

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



To,
The Manager
National Stock Exchange of India Limited
"Exchange Plaza", Bandra-Kurla Complex,
Bandra (E)
Mumbai-400051
NSE Symbol: STERTOOLS

To,
The Secretary
Corporate Compliance Department
BSE Limited
1st Floor, P. J. Towers, Dalal Street, Fort
Mumbai – 400001
Scrip Code: 530759

Date: 25th September, 2025

Sub: Summary of the proceedings of 46th Annual General Meeting of Sterling Tools Limited held on Thursday, 25th September 2025

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the summary of proceedings of the 46th Annual General Meeting (AGM) of Sterling Tools Limited held on Thursday, 25th September 2025 at 10:00 A.M. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

Kindly take the above intimation in your record.

Thanking you,

Sincerely
For **Sterling Tools Limited**

A handwritten signature in blue ink, appearing to read 'Komal Malik', with a blue horizontal line underneath it.

Komal Malik
Company Secretary & Compliance Officer
M. No. F6430

Summary of proceedings of the 46th Annual General Meeting of Sterling Tools Limited.

A. Date, time and venue of the Annual General Meeting (Meeting):

The 46th Annual General Meeting ("AGM") of Sterling Tools Limited ("the Company") was held on Thursday, 25th September, 2025 through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) in accordance with the applicable provisions of Companies Act, 2013 ("the Act") read with the Rules framed thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and the Circulars issued by Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI").

The deemed venue of the AGM was the Registered Office of the Company at DJ-1210, 12th Floor, DLF Tower-B, Jasola District Centre, New Delhi – 110025.

The Meeting commenced at 10:00 a.m. (IST) and concluded at 10:41 a.m. (IST) (included time given for e-voting).

DIRECTORS PRESENT THROUGH VIDEO CONFERENCING

- | | | |
|-----|---------------------------|--|
| 1. | Mr. Anil Aggarwal | Chairman & Whole Time Director |
| 2. | Mr. Atul Aggarwal | Managing Director |
| 3. | Mr. Akhill Aggarwal | Whole Time Director |
| 4. | Mr. Jaideep Wadhwa | Director |
| 5. | Mr. Rakesh Batra | Independent Director and Chairman- Audit Committee |
| 6. | Mr. Shailendra Swarup | Independent Director and Chairman- Stakeholder Relationship Committee |
| 7. | Mr. Vijay Madhav Paradkar | Independent Director and Chairman- Nomination and Remuneration Committee |
| 8. | Ms. Rashmi Urdhwareshe | Independent Director |
| 9. | Mr. Sanjiv Garg | Independent Director |
| 10. | Mr. Anish Agarwal | Director |

IN ATTENDANCE:

- | | | |
|----|------------------|-------------------------|
| 1. | Mr. Pankaj Gupta | Chief Financial Officer |
| 2. | Ms. Komal Malik | Company Secretary |

INVITEES:

- | | | |
|----|---------------------------|---|
| 1. | Mr. Ashish Gera | Authorized Representative(s) of Walker Chandiook & Co. Statutory Auditor. |
| 2. | Mr. Santosh Kumar Pradhan | Scrutinizer |

B. Proceedings of the Meeting.

Mr. Anil Aggarwal, Chairman and Whole-Time Director, presided over the meeting. 79 Members attended the AGM through VC. On confirmation by the Company Secretary about the requisite quorum being present, the Chairman of the meeting ("Chairman") called the Meeting to order.

- The Chairman informed that the meeting was conducted via VC/OAVM in compliance with the circulars issued by the MCA and the SEBI.
- The Chairman welcomed the members and introduced other dignitaries and delivered his speech. A copy of the Chairman's Speech, attached as **Annexure A**, is also available on the Company's website at www.stlfasteners.com.

The Company Secretary informed that all requisite statutory registers and other documents referred to in the notice of the AGM and the Annual Report were available for inspection electronically by the Members.

- At the instance of the Chairman, Ms. Komal Malik, Company Secretary, informed the members present at the AGM that the notice of the AGM and the Annual Report for Financial year 2024-25 containing Board's Report, Auditors' Report, Financial Statements and other reports, had already been circulated to all the members of the Company. The Company Secretary further informed that there were no qualifications, observations, remarks or comments, having material adverse effect on the functioning of the company, in the Reports of Statutory Auditor and Secretarial Auditor. With the consent of the members present, the Notice of AGM, Audited Financial statements Statutory Auditor's Report, Secretarial Auditor's Report and the Board Report were taken as read.
- Since the Statutory Auditor's Reports contained no qualifications or adverse remarks, the Statutory Auditor read the first two paragraphs of the Audit Report for reference, and it was taken as read.

The Company Secretary informed the members present that pursuant to the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the Listing Regulations, the Company had extended the remote e-voting facility to all its shareholders to cast their vote in respect of all resolutions mentioned in the Notice, which commenced at 9:00 A.M. (IST) on Monday, 22nd September 2025, and closed at 5:00 P.M. (IST) on Wednesday, 24th September 2025. To enable those Members who had not cast their vote earlier through Remote e-voting, the facility of e-voting shall be available for 15 minutes from the conclusion of meeting.

With the permission of the Chairman, Mr. Komal Malik, Company Secretary and Compliance Officer proceeded with the formal agenda items. She stated that since the Meeting was held through VC and the resolutions set out in the notice were being put to vote through e-voting, there would be no voting by show of hands and proposing and seconding of the resolutions.

The following resolutions as set out in the notice concerning the AGM were put to vote for approval by the Members:

Item No.	Particulars	Resolution type
Ordinary Business		
1	To receive, consider and adopt the Audited Standalone & Consolidated Financial Statements containing the Balance Sheet as at 31 st March 2025 and the Profit and Loss Account for the financial year ended on that date along with the Cash Flow statements, Notes & Schedules appended thereto together with the Auditors' Report and Directors' Report thereon	Ordinary
2	To declare Dividend for the Financial Year 2024-25	Ordinary
3	To reappoint the retiring Director	Ordinary
Special Business		
4	Appointment of M/s Dhananjay Shukla & Associates, company Secretaries as the Secretarial Auditors of the Company.	Ordinary
5	To Ratify the Remuneration of Cost Auditor for financial year 2025-26	Ordinary
6	Re-appointment of Mr. Rakesh Batra (DIN: 006511494) as Non-Executive Independent Director of the Company	Special

C. Question & Answer Session:

- The Company Secretary and Compliance Officer then invited the Members who had registered as speakers to express their views and ask their queries in a sequential manner. The queries raised by the Members were appropriately addressed by the Management.

D. Voting Results & Scrutinizer Report:

- The members who had not voted earlier through remote e-voting, were requested to exercise their voting after the conclusion of the meeting.
- The members were informed that Mr. Santosh Kumar Pradhan, practicing Company Secretary (FCS No. 6973, CP No. 7647), was appointed as the Scrutinizer to oversee the voting process through electronic means (i.e., remote e-voting and voting at the meeting using the electronic system) and to ensure that the e-voting process during the AGM was conducted fairly and transparently.
- The Company Secretary informed the Members that the e-voting results (remote e-voting and e-voting during the AGM) on all the resolutions as set out in the notice of AGM along with the consolidated Scrutiniser's Report shall be filed with the exchanges within stipulated timelines from conclusion of this meeting, and also be placed on the website of the Company and NSDL.

E. Vote of Thanks:

- The Chairman then thanked the members and other directors and dignitaries for attending and participating at the Meeting.
- The e-voting facility was kept open for the next 15 minutes to enable the members to cast their vote

Notes:

- i. The Company will separately intimate the results of e-voting to the stock exchanges.
- ii. This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.

This is for your information and records.

Sincerely

For **Sterling Tools Limited**

Komal Malik

Company Secretary & Compliance Officer

M. No : F6430



CHAIRMAN'S SPEECH BY MR. ANIL AGGARWAL -CHAIRMAN AND WHOLE TIME DIRECTOR

It's a pleasure to connect with you. I want to express my gratitude for your continued support, trust, encouragement and reassurance for the Company and its Management.

It gives me immense pleasure to inform you that for the first time in our history we have crossed the ₹1,000 crore revenue milestone. This landmark achievement is the result of a deliberate and agile strategy to transform our organization and create sustainable, long-term value for our stakeholders.

The Company witnessed robust growth in the passenger vehicle and two-wheeler segments. The Company is aggressively pioneering new-age solutions for the electric vehicle ecosystem. We see this as an opportunity to build multifaceted, future-proof enterprise.

Your company delivered a strong and resilient performance. On a consolidated basis, our total income for FY25 grew by 10.6% to reach ₹1,038 crore, adjusted EBITDA enhanced by 13.8% to ₹132.4 crore with margins expanding to 12.8%. Consequently, our Profit After Tax stood at ₹58.3 crore. Reflecting this performance and our confidence in the future, the Board is pleased to recommend a dividend of ₹2.5 per equity share. Our standalone fastener business recorded a stable 6.2% growth in total income and an impressive 10.5% growth in profit after tax. Our five-year vision is to evolve into a diversified automotive component powerhouse where, by 2030, new business verticals contribute 50% of total revenue.

Our EV components subsidiary, Sterling Gtack E-Mobility (SGEM), has been a powerful catalyst with expertise in the powertrain and power electronics domains to aggressively pursue product diversification by adding new products such as integrated Motors & MCUs, Magnet free Motors, Onboard Charges and DC/DC Convertors.

The Company entered into a partnership for rare earth magnet free motors and signed a Technology Licensing Agreement with UK based Advanced Electric Machines to develop and manufacture permanent magnet free traction motors.

The Company through its subsidiary Sterling Tech -Mobility Limited entered into partnership with Kunshan GLVAC YT, China to manufacture High Voltage DC Contractors and Relays from its Bangaluru facility.

Further, the Company signed MoU with MOTIVELINK Co. Ltd to manufacture magnetic components.

Even as we diversify, we remain committed to our legacy fastener business and are set to mark our entry into leading passenger vehicle ecosystem.

Our vision of the future is intrinsically linked with responsibility towards the environment. We are actively reducing our carbon footprint through the use of rooftop solar power and the implementation of dual-fuel systems for our generators. Water conservation and a relentless focus on the principles of reduce, reuse, and recycle are embedded in our daily operations. Our commitment extends to our people and communities, as we strive to create a safe, inclusive, and empowering workplace while contributing meaningfully to societal development.

I want to extend my deepest gratitude to every member of the Sterling family. Your passion, resilience, and entrepreneurial spirit are our greatest assets. I thank our customers and partners for their invaluable collaboration and trust. And to you, our shareholders, I am immensely grateful for your support as we navigate this exciting transformation. We are confident that we are on the right track, making prudent investments today to deliver exponential value in the years to come.