SYMBOL: SILKY

Subject: Notice of Convening 09th Annual General Meeting, Intimation of Book Closure, Cut-off Date and E-Voting for the purpose of 09th Annual General Meeting.

Dear Sir/Madam,

Pursuant to the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Copy of Notice of 09th Annual General Meeting of the Company scheduled to be held on Tuesday, September 30, 2025 at 03:00 P.M. **through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)** in accordance with relevant circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India. The copy of the Notice of 09th AGM is also available on the website of the Company at **www.silkyoverseas.com**.

Further, pursuant to the provisions of Section 91 of the Companies Act, 2013 and the rules framed thereunder and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, September 23, 2025 to Tuesday, September 30, 2025 (both days inclusive) for the purpose of 09th Annual General Meeting (AGM) of the Company.

Further, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with aforesaid circulars, the Company has engaged the Services of National Securities Depository Limited (NSDL) for providing the remote e-voting facility, joining the AGM through VC/OAVM and e-voting system during the AGM to its Members in respect of business to be transacted at the 09th Annual General Meeting of the Company

The Company has fixed 22nd September, 2025 as the cut-off date for the purpose of determining the members eligible to cast their votes by remote e-voting facility or e-voting during the AGM. The details such as manner of (i) registering/updating email addresses, (ii) casting vote through e-voting and (iii) attending the AGM through VC/OAVM has been set out in the Notice of the AGM.

The remote e-voting schedule is as under:

Commencement of e-voting	From 09:00 A.M. on Saturday, September 27, 2025
End of e-voting	Upto 05:00 P.M. on Sunday, September 29, 2025

Kindly take the same on your record and acknowledge.

We request you to take the above on record.

Thanking You

Yours faithfully,
For **Silky Overseas Limited**

Rewail Kadiyan
Digitally signed by Rewail Kadiyan
DN: cn=Rewail Kadiyan, c=IN, o=Personal, email=rewail.kadiyan@gmail.com
Date: 2025.09.09 18:47:14 +05'30'

Rewail Kadiyan
Company Secretary & Compliance Officer

NOTICE OF THE 09th ANNUAL GENERAL MEETING

NOTICE is hereby given that the **09th** Annual General Meeting ("AGM") of the Members of **SILKY OVERSEAS LIMITED** ("the Company") will be held on **Tuesday, the 30th day of September, 2025 at 03:00 P.M. (IST)** through Video Conferencing/ Other Audio Visual Means ("VC"/"OAVM") at F-1, Plot No. A-48, 1st Floor, BLK A, Wazirpur, IND Area Landmark, NR. Opposite Fire Station, Wazir Pur III, North West Delhi - 110052, to transact the following businesses:

ORDINARY BUSINESS:

1. CONSIDERATION OF FINANCIAL STATEMENTS & THE REPORTS OF BOARD OF DIRECTOR'S & AUDITORS:

The members need to receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2025 including the Audited Balance Sheet, the Statement of Profit & Loss for the year ended on that date together with the Reports of the Board of Directors and the Auditors thereon.

The Board of Directors had approved the Financial Statements of the Company for the year ended 31st March, 2024 including the Audited Balance Sheet, the Statement of Profit & Loss and the Auditors report after they were reviewed by the Audit Committee and the same is being presented to the members for their approval.

The members may consider and, if thought fit, pass with or without modification(s), the following resolution for adoption of Financial Statements & the Reports of Board of Directors & Auditors as an **ORDINARY RESOLUTION**:

*"**RESOLVED THAT** the Financial Statements of the Company for the year ended 31st March, 2025 including the Audited Balance Sheet of the Company, the Statement of Profit & Loss, Cash Flow Statement for the year ended on that date along with all the Notes and Annexures and the reports of Auditors and Directors thereon for Financial Year ended 31st March, 2025 be and are hereby received, considered and adopted."*

2. TO APPOINT A DIRECTOR IN PLACE OF MR. ANANYA GOYAL (DIN: 07492850), WHO RETIRES BY ROTATION UNDER THE PROVISIONS OF THE COMPANIES ACT, 2013 AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE – APPOINTMENT

The members are informed that Mr. Ananya Goyal (DIN: 07492850), Whole-Time Director of the Company retires by rotation under the provisions of the Companies Act, 2013 and being eligible offers himself for re-appointment.

The members may consider and, if thought fit, pass with or without modification(s), the following resolution for Re-appointment of the Director who retires by rotation as an **ORDINARY RESOLUTION**:

*"**RESOLVED THAT** pursuant to provisions of Section 152 of Companies Act, 2013 read with rules framed thereunder (including any statutory modification or re-enactment thereof, for the time being in force) and on the recommendation of Nomination & Remuneration Committee of the Company, Mr. Ananya Goyal (DIN: 07492850) Whole –Time Director of the Company , who retires by rotation in the ensuing Annual General Meeting and being eligible, offers himself for re-appointment, be and is hereby reappointed as the Director of the Company on current designation on the payment of same remuneration.*

***RESOLVED FURTHER THAT** any of the Director(s) (which term shall be deemed to include any Committee of the Board authorised on the said behalf) or the Company Secretary of the Company be and is/are hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution including issuance of certified true copy of this resolution to whomsoever concerned and to jointly/severally file the necessary e-forms with the Registrar of Companies."*

SPECIAL BUSINESS:

3. APPOINTMENT OF MR. MANOJ DALMIA (DIN: 10549692) AS THE DIRECTOR OF THE COMPANY:

Mr. Manoj Dalmia (DIN: 10549692) was appointed as an additional Director of the Company w.e.f. 10th February, 2025 whose term of appointment will expire in the ensuing Annual General Meeting.

The Board of Directors on the basis of the recommendation made by the Nomination & Remuneration Committee of the Company recommends him to be regularized as the Non –Executive Director of the Company.

The members may consider and, if thought fit, pass with or without modification(s), the following resolution for regularization of Mr. Manoj Dalmia (DIN: 10549692) as an **ORDINARY RESOLUTION**:

*"**RESOLVED THAT** pursuant to the provision of Section 152, 164 and any 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 for the time being in force), and the Articles of Association of the Company, and on the recommendation made by the Nomination & Remuneration Committee of the Company, Mr. Manoj Dalmia (DIN: 10549692), who was appointed as an Additional Director by the Board of Directors of the Company with effect from 10th February, 2025 and who holds office till the conclusion of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as a Director of the Company, liable to retire by rotation.*

***RESOLVED FURTHER THAT** any of the Director(s) (which term shall be deemed to include any Committee of the Board authorised on the said behalf) or the Company Secretary of the Company be and is/are hereby authorized to do all such acts, deeds and things as may be necessary to give effect to the aforesaid resolution including issuance of certified true copy of this resolution to whomsoever concerned and to jointly/severally file the necessary e-forms with the Registrar of Companies."*

4. TO SHIFT THE REGISTERED OFFICE OF THE COMPANY:

The members are informed that it is proposed to shift the registered office of the Company from the State on NCT of Delhi to the State of Haryana for better, convenient and more efficient administration.

The members may consider and, if thought fit, pass with or without modification(s), the following resolution for regularization of Mr. Manoj Dalmia (DIN: 10549692) as an **ORDINARY RESOLUTION**:

*"**RESOLVED THAT** pursuant to Section 12, 13 and other applicable provisions, if any, of the Companies Act, 2013 and the rules issued thereunder, and subject to the approval of the Central Government/ Hon'ble Regional Director, Northern Region, , the consent of the members be and is hereby accorded for shifting the Registered Office of the Company from **"F-1, Plot No. A-48, 1st Floor, BLK A, Wazirpur, IND Area Landmark, NR. Opposite Fire Station, Wazir Pur III, North West Delhi, Delhi, Delhi, India, 110052"** to "**Silky Overseas Limited, Village and post office Jawara, Pardhana road, near Nile Overseas, Tehsil - Khanpur Kalan, Gohana Haryana - 131306 India".***

***RESOLVED FURTHER THAT** subject to the above resolution, the existing Clause II of the Memorandum of Association of the Company be and is hereby altered by substituting the following new clause in the Memorandum of Association of the Company:*

"II. The Registered Office of the Company will be situated in the State of Haryana."

***RESOLVED FURTHER THAT** the aforesaid resolution becoming effective, the Registered Office of the Company be shifted from the "National Capital Territory of Delhi" to the state of "Haryana".*

5. TO APPOINT M/S SURBHI BANSAL & ASSOCIATES, PRACTISING COMPANY SECRETARIES AS SECRETARIAL AUDITOR OF THE COMPANY.

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

*"**RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactments thereof) and Regulation 24A and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") read with Circulars & Guidelines issued thereunder, from time to time [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force] and in accordance with the recommendation of the Audit Committee and the Board of Directors of the Company,* M/s Surbhi Bansal & Associates, *Practising Company Secretaries, be and is hereby appointed as the Secretarial Auditor of the Company at this 54th Annual General Meeting Membership No. ACS No. 36448 and C.P. No. 13825, to conduct the Secretarial Audit for five consecutive financial years commencing from April 01, 2025, until March 31, 2030 ("the Term") and to furnish the Secretarial Audit Report for the Term as required under the Act and the Listing Regulations.*

***RESOLVED FURTHER THAT** the Board of Directors of the Company (referred to as the Board which expression shall include any committee thereof or person(s) authorized by the Board), be and are hereby authorized to fix the annual remuneration plus applicable taxes and out-of-pocket expenses payable to them during their tenure as the Secretarial Auditors of the Company.*

***RESOLVED FURTHER THAT** approval of the members, be and is hereby accorded to the Board to avail or obtain from the Secretarial Auditor, such other services or certificates, reports, or opinions which the Secretarial Auditor may be eligible to provide or issue under the applicable laws at a remuneration to be determined by the Board.*

***RESOLVED FURTHER THAT** the Board, be and is hereby authorized to take such steps and do all such acts, deeds, matters, and things as may be considered necessary, proper, and expedient to give effect to this Resolution."*

For SILKY OVERSEAS LIMITED

SD/-
SAWAR MAL GOYAL
MANAGING DIRECTOR
DIN: 01896767
R/O: HOUSE NO. 44, ENGINEERS ENCLAVE,
PITAMPURA, SARASWATI VIHAR, DELHI – 110034

Date: 07.09.2025
Place: New Delhi

NOTES:

1. The Notice of Annual General Meeting was approved by the Board of Directors at its meeting held on 07th September, 2025.

2. The information required to be provided under the SEBI (Listing Obligations and Disclosure Requirements) and the Secretarial Standard-2 on General Meetings, regarding the Directors who are proposed to be appointed/ re-appointed and the related Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), in respect of Special Business are annexed hereto.

3. MEETING THROUGH VC/OAVM

    A. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM.

    B. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.

    C. The Members can join the EGM/AGM in the 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 EGM/AGM through VC/OAVM will be made available for 1000 members on 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 Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

    D. The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

4. The company has appointed M/s Surbhi Bansal & Associates practicing company Secretaries as the Scrutinizer for scrutinizing the remote e-voting process as well as voting at AGM in a fair and transparent manner.

5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the EGM/AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at **https://www.silkyoverseas.com** The Notice can also be accessed from the websites of the Stock Exchanges i.e. NSE India at www.nseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

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

The remote e-voting period begins on Saturday, 27th September, 2025 (09:00 A.M.) to Monday, 29th September, 2025 (05:00 P.M.) (both days inclusive) The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Monday, 22nd September, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 22nd September, 2025.

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

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

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with NSDL.	1. 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 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 or joining virtual meeting & voting during the meeting. 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 or joining virtual meeting & voting during the meeting. 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 or joining virtual meeting & voting during the meeting. 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 App Store Google Play
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. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 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 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.
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 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 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 e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

<u>How to Log-in to NSDL e-Voting website?</u>

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 user 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 and join General Meeting on NSDL e-Voting system.

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

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cs@silkyoverseas.com 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 Ms. Pallavi Mhatre, Senior Manager, NSDL 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 **info@silkyoverseas.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 **info@silkyoverseas.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 and joining virtual meeting 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.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

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

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

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at **info@silkyoverseas.com**. The same will be replied by the company suitably.

j. Inspection of Documents:

The statutory registers maintained under Sections 170 and 189 of the Companies Act, 2013, along with other documents referred to in the AGM Notice, shall be available for inspection by Members during the remote e-voting period and at the proceedings of the 09th AGM. Members may inspect these documents by accessing the NSDL e-voting platform at https://www.evoting.nsdl.com during the said period.

k. Declaration of Voting Results:

After the meeting, the Scrutinizer will submit a report on votes cast in favour, against, or deemed invalid (if any) to the Chairman or his authorised representative, who will countersign it. The results will be declared within the time prescribed under applicable laws. The voting results, along with the Scrutinizer's report, will be uploaded on the Company's website https://www.riandecor.com, NSDL's website https://www.evoting.nsdl.com, displayed on the Company's Notice Board at its Registered Office, and simultaneously sent to the National Stock Exchange of India Limited.

6. Shareholders who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at **info@silkyoverseas.com** between **September 07, 2025 11:00 a.m. (IST) and September 29, 2025, 5:00 p.m. (IST).** Only those Shareholders who have pre-registered themselves as a speaker will 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.

For SILKY OVERSEAS LIMITED

SD/-
SAWAR MAL GOYAL
MANAGING DIRECTOR
DIN: 01896767
R/O: HOUSE NO. 44, ENGINEERS ENCLAVE,
PITAMPURA, SARASWATI VIHAR, DELHI – 110034

Date: 07.09.2025
Place: New Delhi

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013 and Secretarial Standard 2 and additional information as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circulars issued thereunder)

ITEM NO. 3:-

REGULARIZATION OF MR. MANOJ DALMIA (DIN: 10549692) AS DIRECTOR OF THE COMPANY:

Mr. Manoj Dalmia (DIN: 10549692) was appointed as an Additional Director under section 161 of the Companies Act, 2013 with effect from 10th February,2025, who holds the office up to the date of ensuing Annual General Meeting of the Company. However, in order to regularize his appointment as a Director the approval of the members of the Company is sought. With respect to the same, the Company has received her request pursuant to the provisions of Section 160 of the Companies Act, 2013 proposing his candidature for appointment as a Director of the Company.

The Board of Directors of the Company upon the recommendation made by the Nomination & Remuneration Committee and after due consideration of report(s) on criteria for determining qualification, the remuneration for Directors, performance evaluation etc., recommend the regularization of Mr. Manoj Dalmia (DIN: 10549692) as a Director of the Company subject to the approval of members.

Mr. Manoj Dalmia (DIN: 10549692) is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and have given her consent to act as Director of the Company.

Mr. Manoj Dalmia (DIN: 10549692) is interested in the resolution set out as item No. 3 of the notice. His relative(s) may also be deemed to be interested in the resolution, to the extent of their shareholding & Directorship interest in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel and their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends appointment of Mr. Manoj Dalmia (DIN: 10549692) as the Director of the Company, and to pass the resolution as set out in Item No. 3 of the Notice as **Ordinary Resolution.**

Item No. 4:-
TO SHIFT THE REGISTERED OFFICE OF THE COMPANY

Presently, the registered office of the Company is situated in the National Capital Territory of Delhi. The Board is of the opinion that over a period of time the major working of the Company is operated from location of Haryana. The management also feels that it would be administratively convenient to shift the registered office of the Company from the National Capital Territory of Delhi to the State of Haryana.

The proposed shifting of registered office would also be economies on administrative and other costs as also effect better management and control. Due to this the management is willing to shift the registered office from The National Capital Territory of Delhi to State of Haryana.

The proposed shifting of the registered office of the Company from the National Capital Territory of Delhi to State of Haryana will be very helpful to the management to carry out the business more economically and more efficiently and will also be able to enlarge the scope of its operations thereby improving the prospects of the Company's better working.

A Copy of the Board Resolution and a copy of the Memorandum and Articles of Association of the Company along with list of creditors are available for inspection to the members at the registered office of the Company during business hours on any working day before the date of meeting.

Save and except the above, none of the other Directors / Key Managerial Personnel and their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board recommends to shift the registered office of the Company from the National Capital Territory of Delhi to State of Haryana, and to pass the resolution as set out in Item No. 4 of the Notice as **Special Resolution.**

Item No. 5

TO APPOINT M/S SURBHI BANSAL & ASSOCIATES, PRACTISING COMPANY SECRETARIES AS SECRETARIAL AUDITOR OF THE COMPANY.

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

Furthermore, pursuant to recent amendments to Regulation 24A of the Listing Regulations, every listed entity is required to conduct a secretarial audit and annex the secretarial audit report to its annual report. Additionally, a listed entity must appoint a secretarial auditor who is individual for maximum of one term of five consecutive years, with shareholder approval to be obtained at the annual general meeting.

Accordingly, based on the recommendation of the Audit Committee, the Board of Directors at its meeting held on 06th September, 2025, has approved the appointment of Surbhi Bansal & Associates, Practising Company Secretary [bearing ICSI Membership No.: ACS No. 13825 and C.P. No. 36448], as the Secretarial Auditor of the Company, to conduct the Secretarial Audit for five consecutive financial years commencing from April 01, 2025, until March 31, 2030 ('the Term') and to furnish the Secretarial Audit Report for the Term as required under the Act and the Listing Regulations, subject to shareholders' approval at this Annual General Meeting.

For SILKY OVERSEAS LIMITED

SD/-
SAWAR MAL GOYAL
MANAGING DIRECTOR
DIN: 01896767
R/O: HOUSE NO. 44, ENGINEERS ENCLAVE,
PITAMPURA, SARASWATI VIHAR, DELHI – 110034

Date: 06.09.2025
Place: New Delhi

DISCLOSURE PURSUANT TO THE REGULATION 36 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, AND SECRETARIAL STANDARDS ON GENERAL MEETINGS (SS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA ('ICSI'), INFORMATION IN RESPECT OF THE DIRECTORS SEEKING RE-APPOINTMENT/APPOINTMENT AT THE 09TH AGM, IS PROVIDED HEREIN BELOW:

Name of the Director	Mr. Ananya Goyal	Mr. Manoj Dalmia
DIN	07492850	10549692
DOB	03/07/1994	17/04/1985
Brief resume of the Directors	**Mr. Ananya Goyal**, aged 30 years, is the Promoter and Whole-Time Director of the Company. He was first appointed as Director on May 01, 2016, and designated as Whole-Time Director on June 11, 2024, for a term of five years. A B.Sc. (Hons) in Business and Management (2015), he has over 8 years of experience across AIESEC, Waxpol Industries Ltd., and ICICI Prudential Life Insurance. Mr. Goyal is responsible for executing the Company's vision, managing day-to-day operations, overseeing blanket manufacturing, procurement, production, distribution, budgeting, and client relationships, while driving operational efficiency and strategic growth.	**Mr. Manoj Dalmia**, aged 40 years, was appointed as an Additional Non-Executive Director of the Company on February 10, 2025. A B.Com graduate from the University of Rajasthan (2008), he has around 15 years of experience spanning telecom, trading, and financial services. He began his career as District Manager (trainee) with Vodafone while pursuing corporate studies, and later established M/s Bharat Trading Company in 2008 for wholesale and retail of jute products. He has been associated with mutual funds since October 2020, advising clients on financial planning.
Nature of expertise	Expertise in textile manufacturing operations, procurement, production management, and distribution channel oversight. Skilled in strategic business management, operational efficiency enhancement, corporate governance, budgeting, and client relationship management.	Expertise in telecom operations, wholesale and retail trade management, and financial planning. Experienced in business development, product trading, and investment advisory, with a focus on mutual fund distribution and client portfolio management.
Disclosure of relationship with other Directors, Manager and other Key Managerial Personnel of the company inter-se	Mr. Ananya Goyal is the Son of Mr. Sawar Mal Goyal (Managing Director)	Mr. Manoj Dalmia is Not related to any other Director/KMP
Names of the other listed entities in which the person	Nil	Nil

also holds the directorship and the membership of Committees of the board		
Shareholding of non-executive Directors	N/A	Nil

For SILKY OVERSEAS LIMITED

SD/-
SAWAR MAL GOYAL
MANAGING DIRECTOR
DIN: 01896767
R/O: HOUSE NO. 44, ENGINEERS ENCLAVE,
PITAMPURA, SARASWATI VIHAR, DELHI – 110034

Date: 07.09.2025
Place: New Delhi