

STERLING TOOLS LIMITED

CIN : L29222DL1979PLC009668

WORKS : 5-A DLF Industrial Estate
Faridabad - 121 003 Haryana India
Tel : 91-129-227 0621 to 25/225 5551 to 53
Fax : 91-129-227 7359
E-mail : sterling@stlfasteners.com
website : stlfasteners.com

**By NEAPS**

National Stock Exchange of India Limited
"Exchange Plaza",
Bandra-Kurla Complex, Bandra (E)
Mumbai-400051

Scrip Code: STERTOOLS**By Listing Centre**

The Manager- Listing
BSE Limited
25th Floor, P. J. Towers
Dalal Street,
Mumbai – 400001

Security Code No. 530759Date: 7th August 2025**Sub: Outcome of Meeting of the Board of Directors under Regulation 30 and 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.**

Dear Sir/ Madam,

This is to inform you that Board of Directors, in its meeting held today, i.e. Thursday, 7th August 2025, commenced at 12:35 PM and concluded at 02:15 P.M., has taken the following decisions:

i) **Approval of Unaudited Financial Results:** - Please note that as per the recommendation made by the Audit Committee, the Board of Directors of the Company at their meeting held today i.e. on 7th August 2025 inter alia, has considered and approved the Unaudited Standalone and Consolidated financial results ("**the Unaudited financial results**") of the Company for the quarter ended 30th June 2025 and have taken on record the Limited Review Report issued by the Statutory Auditors for the quarter ended 30th June 2025.

A copy of the said Unaudited financial results along with Limited Review Report is enclosed as **Annexure-A**.

ii) **Re-appointment of Cost Auditors:** The Board has approved the re-appointment of M/s Jitender Navneet & Co as the Cost Auditors of the Company for the financial year 2025-26. The disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed as **Annexure-B**.

iii) **Appointment of Secretarial Auditors:** - The Board has, subject to the approval of the members of the Company, approved the appointment of M/s Dhananjay Shukla & Associates, the Company Secretaries in Practice as the Secretarial Auditors of the Company to conduct secretarial audit for a period of five (5) financial years commencing from the financial year 2025-26 till the financial year



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Jasola Distric Centre, New Delhi - 110025
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2029-30. The disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as **Annexure-C**.

iv) Appointment of Ms. Komal Malik as the Company Secretary & Compliance Officer designated as Key Managerial Personnel ("KMP"): - As recommended by the Nomination and Remuneration Committee, the Board of Directors of the Company has appointed Ms. Komal Malik a fellow member of the Institute of Company Secretaries of India having membership no. F6430 as the Company secretary and Compliance officer of the Company, designated as KMP w.e.f. 7th August 2025.

The disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed as **Annexure-D**.

vi) Fixing the Date of AGM of the Company, the Book Closure Date and the Record Date: - The 46th Annual General Meeting (AGM) of the Company is scheduled to be held on **Saturday, 13th September 2025**.

The Book Closure date i.e. the date of closure of the Register of Members and the share transfer books for the purpose of AGM and payment of final dividend, as recommended by the Board of Directors of the Company in their meeting held on 13th May 2025 and if approved, by the members at the AGM, has been fixed and shall remain closed from Sunday, 7th September 2025 to Saturday, 13th September 2025 (both days inclusive) and accordingly, the Record Date has been fixed as Saturday, 6th September 2025.

vii) Reappointment of Mr. Rakesh Batra as Non-Executive Independent Director of the Company

Based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the members of the Company, the Board has subject to the approval of the members of the Company, approved the re-appointment of Mr. Rakesh Batra (DIN: 06511494), as Non-Executive Independent Director, who shall not be subject to retirement by rotation, to hold office for second term of five consecutive years with effect from 10th November 2025.

The statement containing the brief particulars for reappointment of Mr. Rakesh Batra as Independent Director of the Company, as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed as **Annexure-E**.



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viii) **Approval of Investment of Rs. 20 Crore in Sterling Tech-Mobility Limited, Wholly Owned Subsidiary:** - Please note that as per the recommendation of the Audit committee, the Board of Directors has approved the investment in the form of equity in Sterling Tech-Mobility Limited, wholly owned subsidiary of the Company up to an amount of Rs. 20 Crore. (Rupees Twenty Crore only) in one or more tranches.

The disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed as **Annexure-F**.


For Sterling Tools Limited

Pankaj Gupta
Chief Financial Officer

Encl: As above



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Standalone statement of profit and loss for the quarter ended 30 June 2025

(₹ in lakhs, except per share data)

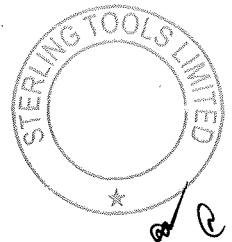
S. No.	Particulars	Three months ended 30 June 2025	Preceding three months ended 31 March 2025	Corresponding three months ended 30 June 2024	Year ended 31 March 2025
		(Unaudited)	(Refer note 3 & 5)	(Unaudited) (Refer note 5)	(Audited) (Refer note 5)
1	Income				
	(a) Revenue from operations	16,110.86	16,336.06	16,126.91	64,478.34
	(b) Other income	209.65	187.94	165.64	683.14
	Total income	16,320.51	16,524.00	16,292.55	65,161.48
2	Expenses				
	(a) Cost of materials consumed	6,230.90	6,595.37	6,276.30	25,392.54
	(b) Changes in inventories of finished goods and work-in-progress	187.14	(10.67)	20.59	496.90
	(c) Employee benefits expense	1,624.53	1,513.39	1,488.78	5,949.23
	(d) Finance costs	142.98	143.83	167.18	585.19
	(e) Depreciation and amortisation expenses	819.44	859.87	691.58	3,090.21
	(f) Other expenses	5,830.01	5,932.54	6,101.85	23,844.46
	Total expense	14,835.00	15,034.33	14,746.28	59,358.53
3	Profit before exceptional items and tax (1-2)	1,485.51	1,489.67	1,546.27	5,802.95
4	Exceptional items	-	-	-	-
5	Profit before tax (3+4)	1,485.51	1,489.67	1,546.27	5,802.95
6	Tax expense				
	(a) Current tax (including earlier years)	443.23	417.51	446.55	1,489.07
	(b) Deferred tax	(62.67)	(54.01)	(41.55)	26.91
	Total tax expense	380.56	363.50	405.00	1,515.98
7	Profit for the period/year (5-6)	1,104.95	1,126.17	1,141.27	4,286.97
8	Other comprehensive income				
	(A) (i) Items that will not be reclassified to profit or loss	(8.00)	(419.04)	(21.19)	(1,183.02)
	(ii) Income-tax relating to items that will not be reclassified to profit or loss	2.01	56.17	5.33	231.27
	(B) (i) Items that will be reclassified to profit or loss	-	-	-	-
	(ii) Income-tax relating to items that will be reclassified to profit or loss	-	-	-	-
	Other comprehensive income	(5.99)	(362.87)	(15.86)	(951.75)
9	Total comprehensive income for the period/year (comprising profit and other comprehensive income for the period/year) (7+8)	1,098.96	763.30	1,125.41	3,335.22
10	Paid-up equity share capital (face value of ₹ 2 each)	723.69	723.69	720.48	723.69
11	Other equity				45,977.87
12	Earnings per share*				
	(a) Basic	3.05	3.12	3.17	11.89
	(b) Diluted	3.04	3.10	3.16	11.81

* not annualised except for the year ended 31 March 2025

See accompanying notes to the standalone unaudited financial results

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Notes:


1. The standalone unaudited financial results of Sterling Tools Limited (the 'Company') for the quarter ended 30 June 2025 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 7 Aug 2025. The statutory auditors of the Company have conducted a limited review on these standalone unaudited financial results.
2. The above results have been prepared in accordance with the recognition and measurement principles of applicable Indian Accounting Standards ('Ind AS') as notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) specified under section 133 of the Companies Act, 2013, other accounting principles generally accepted in India and in compliance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (as amended).
3. Figures for the quarter ended 31 March 2025 represents the balancing figures between the audited figures in respect of the full financial year and published year to date reviewed figures up to the third quarter of the year ended 31 March 2025.
4. The Company is primarily in the business of manufacturing of fasteners (i.e. automotive components) which falls within a single business segment in terms of the Indian Accounting Standard 108 - Operating Segments, and accordingly there are no reportable segments.
5. Pursuant to the merger of Haryana Ispat Private Limited ("Wholly Owned Subsidiary") with Sterling Tools Limited ("Company") with effect from 01 April 2024 ("Appointed Date") approved by NCLT vide order dated 27 March 2025 the Company has restated Comparative periods presented in these results in accordance Appendix C to IND AS 103 Business Combination. The impact of this restatement is not material to these standalone financial results.

Place: Faridabad
Date: 7 Aug 2025

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For and on behalf of the Board of Directors




Atul Aggarwal
Managing Director
DIN: 00125825

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Independent Auditor's Review Report on Standalone Unaudited Quarterly 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 of Sterling Tools Limited

1. We have reviewed the accompanying statement of standalone unaudited financial results ('the Statement') of Sterling Tools Limited ('the Company') for the quarter ended 30 June 2025, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) ('Listing Regulations').
2. The Statement, which is the responsibility of the Company's management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the Listing Regulations. 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 the Standards on Auditing specified under section 143(10) of the Act, 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.

Chartered Accountants

Offices in Bengaluru, Chandigarh, Chennai, Dehradun, Gurugram, Hyderabad, Kochi, Kolkata, Mumbai, New Delhi, Noida and Pune

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

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 ind AS 34, prescribed under section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. The comparative financial information presented in the accompanying Statement includes financial information of Haryana Ispat Private Limited ('erstwhile wholly owned subsidiary') (hereinafter referred to as "Transferor Company") for the corresponding quarter ended 30 June 2024, pursuant to the scheme of amalgamation between the Company and Transferor Company as explained in note 6 to the accompanying Statement. The financial information of the Transferor Company for the quarter ended 30 June 2024 has not been subjected to audit or review. In our conclusion, and according to the information and explanations given to us by the management, such financial information for the quarter ended 30 June 2024 is not material to the accompanying standalone financial statements.

The aforesaid financial information has been furnished to us by the management and our conclusion, in so far as it relates to the amounts and disclosures included in respect of aforesaid Transferor Company for quarter ended 30 June 2024, is based solely on such unreviewed/unaudited financial information which has been relied upon by us for the purpose of our review of the accompanying Statement.

Our conclusion is not modified in respect of this matter.

For Walker Chandiook & Co LLP

Chartered Accountants

Firm Registration No: 001076N/N500013



Ashish Gera

Partner

Membership No. 508685

UDIN: 25508685BMIJLF9794



Place: Faridabad

Date: 07 August 2025



STERLING TOOLS LIMITED

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Consolidated statement of profit and loss for the quarter ended 30 June 2025

(₹ in lakhs, except per share data)

S. No.	Particulars	Three months ended 30 June 2025	Preceding three months ended 31 March 2025	Corresponding three months ended 30 June 2024	Year ended 31 March 2025
		(Unaudited)	(Refer note 3)	(Unaudited)	(Audited)
1	Income				
	(a) Revenue from operations	19,208.11	19,976.15	28,168.00	1,02,629.95
	(b) Other income	288.46	593.33	198.32	1,165.40
	Total income	19,496.57	20,569.48	28,366.32	1,03,795.35
2	Expenses				
	(a) Cost of materials consumed	7,088.01	9,658.92	15,321.48	51,495.92
	(b) Changes in inventories of finished goods and work-in-progress	988.74	(633.57)	(354.42)	(305.33)
	(c) Employee benefits expense	2,372.37	2,241.40	2,233.09	9,179.24
	(d) Finance costs	262.45	255.61	238.69	976.99
	(e) Depreciation and amortisation expenses	1,001.06	1,001.44	768.18	3,481.79
	(f) Other expenses	6,556.21	6,856.55	7,766.18	31,303.22
	Total expenses	18,268.84	19,380.35	25,973.20	96,131.83
3	Profit before exceptional items and tax (1-2)	1,227.73	1,189.13	2,393.12	7,663.52
4	Exceptional items	-	-	-	-
5	Profit before tax (3+4)	1,227.73	1,189.13	2,393.12	7,663.52
6	Tax expense				
	(a) Current tax (including earlier years)	544.43	389.03	658.97	1,956.29
	(b) Deferred tax	(215.58)	(81.07)	(106.71)	(122.08)
	Total tax expenses	328.85	307.96	552.26	1,834.21
7	Profit for the period/year (5-6)	898.88	881.17	1,840.86	5,829.31
8	Other comprehensive income				
	(A) (i) Items that will not be reclassified to the statement of profit and loss	(8.24)	(418.73)	(21.61)	(1,183.97)
	(ii) Income-tax relating to items that will not be reclassified to the statement of profit and loss	2.05	56.12	5.41	231.43
	(B) (i) Items that will be reclassified to the statement of profit and loss	(0.09)	(0.08)	-	(0.19)
	(ii) Income-tax relating to items that will be reclassified to the statement of profit and loss	-	-	-	-
	Total other comprehensive income	(6.28)	(362.69)	(16.20)	(952.73)
9	Total comprehensive income for the period/year (comprising profit and other comprehensive income for the period/year) (7+8)	892.60	518.48	1,824.66	4,876.58
10	Profit for the period attributable to				
	(a) Owners of the Holding Company	898.88	881.17	1,840.86	5,829.31
	(b) Non controlling interests	-	-	-	-
11	Other comprehensive loss attributable to				
	(a) Owners of the Holding Company	(6.28)	(362.69)	(16.20)	(952.73)
	(b) Non controlling interests	-	-	-	-
12	Total comprehensive income attributable to				
	(a) Owners of the Holding Company	892.60	518.48	1,824.66	4,876.58
	(b) Non controlling interests	-	-	-	-
13	Paid-up equity share capital (face value of ₹ 2 each)	723.69	723.69	720.48	723.69
14	Other equity				49,243.75
15	Earnings per share*				
	(a) Basic	2.48	2.44	5.11	16.17
	(b) Diluted	2.47	2.42	5.09	16.05

* not annualised except for the year ended 31 March 2025

See accompanying notes to the consolidated unaudited financial results

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Notes:

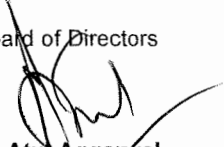
1. The consolidated unaudited financial results of Sterling Tools Limited (the 'Company') and its subsidiaries (collectively 'the Group') for the quarter ended 30 June 2025 have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 7 Aug 2025. The statutory auditors of the Group have conducted a limited review on these consolidated unaudited financial results.
2. The above results have been prepared in accordance with the recognition and measurement principles of applicable Indian Accounting Standards ('Ind AS') as notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) specified under section 133 of the Companies Act, 2013, other accounting principles generally accepted in India and in compliance with Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (as amended).
3. Figures for the quarter ended 31 March 2025 represents the balancing figures between the audited figures in respect of the full financial year and published year to date reviewed figures up to the third quarter of the year ended 31 March 2025.
4. The Group is primarily in the business of manufacturing of automotive components which falls within a single business segment in terms of the Indian Accounting Standard 108 - Operating Segments, and accordingly there are no reportable segments.

Place: Faridabad
Date: 7 Aug 2025

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For and on behalf of the Board of Directors




Atul Aggarwal
Managing Director
DIN: 00125825

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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 (as amended)

To the Board of Directors of Sterling Tools Limited

1. We have reviewed the accompanying statement of unaudited consolidated financial results ('the Statement') of Sterling Tools Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), (refer Annexure 1 for the list of subsidiaries included in the Statement) for the quarter ended 30 June 2025', 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) ('Listing Regulations').
2. This Statement, which is the responsibility of the Holding Company's management and approved by the Holding Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under section 133 of the Companies Act, 2013 ('the Act'), and other accounting principles generally accepted in India and is in compliance with the presentation and disclosure requirements of Regulation 33 of the Listing Regulations. 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 the Standards on Auditing specified under section 143(10) of the Act, 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 circular issued by the SEBI under Regulation 33 (8) of the Listing Regulations, to the extent applicable.

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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 (as amended) (Cont'd)

4. Based on our review conducted and procedures performed as stated in paragraph 3 above and upon consideration of the review reports of the other auditor referred to in Paragraph 5 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 Ind AS 34, prescribed under section 133 of the Act, and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We did not review the interim financial information of two subsidiaries included in the Statement, whose financial information reflects total revenues of ₹ 3,097.25 lakhs, total net loss after tax of ₹ 198.37 lakhs, total comprehensive loss of ₹ 198.57 lakhs, for the quarter ended on 30 June 2025, as considered in the Statement. These interim financial information have been reviewed by other auditor whose review reports have been furnished to us by the management, and our conclusion in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the review reports of such other auditor and the procedures performed by us as stated in paragraph 3 above.

Our conclusion is not modified in respect of this matter with respect to our reliance on the work done by and the reports of the other auditor.

6. The Statement also includes the interim financial information of three subsidiaries, which have not been reviewed by their auditor, whose interim financial information reflects total revenues of ₹ Nil, net loss after tax of ₹ 7.64 lakhs, total comprehensive loss of ₹ 7.73 lakhs for the quarter ended 30 June 2025, as considered in the Statement. Our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, are based solely on such unreviewed interim financial information. According to the information and explanations given to us by the management, these interim financial information are not material to the Group.

Our conclusion is not modified in respect of this matter with respect to our reliance on the financial information certified by the Board of Directors of the respective Subsidiary Companies.

For Walker Chandiook & Co LLP

Chartered Accountants

Firm Registration No: 001076N/N500013



Ashish Gera

Partner

Membership No. 508685

UDIN: 25508685BMIJLE6273



Place: Faridabad

Date: 07 August 2025

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 (as amended) (Cont'd)

Annexure 1

List of entities included in the Statement

Subsidiaries:

- a) Sterling Gtake E-Mobility Limited,
- b) Sterling Advanced Electric Machines Private Limited,
- c) Sterling E-Mobility Private Limited (with effect from 28 June 2024),
- d) Sterling Tech-Mobility Limited (with effect from 28 June 2024), and
- e) Sterling Overseas Pte. Limited (with effect from 23 September 2024)



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**ANNEXURE- B**

Details as required to be given as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

S.No.	Details of event to be provided	Details
1	Reason of Change Viz. re-appointment, resignation, removal, death or otherwise	The Company has re-appointed the Cost Auditors for conducting the cost audit of the Company for the financial year 2025-26
2	Date of appointment/re-appointment and term of appointment/re-appointment	M/s Jitender Navneet & Co. is re-appointed as the Cost Auditor of the Company at the Meeting of the Board of Directors of the Company held on Thursday, 7 th August 2025, to conduct the cost audit of the Company for the financial year 2025-26.
3	Brief Profile (in case of Appointment)	M/s Jitender Navneet & Co is a firm of Practicing Cost Accountants possessing more than 22 years of extensive experience in the fields of Cost Audit, Internal Audit, direct and indirect taxation.
4	Disclosure of relationship between Director (In case of appointment as Director)	NA



STERLING TOOLS LIMITED

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**ANNEXURE-C**

Details as required to be given as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

S.No.	Details of event to be provided	Details
1	Reason of Change Viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment
2	Date of appointment/re-appointment and term of appointment/re-appointment	M/s Dhananjay Shukla & Associates, Company Secretaries, subject to the approval of the members of the Company, is appointed as the Secretarial Auditor of the Company at Board Meeting held on Thursday, 7 th August 2025, to conduct the secretarial audit of the Company for five (5) financial years commencing from the financial year 2025-26 till the financial year 2029-30.
3	Brief Profile (in case of Appointment)	<p>M/s Dhananjay Shukla & Associates is a peer-reviewed proprietorship firm founded in 2009 by Mr. Dhananjay Shukla, a Company Secretary with over two decades of professional experience. The firm has a competent team of qualified and experienced professionals and possesses strong credentials in conducting secretarial audits across various sectors and in the fields of Corporate Laws & Procedures, Secretarial Compliance Audit, SEBI Regulations, SEBI Listing Regulations, FEMA Compliances, Takeover Regulations, Prohibition of Insider Trading Regulation and other related compliances, IPR Laws, Labor Laws as well as RBI Matters.</p> <p>The firm has been associated with the Company since FY 2019-20, and, considering their continued excellence in service, strong technical proficiency, understanding of the Company's business operations, and their reputation in the profession, the Board has found them best suited for appointment.</p>
4	Disclosure of relationship between Director (In case of appointment as Director)	NA



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**ANNEXURE- D**

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S.No.	Details of event to be provided	Details
1	Reason of Change Viz. appointment, re-appointment, resignation, removal, death or otherwise	Ms. Komal Malik has been appointed as the Company Secretary & Compliance Officer designated as Key Managerial Personnel of the Company.
2	Date of appointment/re-appointment and term of appointment/re-appointment	Ms. Komal Malik's appointment is effective from 7 th August 2025.
3	Brief Profile (in case of Appointment)	<p>Ms. Komal Malik (Membership No. F6430) is a qualified Company Secretary, Fellow Member of Institute of Company Secretaries and Law Graduate with over 24 years of extensive experience in compliance management. She has served in senior secretarial roles across diverse sectors including Media, Real Estate, Healthcare, and Manufacturing.</p> <p>Throughout her career, Ms. Malik has demonstrated expertise in handling a wide spectrum of corporate and regulatory compliances, including those under the Companies Act, SEBI Listing Regulations, FEMA, and other Corporate Laws.</p>
4	Disclosure of relationship between Director (In case of appointment as Director)	NA



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**ANNEXURE-E**

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S.No.	Details of event to be provided	Details
1	Reason of Change Viz. appointment/re-appointment, resignation, removal, death or otherwise	Subject to the approval of the members of the Company, the Board of Directors of the Company has approved the re-appointment of Mr. Rakesh Batra (DIN: 06511494), as Non-Executive Independent Director.
2	Date of Re-Appointment and Term of Appointment	Reappointment w.e.f. 10 th November 2025 for a second term of 5 consecutive years.
3	Brief Profile (in case of Appointment)	<p>Mr. Rakesh Batra is a B. Tech graduate from the Indian Institute of Technology (IIT), Kharagpur and has attained a PGDM (Post Graduate Diploma in Management) from the Indian Institute of Management (IIM), Ahmedabad and MBT (Master of Business & Technology) from the University of New South Wales (UNSW).</p> <p>He served as Partner and leader of Automotive Sector with EY India. He brings significant management and consulting experience of more than 43 years in the Automotive, Industrial equipment and manufacturing industries with the corporate strategy, supply chain and business transformation. Mr. Rakesh Batra holds the position of an Industry Expert and Independent Director on the Board of leading Automotive Companies in both the United States and India.</p>
4	Disclosure of relationship between Director (In case of appointment as Director)	Nil



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**ANNEXURE-F**

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Sr. No.	Particulars	Description
1	Name of the target entity, details in brief such as size, turnover etc	Sterling Tech-Mobility Limited ("STML") is a Wholly Owned Subsidiary of the Company. The target entity has not yet commenced its operations.
2	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	Yes, the proposed transaction qualifies as a Related Party Transaction since STML is a Wholly Owned Subsidiary of the Company. The transaction shall be undertaken on an arm's length basis. The Promoter and Promoter Group have an indirect interest in STML to the extent of their shareholding in the Company.
3	Industry to which the entity being acquired belongs	Automotive sector
4	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The proposed acquisition is aimed at supporting the capital expenditure and working capital requirements of STML in light of the Company's planned expansion into new automotive product lines through STML.
5	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable
6	Indicative time period for completion of the acquisition	Not Applicable
7	Consideration - whether cash consideration or share swap or any other form and details of the same	The acquisition will be made through cash consideration.



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8	Cost of acquisition and/or the price at which the shares are acquired	The shares are proposed to be acquired at the Fair Market Value of Rs.10/- per share.
9	Percentage of shareholding / control acquired and / or number of shares acquired	STML is a Wholly Owned Subsidiary of the Company. The Company proposes making an additional investment of Rs.20,00,00,000/- by acquiring 2,00,00,000 equity shares.
10	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>Sterling Tech-Mobility Limited is a public limited company incorporated under the Companies Act, 2013, bearing CIN: U29304DL2023PLC413786, and having its registered office in the state of Delhi.</p> <p>The entity is setting up manufacturing facility and is yet to commence commercial production and sales.</p>

