



## STEEL STRIPS WHEELS LTD.

CIN: L27107PB1985PLC006159

**Head Office :** ISO/TS16949 Certified  
SCO 49-50, Sector-26,  
Madhya Marg, Chandigarh-160 019 (INDIA)  
Tel. : +91-172-2793112, 2790979, 2792385  
Fax : +91-172-2794834 / 2790887  
Website : www.sswlindia.com

**Date: 01.08.2025**

BSE Limited  
Department of Corporate Services,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001  
**BSE Code: 513262**

The National Stock Exchange of India Limited  
Exchange Plaza,  
Plot No. C/1, G Block,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai – 400 051  
**NSE Code: SSWL**

**Subject: Outcome of Meeting of Board of Directors of the Company held on August 01, 2025**

Dear Sir/Ma'am,

Pursuant to Regulation 30 and any other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 {"SEBI (LODR) Regulations, 2015"}, we hereby inform you that the Board of Directors of the Company at its meeting held today i.e. **Friday, August 01, 2025**, have inter alia approved the following:

1. The Un-audited Financial Results (Standalone & Consolidated) of the company for the quarter ended June 30, 2025 along with the Auditors' Limited Review Report thereon. Copies of the same are enclosed as **Annexure A** and **Annexure B** respectively.
2. Re-appointment of Sh. Rajinder Kumar Garg (DIN: 00034827), Chairman and Non-Executive Director, who retires by rotation and being eligible, offered himself for re-appointment subject to the approval of members of the Company at the ensuing Annual General Meeting (AGM). His brief profile is enclosed herewith as **Annexure-C**.
3. Re-appointment of Sh. Manohar Lal Jain (DIN: 00034591), Executive Director, who retires by rotation and being eligible, offered himself for re-appointment subject to the approval of members of the Company at the ensuing AGM. His brief profile is enclosed herewith as **Annexure-C**.
4. Re-appointment of Sh. Siddharth Bansal (DIN: 02909820) as an Independent Director of the Company, to hold office for second term of five (5) consecutive years effective from 01.10.2025 to 30.09.2030, subject to the approval of members of the Company at the ensuing AGM. His brief profile is enclosed herewith as **Annexure-D**.
5. Appointment of Sh. Sushil Kumar Sikka, Practicing Company Secretary (Membership No. 4241 and Certificate of Practice No. 3582) proprietor of M/s S.K. Sikka & Associates, as the Secretarial Auditors of the Company for a term of 5(Five) consecutive years, to hold office from the conclusion of ensuing 39<sup>th</sup> Annual General Meeting ('AGM') till the conclusion of 44<sup>th</sup> AGM of the Company to be held in the Year 2030. His Brief profile is enclosed herewith as **Annexure-E**.
6. Approved the proposal to incorporate a wholly owned subsidiary in European Union. The necessary disclosure/information as per SEBI (LODR) Regulations, 2015 shall be provided when the transaction materializes.
7. Approved the amendment in Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("Code of Fair Disclosure") incorporating the recent amendments to SEBI (PIT) Regulations, 2015. A copy of same is enclosed herewith as **Annexure-F**.

**Regd. Office :** Village Somalheri/Lehli, P.O. Dappar, Tehsil Derabassi, Distt. Mohali, Punjab (India)  
Tel. : +91 (1762) 275249, 275872, 275173 Fax : +91 (1762) 275228  
Email : hrdho@sswlindia.com Website : www.sswlindia.com

**Works :** Plot No. 733,734,735,747, Jojobera, Chhota Govindpur, East Singhbhum, Jharkhand - 831015  
Phone : +91-657-2277753, Fax : +91-657-2277754

8. The Directors Report of the Company for the Financial Year 2024-25.
9. Convening of the 39<sup>th</sup> Annual General Meeting (AGM) of the Company and the Board has fixed the following schedule for the same:

<b>Day and Date of AGM</b>	Tuesday, 30.09.2025
<b>Venue</b>	Registered Office of the Company at Village Somalheri/Lehli, P. O. Dappar, Tehsil Derabassi, Distt. Mohali, Punjab-140506
<b>Time</b>	11:00 a.m. (IST)
<b>Cut-off date for Voting (incl. Remote E-voting) and Dividend Entitlement</b>	Tuesday, 23.09.2025
<b>Book Closure*</b>	
<b>From</b>	Wednesday, 24.09.2025
<b>To</b>	Tuesday, 30.09.2025
<b>Remote E-voting period</b>	
<b>From</b>	Saturday, 27.09.2025 at 9:00 a.m. (IST)
<b>To</b>	Monday, 29.09.2025 at 5:00 p.m. (IST)
<b>Remote E-voting Services Provider</b>	MUFG Intime India Private Limited {formerly known as Link Intime India Private Limited (LI IPL)}

\*Book Closure for the purpose of AGM and for determining the names of members entitled to dividend, if approved by the members at the AGM.

10. Appointment of Sh. Sushil Kumar Sikka, Practicing Company Secretary (Membership No. 4241 and Certificate of Practice No. 3582) proprietor of M/s S.K. Sikka & Associates, as the Scrutinizer of the Company to scrutinize the voting at the AGM and remote e-voting process.

The meeting commenced at 11:00 a.m. and concluded at 2:15 p.m.

Kindly take the same on your records.

Thanking you.

Yours faithfully,

For **Steel Strips Wheels Limited**

(Kanika Sapra)   
Company Secretary & Compliance Officer



**AKR & ASSOCIATES**  
Chartered Accountants

*Annexure A*  
SCO 51, 2nd Floor, Block -B,  
Chandigarh Citi Centre,  
VIP Road, Zirakpur (Pb.) 140603  
M : 9316288660, 01762-516660  
E-mail : narang.ca@gmail.com

**Independent Auditor's Review Report on the Quarterly Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**

To  
The Board of Directors  
STEEL STRIPS WHEELS LIMITED

1. We have reviewed the accompanying statement of unaudited standalone financial results of STEEL STRIPS WHEELS LIMITED (the "Company") for the quarter ended June 30, 2025 (the "Statement", attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. The Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ("Ind AS") specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For AKR & Associates  
Chartered Accountants

(Firm registration No. 021170N)

*Kumar*

CA Kailash Kumar  
Partner

(Membership Number: 505972)

Place of signature: Chandigarh

Date: 01.08.2025

UDIN: 25505972BMKUUP2529



**STEEL STRIPS WHEELS LIMITED**

**CIN: L27107PB1985PLC006159**

Regd. Office : Village Somalheri/Lehli, PO Dappar, Tehsil Derabassi, Distt. Mohali, Punjab-140506

Tel: +91-172-2793112, Fax:+91-172-2794834 E-mail: ssl\_ssg@glide.net.in; Website: www.sswlindia.com



**STATEMENT OF STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2025**

All Amount in Rs Lakhs Except EPS or unless stated otherwise

S.No.	Particulars	Quarter Ended			Year Ended
		30th June 2025	31st March 2025	30th June 2024	31st March 2025
		Unaudited	Audited	Unaudited	Audited
I	Revenue from operations	1,18,678.46	1,23,393.16	1,02,529.25	4,42,899.83
II	Other Income	311.78	348.73	393.42	1,343.91
	<b>Total income(I+II)</b>	<b>1,18,990.24</b>	<b>1,23,741.89</b>	<b>1,02,922.67</b>	<b>4,44,243.74</b>
III	<b>Expenses</b>				
a	Cost of materials consumed	81,871.16	80,701.55	64,896.85	2,87,808.68
b	Change in inventories of finished goods, stock in trade and work -in-progress	(4,763.51)	1,106.15	1,510.06	(1,989.29)
c	Employee benefit expenses	10,242.26	9,780.27	9,023.83	37,980.03
d	Finance costs	2,880.13	2,947.80	3,113.04	11,723.11
e	Depreciation and amortisation expenses	3,043.44	2,556.74	2,487.39	10,100.88
f	Other expenses	19,125.01	18,351.71	15,701.76	70,418.96
	<b>Total Expenses III(a to f)</b>	<b>1,12,398.49</b>	<b>1,15,444.22</b>	<b>96,732.93</b>	<b>4,16,042.37</b>
IV	Profit/(loss) before exceptional items and tax (I+II-III)	6,591.75	8,297.67	6,189.74	28,201.37
V	Exceptional items	-	-	-	-
VI	<b>Profit/(loss) before tax after exceptional items(IV+V)</b>	<b>6,591.75</b>	<b>8,297.67</b>	<b>6,189.74</b>	<b>28,201.37</b>
VII	<b>Tax expense:</b>				
	(1) Current tax	1,641.51	1,614.18	1,583.54	6,602.85
	(2) Deferred tax	(43.28)	516.10	(14.00)	606.20
	Prior years tax Adjustments	-	(2.69)	-	(2.69)
VIII	<b>Profit/(loss) for the period after Tax (VI-VII)</b>	<b>4,993.52</b>	<b>6,170.08</b>	<b>4,620.20</b>	<b>20,995.01</b>
IX	<b>Other Comprehensive Income/(Loss)</b>				
	Items that will not be reclassified to profit or loss				
	-Re-measurement gains (losses) on defined benefit plans	(21.18)	(82.56)	(213.87)	(103.84)
	-Income tax relating to above items	5.33	20.74	54.28	26.14
	<b>Total other comprehensive income/(loss) for the period</b>	<b>(15.85)</b>	<b>(61.82)</b>	<b>(159.59)</b>	<b>(77.70)</b>
X	<b>Total Comprehensive Income for the period (VIII+IX)(Comprising Profit/(Loss) and Other Comprehensive Income for the period)</b>	<b>4,977.67</b>	<b>6,108.26</b>	<b>4,460.61</b>	<b>20,917.31</b>
XI	Paid-up equity share capital (Face value of Rs.1/- per share)	1,571.80	1,569.29	1,569.29	1,569.29
XII	Reserves (excluding Revaluation Reserve) as shown in the Audited Balance Sheet	-	-	-	1,49,097.76
XIII	Earnings per equity share in Rs.				
	(1) Basic (in ₹)	3.18	3.93	2.94	13.38
	(2) Diluted (in ₹)	3.17	3.91	2.94	13.32

**Notes :**

- The above financial results have been reviewed and recommended by Audit Committee and approved by the Board of Directors of the Company in their respective meetings held on 01st August 2025. The statutory auditors have carried out Limited review of the accounts for the quarter ended 30th June 2025.
- The Chief Operating Decision Maker "CODM" reviews the operations of the company as a whole, hence there are no reportable segments as per Ind AS 108 "Operating Segments".
- These standalone financial results of the Company have been prepared in accordance with the Indian Accounting Standards (IND AS) as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act 2013 read with Rule 3 of the Companies (Indian Accounting Standard) Rules, 2015, Companies (Indian Accounting Standards) amendment rules 2016 and in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI circular CIR/CFT/FAC/62/2016 dated July 05, 2016 and other accounting principles generally accepted in India.
- The figures for the corresponding previous periods have been restated/ regrouped, wherever necessary to make them comparable.

Date: 1st August 2025  
Place: Chandigarh



Dheeraj Garg  
Managing Director  
DIN - 00034926



**Independent Auditor's Review Report On consolidated unaudited quarterly financial results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

TO  
THE BOARD OF DIRECTORS OF  
STEEL STRIPS WHEELS LIMITED

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **Steel Strips Wheels Limited** ("the Holding Company") and its subsidiary (the Holding and its subsidiary together referred to as "the Group"), its Associate for the for the quarter ended June 30, 2025 ("the Statement"), being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations")
2. The Holding Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Statement has been approved by the Holding Company's Board of Directors . Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Master Circular issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable

4. The Statement includes the results of the following entities:
  - a) Steel Strips Wheels Limited (Holding Company)
  - b) AMW Autocomponent Limited (Wholly owned Subsidiary)
  - b) Clean Max Astria Private Limited (Associate of the Holding Company)



5. Based on our review conducted and procedures performed as stated in paragraph 3 above, subject to the effects of the matter specified in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. The accompanying Statement includes the unaudited interim financial results and other financial information, in respect of above-mentioned associate, whose unaudited interim financial include the Company's share of net profit after tax of Rs. 2.29 lakhs and total comprehensive income of Rs. 2.29 lakhs for the quarter ended June 30, 2025 as considered in the Statement whose interim financial results and other financial information have not been reviewed by its auditor and have been approved and furnished to us by the management. According to the information and explanations given to us by the Management, these interim financial results of associate are not material to the group.
7. Our conclusion is not modified in respect of this matter.

For AKR & Associates  
Chartered Accountants  
(Firm registration No. 5600179N)

  
Kailash Kumar  
Partner  
(Membership Number: 505972)  
Place of signature: Chandigarh  
Date: 01.08.2025  
UDIN: 25505972BMKUUQ3686



STEEL STRIPS WHEELS LIMITED

CIN: L27107PB1985PLC006159

Reqd. Office : Village Somalheri/Lehli, PO Dappar, Tehsil Derabassi, Distt. Mohali, Punjab-140506

Tel: +91-172-2793112, Fax:+91-172-2794834 E-mail: ssl\_ssg@glide.net.in; Website: www.sswlindia.com



STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2025

All Amount in Rs Lakhs Except EPS or unless stated otherwise

S.No.	Particulars	Quarter Ended			Year Ended
		30th June 2025	31st March 2025	30th June 2024	31st March 2025
		Unaudited	Audited	Unaudited	Audited
I	Revenue from operations	1,18,678.46	1,23,393.16	1,02,529.25	4,42,899.83
II	Other Income	80.41	101.01	129.89	316.76
	<b>Total income(I+II)</b>	<b>1,18,758.87</b>	<b>1,23,494.17</b>	<b>1,02,659.14</b>	<b>4,43,216.59</b>
III	<b>Expenses</b>				
a	Cost of materials consumed	81,871.16	80,701.55	64,896.85	2,87,808.68
b	Change in inventories of finished goods, stock in trade and work -in-progress	(4,763.51)	1,106.15	1,510.06	(1,989.29)
c	Employee benefit expenses	10,242.26	9,786.97	9,023.83	37,986.73
d	Finance costs	2,880.17	2,947.84	3,113.08	11,724.30
e	Depreciation and amortisation expenses	3,242.82	2,760.66	2,852.24	11,113.26
f	Other expenses	19,175.34	18,378.96	15,797.33	70,659.72
	<b>Total Expenses III(a to f)</b>	<b>1,12,648.24</b>	<b>1,15,682.13</b>	<b>97,193.39</b>	<b>4,17,303.40</b>
IV	Profit/(loss) before exceptional items and tax (I+II-III)	6,110.63	7,812.04	5,465.75	25,913.19
V	Exceptional items	-	-	-	-
VI	<b>Profit/(loss) before tax after exceptional items(IV+V)</b>	<b>6,110.63</b>	<b>7,812.04</b>	<b>5,465.75</b>	<b>25,913.19</b>
VII	Share of profit/(loss) from associates	2.29	(9.10)	3.61	(13.91)
VIII	<b>Profit before tax (VI+VII)</b>	<b>6,112.92</b>	<b>7,802.94</b>	<b>5,469.36</b>	<b>25,899.28</b>
IX	<b>Tax expense:</b>				
	(1) Current tax	1,354.26	2,268.26	1,354.26	6,602.85
	(2) Deferred tax	34.45	(528.53)	34.45	(229.33)
	Prior years tax Adjustments	-	(2.69)	-	(2.69)
X	<b>Profit/(loss) for the period after Tax (VIII-IX)</b>	<b>4,724.21</b>	<b>6,065.90</b>	<b>4,080.65</b>	<b>19,528.45</b>
XI	<b>Other Comprehensive Income/(Loss)</b>				
	Items that will not be reclassified to profit or loss				
	-Re-measurement gains (losses) on defined benefit plans	(21.18)	(82.56)	(213.87)	(103.84)
	-Income tax relating to above items	5.33	20.74	53.83	26.14
	<b>Total other comprehensive income/(loss) for the period</b>	<b>(15.85)</b>	<b>(61.82)</b>	<b>(160.04)</b>	<b>(77.70)</b>
XII	<b>Total Comprehensive Income for the period (X+XI) (Comprising Profit/(Loss) and Other Comprehensive Income for the period)</b>	<b>4,708.36</b>	<b>6,004.08</b>	<b>3,920.61</b>	<b>19,450.75</b>
XIII	Paid-up equity share capital (Face value of Rs.1/- per share)	1,571.80	1,569.29	1,569.29	1,569.29
XIV	Reserves (excluding Revaluation Reserve) as shown in the Audited Balance Sheet of the previous year	-	-	-	1,53,803.48
XV	Earnings per equity share in Rs.				
	(1) Basic (in ₹)	3.01	3.87	2.60	12.47
	(2) Diluted (in ₹)	3.00	3.85	2.60	12.45

Notes :

- The above financial results have been reviewed and recommended by Audit Committee and approved by the Board of Directors of the Company in their respective meetings held on 01st August 2025. The statutory auditors have carried out Limited review of the accounts for the quarter ended 30th June 2025
- The Chief Operating Decision Maker "CODM" reviews the operations of the company as a whole, hence there are no reportable segments as per Ind AS 108 "Operating Segments".
- These consolidated financial results of the Company have been prepared in accordance with the Indian Accounting Standards (IND AS) as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act 2013 read with Rule 3 of the Companies (Indian Accounting Standard) Rules, 2015, Companies (Indian Accounting Standards) amendment rules 2016 and in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI circular CIR/CFT/FAC/62/2016 dated July 05, 2016 and other accounting principles generally accepted in India.
- The figures for the corresponding previous periods have been restated/ regrouped, wherever necessary, to make them comparable.

Date: 1st August, 2025  
Place: Chandigarh



*(Handwritten Signature)*

Dheeraj Garg  
Managing Director  
DIN -00034926

**Annexure C**

**Disclosure pursuant to the provisions of Regulation 30 and Part A of Schedule III of the SEBI (LODR) Regulations, 2015 read with SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024**

<b>Name of Director</b>	<b>Sh. Rajinder Kumar Garg</b>	<b>Sh. Manohar Lal Jain</b>
<b>DIN</b>	00034827	00034591
<b>Reason for change viz. appointment, re-appointment, resignation, cessation, removal, death Or otherwise</b>	Re-appointment of Sh. Rajinder Kumar Garg retiring by rotation and being eligible, offered himself for re-appointment, subject to the approval of members at the ensuing Annual General Meeting of the Company. His office shall be liable to retire by rotation.	Re-appointment of Sh. Manohar Lal Jain retiring by rotation and being eligible, offered himself for re-appointment, subject to the approval of members at the ensuing Annual General Meeting of the Company. His office shall be liable to retire by rotation.
<b>Date of appointment/ re-appointment/ cessation (as applicable) &amp; term of appointment/reappointment;</b>	He shall hold office till the date he retires by rotation.	As per the resolution passed by the members of the company at the 37 <sup>th</sup> Annual General Meeting held on 23.08.2023, Sh. Manohar Lal Jain, was reappointed as an Executive Director of the Company for a period of five(5) years w.e.f. 01.07.2023, liable to retire by rotation.
<b>Brief Profile</b>	Sh. Rajinder Kumar Garg is a promoter of the Company. He has wide and varied experience in business development operations. He started his career in the government service and entered his own business in the year 1975. He is an industrialist and is a technocrat with more than four decades of rich experience in the industrial field including Steel, Acrylics Fibre, Automotive wheels rims, civil constructions and other allied activities. The Company is benefitted from his vision and vast experience in the various industrial fields and his contribution towards the growth of the Company.	Sh. Manohar Lal Jain has been associated with the Group for a period of more than 44 years. He is a FCA and FCS by qualification. He has vast experience in the field of finance, legal, secretarial and taxation matters. He also possesses skills for development of various strategies in the said areas and ensuring its successful implementation for the betterment and growth of the Company.
<b>Disclosure of Relationship between Directors (in case of Appointment of Director)</b>	He is related to Sh. Dheeraj Garg, Managing Director of the company.	He is not inter-se related to any other Director of the Company.
<b>Information as required pursuant to BSE Circular with ref. no. LIST/ COMP/ 14/2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/CML/2018/24, dated 20<sup>th</sup> June, 2018.</b>	He is not debarred from holding the office of Director by virtue of any SEBI Order or any other such authority.	He is not debarred from holding the office of Director by virtue of any SEBI Order or any other such authority.

**Annexure D**

**Disclosure pursuant to the provisions of Regulation 30 and Part A of Schedule III of the SEBI (LODR) Regulations, 2015 read with SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024**

<b>Name of Director</b>	<b>Sh. Siddharth Bansal</b>
<b>DIN</b>	02909820
<b>Reason for change viz. appointment, re-appointment, resignation, cessation, removal, death Or otherwise</b>	Re-appointment as an Independent Director of the Company
<b>Date of appointment/ re-appointment/ <del>cessation</del> (as applicable) &amp; term of appointment/reappointment;</b>	Based on the recommendation of NRC, Sh. Siddharth Bansal has been re-appointed as an Independent Director of the Company to hold office for second term of five (5) consecutive years effective from 01.10.2025 to 30.09.2030, subject to the approval of members of the Company. His office shall not be liable to retire by rotation.
<b>Brief Profile</b>	<p>He is a qualified B.com (Hons), CIPM, PGDBF, FCA (All India 35<sup>th</sup> Rankholder). He has 20 years of experience and specializes in IFRS, US GAAP, Ind-AS, Audit Support and Process improvement spanning across clients in Hospitality, Real-Estate, Manufacturing, IT services and NBFC sectors.</p> <p>He has worked in core EY audit function for about 7 years and has been delivering trainings in IFRS, Ind AS, financial statement audit to senior professionals as a part of EY learning. He has led and been part of audit and the IPO / transaction engagements of large companies. He has led audit and advisory engagements in IT sector involving US GAAP, IND AS, merger and de-merger activities</p> <p>He has also led engagements involving preparation of audit schedules, performing procedures as agreed by the management on such schedules, review of carve out financials for a large companies in manufacturing and financing sectors.</p>
<b>Disclosure of Relationship between Directors (in case of Appointment of Director)</b>	Sh. Siddharth Bansal is not inter-se related to any other Director of the Company.
<b>Information as required pursuant to BSE Circular with ref. no. LIST/COMP/ 14/2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/CML/2018/24, dated 20<sup>th</sup> June, 2018.</b>	Sh. Siddharth Bansal is not debarred from holding the office of Director by virtue of any SEBI Order or any other such authority.

### Annexure E

Disclosure pursuant to the provisions of Regulation 30 and Part A of Schedule III of the SEBI (LODR) Regulations 2015 read with SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024

<b>Name of the Firm</b>	M/s S.K. Sikka & Associates, Company Secretaries
<b>Status of Firm (Constitution)</b>	Sole Proprietorship handled by Sh. Sushil Kumar Sikka
<b>Membership No:</b>	FCS 4241
<b>Certificate of Practice No.</b>	3582
<b>Peer Review Certificate No:</b>	1057/2021
<b>Areas of Practice:</b>	M/s. S K Sikka & Associates is a sole proprietorship firm registered as a practicing company secretaries firm with the Institute of Company Secretaries of India (ICSI) since January, 2001. The firm has been engaged in the area of providing guidance and consultancy in Company Law, Securities Laws and Legal Due Diligence for over two decades. They have client base in number of Government, Private as well as Public Limited Companies.



**CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF  
UNPUBLISHED PRICE SENSITIVE INFORMATION (UPS I)**

**OF**

**STEEL STRIPS WHEELS LIMITED**

**Effective Date: 15.05.2015  
Last Review Date: 01.08.2025**

## 1. Preamble

Steel Strips Wheels Limited (the "Company" or "SSWL") has always stood for a fair and equitable flow of economic benefit to its shareholders. In its communication with investors, it has always endeavored to provide a healthy level of disclosure, with responsibility and caution in discussion about the future, transparency and equal dissemination of information to all its investors and analysts, current or prospective. The Company welcomes enhanced sensitivity to equality in shareholder communication and has formalized its principles into a Code of Fair Disclosure (as defined below.)

## 2. Purpose

The Securities and Exchange Board of India has formulated the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("SEBI (PIT) Regulations, 2015") to prescribe a legal framework for prohibition of insider trading. In terms of the provisions of SEBI (PIT) Regulations, 2015, every listed Company is required to formulate a Code of Fair Disclosure. Accordingly, the Company has formulated this Code of Fair Disclosure to ensure timely and adequate disclosure of Unpublished Price Sensitive Information.

## 3. Definitions

"**Act**" means the Securities and Exchange Board of India Act, 1992 (15 of 1992)

"**Code**" or "**this Code**" shall mean this Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information;

"**Company**" or "**the Company**" or "**SSWL**" means Steel Strips Wheels Limited;

"**Generally Available Information**" means information that is accessible to the public on a non-discriminatory basis such as information published on the website of the stock exchanges and shall not include unverified event or information reported in print or electronic media. "Generally Available" with respect to information shall be construed accordingly;

"**SEBI (PIT) Regulations, 2015**" means the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;

"**SEBI (LODR) Regulations, 2015**" means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time;

"**Mainstream Media**" shall include print or electronic mode of the following:

- a) Newspapers registered with the Registrar of Newspapers for India;
- b) News channels permitted by Ministry of Information and Broadcasting under Government of India;
- c) Content published by the publisher of news and current affairs content as defined under the Information Technology (Intermediary Guidelines and Digital Media Ethics Code) Rules, 2021; and
- d) Newspapers or news channels or news and current affairs content similarly registered or permitted or regulated, as the case may be, in jurisdictions outside India.

"**Legitimate Purpose**" shall include sharing of unpublished price sensitive information in the ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions of the said regulations.

"**Unpublished Price Sensitive Information**" means any information, relating to the Company or its Securities, directly or indirectly, that is not generally available which upon becoming generally available is likely to materially affect the price of the Securities and shall, ordinarily include but not restricted to, information relating to the following:

- (i) financial results;
- (ii) dividends;

- (iii) change in capital structure;
- (iv) mergers, de-mergers, acquisitions, delistings, disposals and expansion of business, award or termination of order/contracts not in the normal course of business, and such other transactions ;
- (v) changes in key managerial personnel, other than due to superannuation or end of term, and resignation of a Statutory Auditor or Secretarial Auditor;
- (vi) change in rating(s), other than ESG rating(s);
- (vii) fund raising proposed to be undertaken;
- (viii) agreements, by whatever name called, which may impact the management or control of the company;
- (ix) fraud or defaults by the company, its promoter, director, key managerial personnel, or subsidiary or arrest of key managerial personnel, promoter or director of the company, whether occurred within India or abroad;
- (x) resolution plan/ restructuring or one-time settlement in relation to loans/borrowings from banks/financial institutions;
- (xi) admission of winding-up petition filed by any party/creditors and admission of application by the Tribunal filed by the corporate applicant or financial creditors for initiation of corporate insolvency resolution process against the company as a corporate debtor, approval of resolution plan or rejection thereof under the Insolvency and Bankruptcy Code, 2016;
- (xii) initiation of forensic audit, by whatever name called, by the company or any other entity for detecting mis-statement in financials, misappropriation/siphoning or diversion of funds and receipt of final forensic audit report;
- (xiii) action(s) initiated or orders passed within India or abroad, by any regulatory, statutory, enforcement authority or judicial body against the company or its directors, key managerial personnel, promoter or subsidiary, in relation to the company;
- (xiv) outcome of any litigation(s) or dispute(s) which may have an impact on the company;
- (xv) giving of guarantees or indemnity or becoming a surety, by whatever named called, for any third party, by the company not in the normal course of business;
- (xvi) granting, withdrawal, surrender, cancellation or suspension of key licenses or regulatory approvals;

*Explanation 1- For the purpose of sub-clause (ix) above:*

"Fraud" shall have the same meaning as referred to in Regulation 2(1)(c) of Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003.

"Default" shall have the same meaning as referred to in Clause 6 of paragraph A of Part A of Schedule III of SEBI (LODR) Regulations, 2015.

Explanation 2- For identification of events enumerated in this clause as unpublished price sensitive information, the guidelines for materiality referred at paragraph A of Part A of Schedule III of the SEBI (LODR) Regulations, 2015 as may be specified by the Board from time to time and materiality as referred at paragraph B of Part A of Schedule III of the SEBI (LODR) Regulations, 2015 shall be applicable.]

It is clarified that UPSI is not restricted to information regarding the events mentioned above and may include direct or indirect information relating to the Company or its securities. It shall also include any other matter as may be prescribed under the any SEBI Regulations and/or Corporate Law to be price sensitive, from time to time.

Words, terms and expressions used but not specifically defined herein shall have the same meaning as assigned thereto in the SEBI (PIT) Regulations, 2015, the Act, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996 or the Companies Act, 2013 and rules and regulations made thereunder or any other applicable laws or regulations, including the amendments thereon, as the case may be.

#### **4. Chief Investor Relations Officer (CIRO)**

The Chief Investor Relations Officer (CIRO) shall be responsible for ensuring that the Company complies with the continuous disclosure requirements of SEBI (PIT) Regulations, 2015 and this Code. He shall also be responsible for overseeing, monitor & coordinating dissemination of disclosure of price sensitive information to Stock Exchanges and stakeholders. In addition

to CIRO, the following persons ("Authorised Spokespersons") are also authorized to communicate with the Investors/media in co-ordination with the CIRO:

- Chairman
- Managing Director ;
- Deputy Managing Director;
- Executive Director;
- Chief Financial Officer; and
- Company Secretary

The Company Secretary in coordination with the CIRO shall disseminate/disclose the information to the stock exchanges where the Securities of the Company are listed.

## 5. Principles of Fair Disclosure

- Prompt Public disclosure of Unpublished Price Sensitive Information

SSWL will comply with all periodic reporting and disclosure requirements contained in the Companies Act, 2013, SEBI (LODR) Regulations, 2015, SEBI (PIT) Regulations, 2015 and other applicable laws and regulations (including any amendments thereof). SSWL shall make prompt disclosure of Unpublished Price Sensitive Information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.

- Uniform disclosure of Unpublished Price Sensitive Information

SSWL shall disseminate the Unpublished Price Sensitive Information uniformly and universally without any selective disclosure.

- Prompt disclosure of information that get disclosed inadvertently or selectively

SSWL shall also promptly disseminate the Unpublished Price Sensitive Information that gets disclosed selectively, inadvertently or otherwise to make such information generally available by informing to the Stock Exchanges where the Securities of the Company are listed. If any Unpublished Price Sensitive Information is inadvertently disclosed without the consultation of the CIRO, the CIRO and the Company Secretary should be informed about the same as soon as possible and they may take such action to ensure that such information is generally available.

- Appropriate and fair response to queries on news reports

SSWL shall provide appropriate and fair response to queries on news reports and requests for verification of market rumors by regulatory authorities. The CIRO may also decide whether a public announcement is necessary for verifying or denying rumors and in case it is necessary, the Company should make a public announcement for either verifying or denying the rumors.

- Information shared with analyst and research personnel

The CIRO / any person authorised by CIRO shall inform the Stock Exchanges and put on the website of the Company the following information:

- i. Schedule of analysts or institutional investors meet at least two working days in advance (excluding the date of the intimation and the date of the meet) and presentations made by the listed entity to analysts or institutional investors.  
Explanation: For the purpose of this clause 'meet' shall mean group meetings or group conference calls conducted physically or through digital means.
- ii. Audio or video recordings and transcripts of post earnings/quarterly calls, by whatever name called, conducted physically or through digital means, in the following manner:
  - o the presentation and the audio/video recordings shall be promptly made available on the website and in any case, before the next trading day or within twenty-four hours from the conclusion of such calls, whichever is earlier;

- the transcripts of such calls shall be made available on the website within five working days of the conclusion of such calls:

- Need to know basis

Unpublished Price Sensitive Information shall be handled on a need to know basis, i.e unpublished price sensitive information should be disclosed only to those within the Company who need the information to discharge their duty and shall not be communicated to any person except in furtherance of the legitimate purposes, performance of duties or discharge of legal obligations.

- Sharing of Unpublished Price Sensitive Information for legitimate purpose.

Any person in receipt of unpublished price sensitive information pursuant to a legitimate purpose shall be considered an insider for the purpose of the said Regulations and due notice shall be given to such person to maintain confidentiality of such unpublished price sensitive information in compliance with the said Regulations.

## **6. Digital Database of recipient of Unpublished Price Sensitive Information.**

A Structured Digital Database shall be maintained containing the names of such persons who have shared the information and also the names of such persons with whom information is shared under this regulation along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Such database shall not be outsourced and shall be maintained with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.

Provided that entry of information, not emanating from within the organization, in structured digital database may be done not later than 2 calendar days from the receipt of such information.

The Board Of Directors or head(s) of the organisation of every person required to handle unpublished price sensitive information shall ensure that the structured digital database is preserved for a period of not less than eight years after completion of the relevant transactions and in the event of receipt of any information from the Securities and Exchange Board of India regarding any investigation or enforcement proceedings, the relevant information in the structured digital database shall be preserved till the completion of such proceedings.

## **7. Modification and Amendments**

SSWL reserves all right to modify and/or amend this Code of Fair Disclosure at any time. This Code of Fair Disclosure and subsequent amendment(s) thereto, shall be promptly intimated to the stock exchange where the Securities of the Company are listed.

This Code of Fair Disclosure and any amendment(s) thereof shall also be published on the official website of SSWL.

## **POLICY FOR DETERMINATION OF LEGITIMATE PURPOSES**

[Pursuant to Regulation 3 (2A) of SEBI (Prohibition of Insider Trading) Regulations, 2015]

### **Preface**

This Policy, which is part of "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)" formulated under Regulation 8 of SEBI (Prohibition of Insider Trading) Regulations 2015, is known as "Policy for Determination of Legitimate Purposes" hereinafter referred to as the "Policy". This Policy is prepared in accordance with Regulation 3(2A) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

### **Objective**

The policy is formulated with an objective to identify 'Legitimate Purposes' for which an insider is entitled to communicate, provide, or allow access to any unpublished price sensitive information (UPSI), relating to Steel Strips Wheels Limited ("the Company" or "SSWL"), its listed securities or securities which are proposed to be listed, to any person including other insiders, in the ordinary course of business.

### **Definition**

"Insider"- Any person in receipt of UPSI pursuant to a "legitimate purpose" shall be considered as an "insider" for purpose of these regulations and due notice shall be given to such persons (Insiders) to maintain confidentiality of such unpublished price sensitive information in compliance with these regulations.

"Legitimate" Purposes" shall mean sharing of UPSI in the ordinary course of business by an Insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, any other person with whom UPSI is shared provided that such sharing has not been carried out to evade or circumvent the prohibitions of these regulations.

### **Sharing of UPSI for Legitimate Purpose**

The UPSI shall be shared by any person(s) authorized by the Board of Directors or Chief Investor Relations Officer (CIO) of the Company, in this behalf, only in furtherance of legitimate purpose(s) which shall include the following;

- i. Sharing of UPSI in the ordinary course of business by any Insider, Designated Person, or by any Authorized person with existing or proposed partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, credit rating agencies, bankers or such other person as may be decided by the Compliance Officer from time to time.
- ii. Sharing of UPSI where such communication is in furtherance of performance of duty (ies).
- iii. Sharing of UPSI for discharge of legal obligation(s).
- iv. Sharing of UPSI for any other genuine or reasonable purpose as may be determined by the CIO of the Company.
- v. Sharing of UPSI for any other purpose as may be prescribed under the SEBI Regulations or Company Law or any other law for the time being in force, in this behalf, as may be amended from time to time.

### **Issue of Notice to the Recipient of UPSI**

Any person in receipt of unpublished price sensitive information pursuant to a "legitimate purpose" shall be considered an "insider" for purposes of this Code and due notice shall be given to such persons:-

- o To make aware such person that the information shared is or would be UPSI.
- o To make aware to such person the duties and responsibilities attached to the receipt of such UPSI and the liability attached to misuse of UPSI.
- o To instruct such person to maintain confidentiality of such unpublished price sensitive information in compliance with these regulations.

### **Digital Database**

A Structured Digital Database shall be maintained containing the names of such persons who have shared the information and also the names of such persons with whom information is shared under this regulation along with the Permanent Account Number or any other identifier authorized by law where Permanent Account Number is not available. Such database shall not be outsourced and shall be maintained with adequate internal controls and checks such as time stamping and audit trails to ensure non-tampering of the database.

Provided that entry of information, not emanating from within the organization, in structured digital database may be done not later than 2 calendar days from the receipt of such information.

The Board Of Directors or head(s) of the organisation of every person required to handle unpublished price sensitive information shall ensure that the structured digital database is preserved for a period of not less than eight years after completion of the relevant transactions and in the event of receipt of any information from the Securities and Exchange Board of India regarding any investigation or enforcement proceedings, the relevant information in the structured digital database shall be preserved till the completion of such proceedings.

### **Restrictions On Communication and Trading by Insiders**

The Board of Directors shall require the parties to execute agreements to contract confidentiality and non-disclosure obligations on the part of such parties and such parties shall keep information so received confidential and shall not otherwise trade in securities of the Company when in possession of unpublished price sensitive information.

### **Amendment**

The Board of Directors of the Company, subject to applicable laws, rules & Regulations, may amend / substitute any provision(s) with a new provision(s) or replace this entire Policy with a new Policy. In any circumstance where the terms of this Policy differ from any law, rule, regulation etc. for the time being in force, the law, rule, regulation etc. shall take precedence over this Policy. This Policy and any subsequent amendment(s) thereto, shall be promptly intimated to the Stock Exchanges, if required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and/or SEBI (Prohibition of Insider Trading) Regulations, 2015 and any amendment, re-amendment or re-enactment thereto.

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