

Date: 03/12/2025

To,
The Manager (Listing/ Compliance)
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra (E),
Mumbai- 400051

Scrip Code: SYLVANPLY
Re: ISIN - INE01IH01015

Subject: Notice of Postal Ballot

Dear Sir/Madam,

With reference to the captioned matter, and in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”), we hereby enclose the Notice of Postal Ballot dated 28th November, 2025, for seeking approval of the members for the proposal of raising of funds by way of a Further Public Offer (FPO) through issuance of up to 55,00,000 (Fifty-Five Lakh) Equity Shares of the Company by the way of Special Resolution.

The Company has engaged the services of Bigshare Services Pvt. Ltd., the Registrar and Share Transfer Agent of the Company for providing the remote e-voting facility.

The Schedule of Events for the purpose of e-voting are as follows: -

Date of Completion of Dispatch of notice to the shareholders	Wednesday, 03rd December, 2025
Cut Off Date	Monday, 01st December, 2025
Remote e-Voting Start Date	Thursday, 04th December, 2025
Remote e-Voting Start Time	09:00 A.M (IST)
Remote e-Voting End Date	Friday, 02nd January, 2025
Remote e-Voting End Time	05:00 P.M (IST)

In compliance with the General Circular dated 03/2025 dated 22nd September, 2025 issued by the Ministry of Corporate Affairs, the Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories and whose names are recorded in the Register of Members or Register of Beneficial Owners maintained by the Depositories as on **Monday, 01st December, 2025** (“Cut-off date”). Members not holding shares as on the cut-off date should treat this notice for information purposes only.

Further, the Postal Ballot Notice shall also be made available on the websites of the Company at <https://sylvanply.com/investors> and Bigshare Services Private Limited at <https://ivote.bigshareonline.com>.

You are requested to kindly take the above information on record.

Thanking you,
Yours faithfully,
For Sylvan Plyboard (India) Ltd.

RAJNEESH Digitally signed by
MISHRA RAJNEESH MISHRA
Date: 2025.12.03
16:12:23 +05'30'

Rajneesh Mishra
Company Secretary &
Compliance Officer

NOTICE OF POSTAL BALLOT / ELECTRONIC VOTING (E-VOTING) TO THE SHAREHOLDERS

[PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013 (“THE ACT”) READ WITH THE RULE 20 AND 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 (“THE RULES”)]

Dear Members,

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, (‘Act’) (including any statutory modification or re-enactment thereof for the time being in force), read with Rule(s) 20 and 22 of the Companies (Management and Administration) Rules, 2014, (‘Rules’), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’) and the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India (‘SS-2’), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs (‘MCA’) for holding general meetings/ conducting postal ballot process through e-Voting vide General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 09/2024 dated September 19, 2024 read with other relevant circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as ‘MCA Circulars’), to transact special businesses as set out hereunder by passing Special Resolution, by way of postal ballot only, by voting through electronic means (‘remote e-Voting’).

In compliance with the provisions of Sections 108 and 110 of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 as amended, (hereinafter referred to as the “SEBI Listing Regulations”) and as per the guidelines issued by the MCA vide MCA Circulars, the Notice would be sent in **electronic mode only** to all those shareholders who have registered their e-mail addresses with the Company or Depository / Bigshare Services Private Limited, the Company’s Registrar & Transfer Agent (hereinafter referred as “Bigshare”). Further, the shareholders would have the option to vote only through remote e-voting and voting through physical ballot papers will not be provided.

The proposed resolution(s) along with Explanatory Statement(s) required under Section 102 of the Companies Act, 2013 setting out the material facts and the reasons thereof forms the part of this Postal Ballot Notice for your consideration. The said resolution and explanatory statement thereon are being sent to you for your consideration pursuant to Rule 22 of the Companies (Management and Administration) Rules, 2014.

The Board of Directors of the Company (“the Board”) has appointed, M/s Mehta & Mehta, Company Secretaries Kolkata, as Scrutinizer for conducting the Postal Ballot through the e-voting process in a fair and transparent manner.

Further the Company, in accordance with the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 is pleased to inform that the Company has engaged the services of Bigshare Services Private Limited to provide e-voting facility.

The Company has made necessary arrangements with Bigshare, Registrar and Share Transfer Agent (“RTA”) to enable the Members to register their e-mail address. Those Members who have not yet registered their e-mail address are requested to register the same by following the procedure as set out in the notes of this Postal Ballot Notice.

The remote e-voting period shall commence at 9.00 a.m. (IST) on Thursday, 04th December, 2025 and ends at 5.00 p.m. (IST) on Friday, 02nd January, 2026. The e-voting facility will be disabled by Bigshare immediately thereafter and will not be allowed beyond the said date and time. The remote e-voting facility is available at the link <https://ivote.bigshareonline.com>.

The Scrutinizer will submit his report to the Chairman or any person authorized by the Chairman after completion of the scrutiny of the votes. The results of the Postal Ballot will be announced within 2 (two) working days of the closure of the e-voting i.e. on or before Tuesday, 06th January, 2026 and communicated to National Stock Exchange of India Limited where the Equity Shares of the Company are listed. The results of the postal ballot along with Scrutinizer’s report will also be displayed on the Company’s website i.e. www.sylvanply.com and on the website of Bigshare at

<https://ivote.bigshareonline.com> and website of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com respectively.

The resolutions, if passed by requisite majority, will be taken as passed, effectively on the last date specified by the Company for e-voting, i.e. Friday, 02nd January, 2026. The members are requested to carefully read the instructions in this Notice and record their assent (FOR) or dissent (AGAINST) through the remote e-voting process not later than 5.00 p.m. on Friday, 02nd January, 2026. The members are hereby requested to pass the following resolution:

SPECIAL BUSINESS:

ITEM NO- 1: APPROVAL OF FURTHER PUBLIC OFFERING OF EQUITY SHARES OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Section 23, Section 62(1)(c) and any other applicable provisions of the Companies Act, 2013, and the rules made thereunder, including the Companies (Prospectus and Allotment of Securities) Rules, 2014, Companies (Share Capital and Debentures) Rules, 2014, as amended, (including any statutory modifications or re-enactment thereof, for the time being in force) (**the “Companies Act”**), and in accordance with and subject to the provisions of the Securities Contracts (Regulation) Act, 1956, and the rules and regulations made thereunder, as amended, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (**the “SEBI ICDR Regulations”**), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (**“SEBI Listing Regulations”**), and the rules and regulations made thereunder, as amended, and any other applicable rules, regulations, guidelines, clarifications, circulars and notifications issued by the Government of India (**“GoI”**), the Department for Promotion of Industry and Internal Trade, the Securities and Exchange Board of India (**“SEBI”**) and the Reserve Bank of India (**“RBI”**) and any other applicable laws, rules and regulations, in India or outside India (including any amendment thereto or re-enactment thereof for the time being in force) (collectively, **the “Applicable Laws”**), and in accordance with the enabling provisions of the Memorandum of Association and the Articles of Association of the Company and the uniform listing agreement(s) entered into between the Company, National Stock Exchange of India Limited (**the “NSE/Stock Exchange”**), the stock exchange in India where the equity shares of face value of Rs. 10 of the Company (**“Equity Shares”**) are listed, and subject to any approvals, consents, permissions and sanctions, as may be required from the GoI, the Registrar of Companies (**“RoC”**), SEBI, Stock Exchange, RBI, and all other appropriate governmental, statutory and regulatory authorities in India (**the “Regulatory Authorities”**) and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting such approvals, consents, permissions and sanctions, which may be agreed to by the board of directors of the Company (hereinafter referred to as the **“Board”** which term shall include a duly authorized committee thereof for the time being, namely **“FPO Committee”**, exercising the powers conferred by the Board including the powers conferred by this resolution), the consent and approval of the shareholders of the Company be and is hereby accorded to create, issue, offer and allot upto 55,00,000 Equity Shares by way of a fresh issue of Equity Shares through a further public offer (including under the fast track route, subject to meeting the requisite prescribed criteria under the SEBI ICDR Regulations) (**the “Offer”**), for cash, either fully or partly paid, wherein calls are made in one of more tranches, at such price, either at par or premium or such that the amount being raised in one or more tranches including pursuant to the Offer to any persons, whether or not those persons include the persons referred to in clause(a) or clause(b) of Section 62(1) of the Companies Act, 2013 including the issue and allotment of shares to the Market Maker in accordance with the provisions of SEBI ICDR Regulations for cash, in any mode whether fixed or book building mechanism, and upon such terms and conditions as the Board may in its absolute discretion deem appropriate, in accordance with the Companies Act, SEBI ICDR Regulations and other applicable laws and regulations provided.

“RESOLVED FURTHER THAT the Board shall have authority and power to accept any modification in the proposal as may be required or imposed by the Securities and Exchange Board of India/Ministry of Corporate Affairs/NSE or such other appropriate authorities at the time of according/granting their approvals, consents, permissions and sanctions to issue, allotment and listing thereof and as agreed to by the Board.”

“RESOLVED FURTHER THAT the Company shall ensure that the listing and trading approvals for Equity Shares to be issued and allotted, are received from NSE for listing on its EMERGE Platform in accordance with the SEBI ICDR Regulations and SEBI LODR Regulations.”

“RESOLVED FURTHER THAT

- a) All monies received by the Company out of the Issue and allotment of the Equity Shares from the public shall be transferred to a separate bank account as referred to in sub-section (3) of Section 40 of the Companies Act, 2013;
- b) Details of all monies utilized out of the Issue proceeds as referred to above shall be disclosed and continued to be disclosed until such time as any part of the Issue proceeds remains unutilized under an appropriate separate head in the financial statements of the Company indicating the purpose for which such monies had been utilized; and
- c) Details of all unutilized monies out of the Issue proceeds, if any, as referred to above shall be disclosed under an appropriate separate head in the financial statement of the Company indicating the form in which such unutilized monies have been invested;

“RESOLVED FURTHER THAT the Board be and is hereby authorized, in view of the proposed Further Public Offer (“FPO”) of the Company and for the purpose of effectively managing, supervising and carrying out all activities in connection with the FPO, to constitute a Committee to be known as the **‘Further Public Offer Committee’** (“FPO Committee”).

“RESOLVED FURTHER THAT the Board and/or the newly constituted FPO committee be and are hereby severally authorised to do all such acts, deeds and things as its deems necessary or desirable in connection with the Further Public Issue without being required to seek any fresh consent or approval of the shareholders of the Company, including, but not limited to the following:

- (i) Authorization of any director or directors of the Company or other officer or officers of the Company, including by the grant of power of attorneys, to do such acts, deeds and things as such authorized person in his/her/its absolute discretion may deem necessary or desirable in connection with the issue, offer and allotment of the Equity Shares;
- (ii) Giving or authorizing the giving by concerned persons of such declarations, affidavits, certificates, consents and authorities as may be required from time to time;
- (iii) To determine, vary, modify, alter any of the terms and conditions of the securities to be issued including reduction of the size of the issue(s), as it may deem expedient, in its discretion.
- (iv) Appointing Market Maker(s), Underwrites(s), Legal Advisor(s), Registrar(s), Escrow Bank(s), Syndicate Member(s), and other intermediaries to the Further Public Issue in accordance with the provisions of the SEBI ICDR Regulations and other applicable statutory and/or regulatory requirements in consultation with the Lead Manager;
- (v) Seeking, if required, any approval, consent or waiver from the Company's lenders, and/or parties with whom the Company has entered into various commercial and other agreements, and/or any/all concerned government and regulatory authorities in India, and/or any other approvals, consents or waivers that may be required in connection with the issue, offer and allotment of the Equity Shares;
- (vi) Deciding the issue size, pricing and terms of the Equity Shares, and all other related matters.
- (vii) Approval of the draft and final offer documents (including amending, varying or modifying the same, as may be considered desirable or expedient) as finalized in consultation with the lead manager, in accordance with all applicable laws, rules, regulations and guidelines;

- (viii) To authorise and approve the incurring of expenditure and payment of fees, commission, remuneration and expenses in connection with the Offer;
- (ix) Submission of Application and seeking the listing of the Equity Shares on NSE and taking all actions that may be necessary in connection with obtaining such listing;
- (x) Finalization of and arrangement for the submission of the draft prospectus to be submitted to the stock exchange for receiving comments from the Further public and the prospectus to be filed with the stock exchange, Registrar of Companies, SEBI and / or any other regulatory authorities, and any corrigendum, amendments, supplements thereto;
- (xi) Authorization of the maintenance of a register of holders of the Equity Shares;
- (xii) Finalization of the basis of allotment of the Equity Shares;
- (xiii) Finalization of the allotment of the Equity Shares on the basis of the applications received;
- (xiv) To authorise and approve notices, advertisements in relation to the Offer in accordance with applicable law and in consultation with the relevant intermediaries appointed for the Offer;
- (xv) Acceptance and appropriation of the proceeds of the Further Public Issue;
- (xvi) To generally do any other act and/or deed, to negotiate and execute any document/s, application/s, agreement/s, undertaking/s, deed/s, affidavits, declarations and certificates, and/or to give such direction as it deems fit or as may be necessary or desirable with regard to the Further Public Issue;
- (xvii) To give directions or instructions and take action in relation to handling and managing investor grievances in relation to the Offer pursuant to allotment in the Offer;
- (xviii) To settle all questions, difficulties or doubts that may arise in regard to such issues or allotment and matters incidental thereto as it may, deem fit and to delegate such of its powers as may be deemed necessary to the officials of the Company;

“RESOLVED FURTHER THAT the said equity shares to be issued shall rank pari passu with the existing equity shares of the Company and shall be entitled to dividend, if any, declared in accordance with the statutory guidelines that are in force at the time of such declaration.

“RESOLVED FURTHER THAT the Board or any Committee thereof be and is hereby authorised to delegate the all powers herein conferred by this resolution on it, to the Managing Director of the Company or any one of the Executive Directors or Company Secretary or any other person(s) as it may deem fit to give the effect to the aforesaid resolution.”

**By Order of the Board of Directors
For Sylvan Plyboard (India) Limited**

Sd/-

**Rajneesh Mishra
Company Secretary**

Corporate Office:

Adventz Infinity@5, Block-BN5,
8th Floor, Office No- 802,
Sector-V, Saltlake, Kolkata-700091

Email: cs@sylvanply.com

Website: sylvanply.com

Place: Kolkata

Date: 28/11/2025

NOTES:

1. A statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice is attached.
2. In accordance with the MCA Circulars and for administrative convenience, the Company is sending this Postal Ballot Notice in **electronic form only** to those members whose names appear in the Register of Members/List of Beneficial Owners maintained by the Depositories as on **the cut-off date i.e. Monday, 01st December, 2025** and who have registered their e-mail addresses with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Physical copies of the Postal Ballot Notice and postal ballot forms **will not be sent to the members**.
3. In accordance with the MCA Circulars, the Company has made necessary arrangements for the members to register their e-mail address. Members who have not registered their e-mail address are requested to register the same (i) with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form, and (ii) Members holding shares in physical mode, who have not registered / updated their e-mail address with the Company, are requested to register / update their e-mail address by submitting Form ISR-1 (available on the website of the Company at <https://sylvanply.com/investors> duly filled and signed along with requisite supporting documents to Bigshare at their email ID investor@bigshareonline.com.
4. Only a person, whose name is recorded in the register of members / register of beneficial owners, as on the Cut-Off Date, maintained by the Depositories shall be entitled to participate in the e-voting. A person who is not a member as on the Cut-Off Date, should treat this Postal Ballot Notice for information purpose only.
5. Subject to the provisions of the Articles of Association of the Company, voting rights of a member / beneficial owner shall be in proportion to his / her / its shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.
6. Pursuant to Sections 108 and 110 of the Act read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is providing remote e-voting facility to its members for casting their votes electronically on the resolution set out in the Postal Ballot Notice. The Company has engaged the services of Bigshare for the purpose of providing e-voting facility to its members.
7. This Postal Ballot Notice will also be available on the Company's website at www.sylvanply.com, websites of the Stock Exchanges, i.e., National Stock Exchange of India Limited at www.nseindia.com and on the website of Bigshare at <https://ivote.bigshareonline.com>
8. The voting rights of the members shall be in proportion to the paid-up value of the equity shares held by them as on the cut-off date, i.e., Monday, 01st December, 2025.
9. The remote e-voting period shall commence on Thursday, 04th December, 2025, at 09:00 A.M and end on Friday, 02nd January, 2026 at 05:00 P.M. During this period, members of the Company, holding shares as on the cut-off date, may cast their votes electronically. The e-voting module shall be disabled by the service provider thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
10. The Board of Directors has appointed M/s. Mehta & Mehta, Company Secretaries (Firm Registration No. P1996MH007500) as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner. The Scrutinizer shall submit his report to the Chairman or any person authorized by the Chairman after completion of the scrutiny, and the result of the Postal Ballot will be declared on or before Tuesday, 06th January, 2026, at the Registered/Corporate Office of the Company and communicated to the Stock

Exchange(s), Depositories, and will also be posted on the Company's website at www.sylvanply.com and that of the e-voting agency at <http://ivote.bigshareonline.com>.

11. The resolution, if passed by the requisite majority through postal ballot, shall be deemed to have been duly passed on the last date specified for remote e-voting, i.e., Friday, 02nd January, 2026 in accordance with the provisions of the Companies Act, 2013 and rules made thereunder.
12. A member cannot exercise his/her vote through proxy on postal ballot.
13. All relevant documents referred to in the accompanying Notice and Explanatory Statement shall be available for inspection electronically, without payment of fee, by the members up to the last date of e-voting. Members seeking to inspect such documents may write to the Company at cs@sylvanply.com mentioning his / her / its folio number / DP ID and Client ID.
14. In case of any queries or issues regarding e-voting, members may refer to the Frequently Asked Questions (FAQs) and e-voting user manual at <https://ivote.bigshareonline.com> or contact Bigshare Services Pvt. Ltd. at ivote@bigshareonline.com or call the toll-free number: 1800-22-54-22.

15. The instructions and other information for remote e-voting are as under:

- i. The voting period commences at 9.00 a.m. (IST) on Thursday, 04th December, 2025 and ends at 5.00 p.m. (IST) on Friday, 02nd January, 2026. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e, Monday, 01st December, 2025, may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- iii. In terms of SEBI circular no. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.
1. Pursuant to above said SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is

	available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
 - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
 - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.

- Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

Note If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**INVESTOR LOGIN**' tab and then Click on '**Forgot your password?**'
- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**Reset**'.
(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on "**VIEW EVENT DETAILS (CURRENT)**" under '**EVENTS**' option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on "**VOTE NOW**" option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option "**IN FAVOUR**", "**NOT IN FAVOUR**" or "**ABSTAIN**" and click on "**SUBMIT VOTE**". A confirmation box will be displayed. Click "**OK**" to confirm, else "**CANCEL**" to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can "**CHANGE PASSWORD**" or "**VIEW/UPDATE PROFILE**" under "**PROFILE**" option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on "**REGISTER**" under "**CUSTODIAN LOGIN**", to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with "**User id and password will be sent via email on your registered email id**".

NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on '**LOGIN**' under '**CUSTODIAN LOGIN**' tab and further Click on '**Forgot your password?**'
- Enter "**User ID**" and "**Registered email ID**" Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on '**RESET**'.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
 - Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
 - Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.

Note: The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)

- Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ('FAQs') and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

**By Order of the Board of Directors
For Sylvan Plyboard (India) Limited**

Sd/-
Rajneesh Mishra
Company Secretary

Corporate Office:

Adventz Infinity@5, Block-BN5,
8th Floor, Office No- 802,
Sector-V, Saltlake, Kolkata-700091
Email: cs@sylvanply.com
Website: sylvanply.com
Place: Kolkata
Date: 28/11/2025

**EXPLANATORY STATEMENT
PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

Item No- 1: Approval of Further Public Offering of Equity Shares of the Company

The Company proposes to create, offer and issue upto 55,00,000 fresh equity shares of the Company of face value Rs. 10/- (the "Equity Shares") each, on such terms, and in such manner, at such time and at such price as may be determined/discovered in accordance with applicable laws, including Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time ("SEBI ICDR Regulations"), to any persons, whether or not those persons include the persons referred to in clause(a) or clause(b) of Section 62(1) of the Companies Act, 2013 ("the Act") including the issue and allotment of shares to a Market Maker in accordance with the provisions of SEBI ICDR Regulations and other applicable laws. The Equity Shares allotted shall rank pari passu in all respects with the existing Equity Shares.

The Resolutions contained in Item No. 1 seeks for approval of Further Public Offering of Equity Shares in view of the above and in terms of Section 62(1)(c), and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, as amended, the approval of the shareholders of the Company is required through a special resolution.

The proceeds from the Offer will be utilised for the purposes that shall be disclosed in the Draft Prospectus/Prospectus/Offer document to be filed with NSE i.e., the Stock Exchange where the shares of the Company are listed, including, towards Working capital requirements, Repayment of Bank loans, General Corporate Expenses, and/or any other purpose as may be deemed fit by the Board/Committee and as disclosed in the Draft Offer Document/Offer Document. The pricing of the equity shares shall be determined in consultation with lead manager and as required in accordance with SEBI ICDR Regulations. The Board and/or committee may at its absolute discretion, decide the price for the equity shares to be offered, issued and allotted in the said offer.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution except to the extent of their shareholding in the Company. Your Board recommends the resolution for approval of the members.

The Board of Directors recommends the passing of the resolution as set out in the accompanying Postal Ballot Notice as a Special Resolution for the approval of the shareholders.

**By Order of the Board of Directors
For Sylvan Plyboard (India) Limited**

Sd/-

**Rajneesh Mishra
Company Secretary**

Corporate Office:

Adventz Infinity@5, Block-BN5,
8th Floor, Office No- 802,
Sector-V, Saltlake, Kolkata-700091
Email: cs@sylvanply.com
Website: sylvanply.com

Place: Kolkata

Date: 28/11/2025