

Date: 9th April, 2025

To,

**The Manager
Listing Compliance Department
The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot C/1 Block,
Bandra Kurla Complex, Bandra (E),
Mumbai 400051.**

**The Manager,
Listing Compliance Department
BSE Limited
P. J. Towers, Dalal Street,
Mumbai 400001.**

**NSE Symbol: SPECTRUM
ISIN: INE01EO01010
Series: EQ**

Script Code: 544386

Sub.: Submission of Postal Ballot Notice

Dear Sirs,

We refer to our letter dated 8th April, 2025 informing the decision of Board of Directors, taken at their meeting held on Tuesday, 8th April, 2025 to obtain approval of the members through Postal Ballot process pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 Companies (Management and Administration) Rules, 2014 for the appointment of Mrs. Priya Rathi, as a Non-Executive Independent Director of the Company for the five years with effect from 11th February, 2025.

We hereby submit Notice of Postal Ballot dated 9th April, 2025 for your information and record.

This is in due compliance of the relevant Regulations of the SEBI (LODR) Regulations, 2015.

Thanking you,

Yours faithfully,

For Spectrum Electrical Industries Limited

**Rahul Vasant Lavane
Company Secretary and Compliance Officer
M. No.: A57240
Gat No. 139/1 and 139/2, Umala,
Jalgaon 425003, Maharashtra, India.**

Spectrum Electrical Industries Limited

Regd. Office : Gat No. 139/1 & 139/2, Umale, Jalgaon, Maharashtra – 425003, India. Tel.: 0257-2210192

Website : www.spectrum-india.com Email: - info@spectrum-india.com CIN No. L28100MH2008PLC185764

Spectrum Electrical Industries Limited

CIN: L28100MH2008PLC185764

Registered Office: Gat No. 139/1 and 139/2, Umala, Jalgaon (MH), India, 425003.

POSTAL BALLOT NOTICE

Pursuant to the Section 110 of the Companies Act, 2013 & read with Rule 22 of the Companies (Management and Administration) Rules, 2014

Dear Members,

NOTICE is hereby given to the Members of **SPECTRUM ELECTRICAL INDUSTRIES LIMITED** (“the Company”) pursuant to Section 108 and Section 110 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, of the Act and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”), Secretarial Standard-2 on General Meeting (the “SS-2”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulation”) including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, guidelines prescribed by the Ministry of Corporate Affairs (the “MCA”), as amended from time to time, for holding general meetings/conducting postal ballot process through e-voting vide General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No.22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 8, 2021 and 3/2022 dated 5th May, 2022 and 11/2022 dated 28.12.2022 and 09/2023 dated 25.09.2023 and General Circular No. 9/2024 dated 19/09/2024 issued by the Ministry of Corporate Affairs (“MCA”) (hereinafter collectively referred to as “MCA Circulars”), and any other applicable laws and regulations, that the Resolution appended below for seeking approval, is proposed to be passed as a Special Resolution by the Members of Spectrum Electrical Industries Limited (“Company”) through Postal Ballot only by voting through electronic means (“remote e voting”). Communication of assent or dissent of the Members would take place only through the remote e voting system.

The proposed resolution and explanatory statement pertaining to the resolution, pursuant to Section 102 and 110 of the Companies Act, 2013 setting out the material facts concerning each item and the reasons thereof is appended herewith for your consideration.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e. by casting votes electronically instead of submitting postal ballot forms.

The Company has engaged the Services of National Securities Depository Limited (“NSDL”) to provide the e-voting facility. Accordingly, members shall have to cast their vote electronically through the NSDL e-voting platform.

Instructions on E-voting are enumerated as part of the Notice.

The Board of Directors of the Company have appointed **Yuti Nagarkar, (Membership No. - FCS: 9317, COP: 10802, Practicing Company Secretary**, having her office at **Plot No. 181, Padmaja Apartment, Near Jain Mandir, Laxmi Nagar, Nagpur - 440022, Maharashtra, India** as the Scrutinizer to conduct the Postal Ballot through remote e-voting process in a fair and transparent manner.

The remote e-voting period commences from 09.00 am (IST) on Thursday 10th April, 2025 and ends at 5.00 pm (IST) on Friday, 9th May, 2025.

You are requested to carefully read the instructions in this Notice and record your assent (FOR) or dissent (AGAINST) through the remote e-voting process not later than 5.00 pm by Friday 9th May, 2025.

The scrutinizer will submit the report to the Chairman after the completion of scrutiny of votes recorded through remote e-voting. The results of voting by means of remote e-voting will be announced on or before **Monday, May 12, 2025** and disseminated on the company's website - <https://www.spectrum-india.com/#/> and communicated on the same day to Stock Exchange viz. NSE and BSE.

The proposed resolution, if approved, will be taken as having duly passed on the last date specified for e-voting by the requisite majority of Members by means of Postal Ballot, i.e. **Friday, May 09, 2025**.

SPECIAL BUSINESS

1. TO APPROVE THE APPOINTMENT OF MRS. PRIYA RATHI (DIN: 10940833) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY FOR A PERIOD OF 5 (FIVE) YEARS WITH EFFECT FROM 11TH FEBRUARY, 2025:

To consider and, if thought fit, to give assent or dissent to the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provision of Sections 149, 152, 160 and 161 of the Companies Act, 2013 (“the Act”) read with Schedule IV of the Act and other applicable provisions, if any, of the Companies Act, 2013 (the Act), the Companies (Appointment and Qualification of Directors) Rules, 2014, and rules made thereunder, pursuant to the provisions of Regulation 17, Regulation 25(2A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI LODR”), (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), in accordance with the Articles of Association of the Company, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mrs. Priya Rathi (DIN:10940833), who was appointed as an Additional Director (Non-Executive Independent Director) with effect from 11th February, 2025 by the Board of Directors of the Company, in terms of Section 161 of the Companies Act, 2013 who shall hold office till ensuing General Meeting or a period of 3 (three) months from the date of appointment whichever is earlier and who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and regulation 16 (b) of the SEBI (LODR) Regulations, 2015, be and is hereby regularized and appointed as a Non-Executive Independent Director of the Company for a period of five years with effect from 11th February, 2025 and whose office shall not be liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary be and are hereby severally authorized to settle and question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary order, proper or expedient for the purpose of giving effect to this resolution.”

For Spectrum Electrical Industries Limited

Sd/-

Rahul Lavane

Company Secretary and Compliance Officer

M. No.: A57240

Gat No. 139/1 and 139/2, Umala, Jalgaon 425003.

Date: 09/04/2025

Place: Jalgaon

NOTES:

1. The Explanatory Statement pursuant to the Section 102 of the Companies Act, 2013 (the Act) in respect of the business as set out in the Notice is annexed hereto.
2. In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories Participants. Physical copies of the Postal Ballot Notice and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.
3. In accordance with the MCA Circulars, the Notice is being sent in electronic form only. The hard copy of the Notice along with the Postal Ballot forms and pre-paid business envelope will not be sent to the Members for the Postal Ballot. Accordingly, the communication of the assent or dissent of the Members would take place through the e-voting system only.
4. Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/updated with their Depository Participant(s) to enable serving of notices/documents/Annual Reports and other communications electronically to their e-mail address in future.
5. Members may note that the Notice of the Postal Ballot will also be available on the Company's website www.spectrum-india.com and website of the National Stock Exchange of India Ltd. www.nseindia.com and BSE Ltd. www.bseindia.com. All the members of the Company as on the Cut-off date i.e. 28th March, 2025 shall be entitled to vote in accordance with the process specified in this Notice.
6. The Board of Directors of the Company have appointed Yuti Nagarkar, (Membership No. - FCS: 9317, COP: 10802), Practicing Company Secretary, having office at Plot No. 181, Padmaja Apartment, Near Jain Mandir, Laxmi Nagar, Nagpur - 440022, Maharashtra, India as the Scrutinizer to conduct the Postal Ballot through remote e-voting process in a fair and transparent manner.
7. The Scrutinizer shall, after conclusion of the voting period, prepare report of the votes cast in favour or against, if any, and submit the same to the Chairman of the Company or any person authorized by them. The results of the e-voting by Postal Ballot will be announced, not later than two working days of the conclusion of the e-voting i.e. on or before **Monday 12th May, 2025**. The Resolutions, if passed by requisite majority shall be deemed to have been passed on **Friday 9th May, 2025**, being the last date specified by the Company for e-voting.
8. The voting rights of the Members shall be reckoned in proportion to their shares of the paid up equity share capital as on **28th March, 2025** being the "**cut-off date**" fixed for this purpose. Any person who is not a member as on cut-off date should treat this notice for information purpose only.
9. The remote e-voting period commences **from 09.00 am (IST) on Thursday 10th April, 2025** and ends at **5.00 pm (IST) on Friday, 9th May, 2025**. The Scrutinizer will submit the report to the Chairman of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. **No voting shall be allowed beyond 5.00 pm on 9th May, 2025**. The results of the Postal Ballot will be announced at or **before Monday, 12th May, 2025**.
10. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on the e-voting system of NSDL at <https://www.evoting.nsdl.com/> and register themselves as 'Custodian/Mutual Fund/Corporate Body'. They are also required to upload a scanned certified true copy of the board resolution/authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian/Mutual Fund/Corporate Body' login for the Scrutinizer to verify the same.
11. The said results along with the Scrutinizer's Report would be intimated to National Stock Exchange of India Ltd. and BSE Ltd., where the Equity Shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website www.spectrum-india.com.
12. Shareholders holding shares in electronic mode may reach out to the respective Depository Participant(s), where the Demat account is being held for updating the email IDs and mobile number.

13. The instructions for voting are as under:

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 for Individual shareholders holding securities in demat mode

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

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

| Type of shareholders | Login Method |
|---|--|
| Individual Shareholders holding securities in demat mode with NSDL. | <ol style="list-style-type: none"> 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. 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 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. |

| | |
|---|---|
| | <p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div> |
| <p>Individual Shareholders holding securities in demat mode with CDSL</p> | <ol style="list-style-type: none"> 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. 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. |
| <p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p> | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> |

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

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

| Login type | Helpdesk details |
|--|--|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000 |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911 |

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

- 1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.**
- 2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.**
- 3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.**
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
- 4. Your User ID details are given below:**

| Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical | Your User ID is: |
|--|--|
| a) For Members who hold shares in demat account with NSDL. | 8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****. |
| b) For Members who hold shares in demat account with CDSL. | 16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12***** |

| | |
|--|---|
| <p>c) For Members holding shares in Physical Form.</p> | <p>EVEN Number followed by Folio Number registered with the company</p> <p>For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***</p> |
|--|---|

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

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

How to cast your vote electronically on NSDL e-Voting system?

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csynoffice@gmail.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 Prajakta Pawle 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 rahul.javane@spectrum-india.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 rahul.javane@spectrum-india.com. If you are an Individual Shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. **In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.**

**By the Order of the Board
For Spectrum Electrical Industries Limited**

**Sd/-
Rahul Lavane
Company Secretary and Compliance Officer
M. No.: A57240
Gat No. 139/1 and 139/2, Umale, Jalgaon 425003.**

**Date: 09/04/2025
Place: Jalgaon**

Explanatory Statement Pursuant to Section 102 And Regulation 36 (5) Of the Sebi (Listing Obligations and Disclosure Requirements) Regulations, 2015

Item No. 1 - Appointment of Mrs. Priya Rathi (DIN: 10940833) as a Non-Executive Independent Director of the Company for a period of 5 (Five) years with effect from 11th February, 2025.

Pursuant to the provisions of Section 161 of the Companies Act, 2013(the 'Act'), the Board of Directors of the Company based on the recommendation of the Nomination and Remuneration Committee, was appointed Mrs. Priya Rathi (DIN: 10940833) as an Additional Director in the capacity of Non-Executive Independent Director with effect from February 11, 2025, at its meeting held on 11th February, 2025, for a first term of 5 (five) consecutive years, subject to the approval of Members of the Company.

In the opinion of the Board, Mrs. Priya Rajesh Rathi, is a person of integrity, fulfils the conditions specified in the Act and the Rules made thereunder, read with the provisions of the SEBI (LODR) Regulations, 2015, each as amended, and is independent of the Management. The Board recommends her appointment as an Independent Director (Non-Executive) for five (5) consecutive years with effect from February 11, 2025

The profile and specific areas of expertise of Mrs. Priya Rathi and other relevant disclosures as required under SEBI (LODR) Regulations, 2015 and SS-2 is mentioned in "**Annexure I**".

Further, Mrs. Priya Rathi has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties as an Independent Director of the Company. Mrs. Priya Rathi has also confirmed that she is not debarred from holding the office of a Director by virtue of any Order passed by SEBI or any such authority. Mrs. Priya Rathi is not disqualified from being appointed as a Director in terms of Section 164 of the Act. Mrs. Priya Rathi has confirmed that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to her registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA').

In terms of Section 149 read with Schedule IV to the Act, the approval of the Members is sought for the appointment of Mrs. Priya Rathi as a Non-Executive Independent Director of the Company, as a special resolution as set out above.

Except Mrs. Priya Rathi, to whom the resolution relates, none of the other Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested in this resolution.

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

**By the Order of the Board
For Spectrum Electrical Industries Limited**

**Sd/-
Rahul Lavane
Company Secretary and Compliance Officer
M. No.: A57240
Gat No. 139/1 and 139/2, Umale, Jalgaon 425003.**

Date: 09/04/2025

Place: Jalgaon

ANNEXTURE- I TO THE NOTICE

Annexure Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2, the details of the Director proposed to be appointed through the Postal Ballot process are given below:

| | |
|--|--|
| Name | Mrs. Priya Rathi |
| Director Identification Number | 10940833 |
| Age | 28 years |
| Qualification | Chartered Accountant (CA) |
| Experience | More than Five (5) Years |
| Nature of Expertise in specific functional area | <ul style="list-style-type: none"> i. Direct Taxation ii. Financial Planning and Compliance iii. Audit & Tax iv. Regulatory Compliance v. Risk Management |
| Brief Resume of the Director | Mrs. Priya Rathi is a highly accomplished Chartered Accountant (CA) with extensive expertise in taxation, financial planning, and compliance. With five years of experience in direct taxation and auditing, she has successfully advised corporations, SMEs, and individuals on tax strategies, regulatory compliance, and risk management. |
| Date of First Appointment | 11 th February, 2025 |
| Remuneration last drawn | NIL |
| Remuneration proposed to be given | Sitting fees and others as a part of remuneration as determined by the Board of Directors, subject to the provisions of the Companies Act, 2013 and rules made thereunder. |
| Number of Board meeting of the Company attended during the year | Not Applicable |
| Name of listed entities from which the person has resigned in the past three years | Nil |
| Directorships held in other Companies | Nil |
| Memberships/Chairmanships of committees of other Companies | Nil |
| Number of shares held in the Company | Nil |
| Skills and capabilities required for the role and the manner in which the proposed person meets such requirements. | Please refer the Explanatory Statement forming a part of this Postal Ballot Notice. |
| Relationship with other Directors and Key Managerial Personnel or their respective relatives | Not related to any Director/Key Managerial Personnel or their respective relatives. |