STORAGE TECHNOLOGIES AND AUTOMATION LIMITED

CIN:U74900KA2010PLC052918

Regd Office: No 10, Survey No 21/6A, 21/7A, 21/7B and 21/8 Singanayakanahalli, Yelahanka, Bangalore, Bangalore, Karnataka, India, 560064

Email:cs@racksandrollers.com. website:www.racksandrollers.com

NOTICE

Notice is hereby given that the Fifteenth Annual General Meeting of the Members of Storage Technologies and Automation Limited ("Company") will be held on Saturday, 27th September 2025 at 04:00 p.m. through video conference mode ("VC")/other audio-visual means ("OAVM"), The deemed venue for the AGM shall be the Registered Office of the Company, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt

(a) the audited Standalone Financial Statement of the Company for the Financial Year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon; and

(b) the audited Consolidated Financial Statement of the Company for the Financial Year ended March 31, 2025 and the report of the Auditors thereon and in this regard, to consider and if thought fit, to pass, the following resolutions as an Ordinary Resolutions:

a) "**RESOLVED THAT** the audited Standalone Financials Statement of the Company for the Financial Year ended March 31, 2025, and the reports of the Board of Directors' and Auditors' thereon, as circulated to the Members, be and are hereby considered and adopted."

b) "**RESOLVED THAT** the audited Consolidated Financial Statement of the Company for the Financial Year ended March 31, 2025, and the report of the Auditors' thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To declare Final Dividend on Equity Shares of the Company for the Financial Year ended March 31, 2025.

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** a Final Dividend at the rate of Rs. 0.30/- (Thirty paise only) per Equity Share of 10/- (Rupees Ten Only) each, fully paid up, be and is hereby declared for the Financial Year ended March 31, 2025, as recommended by the Board of the Company and the same be paid out of the profits of the Company for the Financial Year ended March 31, 2025."

3. To appoint Mr. Mohammad Arif Abdul Gaffar Dor (02943466), who retires by rotation as a Director and offer himself for re-appointment in term of Section 152(6) of the Companies Act, 2013 and in this regard, to consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Mohammad Arif Abdul Gaffar Dor (02943466), who retires by rotation at this Meeting, be and is hereby appointed as a Director of the Company."

4. To appoint Mr. Khasim Sait (02943503), who retires by rotation as a Director and offer himself for re-appointment in term of Section 152(6) of the Companies Act, 2013 in this regard, to consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Khasim Sait (02943503), who retires by rotation at this Meeting, be and is hereby appointed as a Director of the Company."

5. To appoint Mr. Afzal Hussain (DIN: 07522387), who retires by rotation as a Director and offer himself for re-appointment in term of Section 152(6) of the Companies Act, 2013 in this regard, to consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Afzal Hussain (DIN: 07522387), who retires by rotation at this Meeting, be and is hereby appointed as a Director of the Company."

6. To appoint Mr. Nuumaan Khasim (DIN:06752207), who retires by rotation as a director and offer himself for re-appointment in term of Section 152(6) of the Companies Act, 2013 in this regard, to consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Nuumaan Khasim (DIN :06752207), who retires by rotation at this Meeting, be and is hereby appointed as a Director of the Company."

7. To appoint M/s. MSSV & Co., Chartered Accountants (Firm Registration No. 001987S) as the Statutory Auditors of the Company and in this regard, to consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) M/s. MSSV & Co., Chartered Accountants (Firm Registration No. 001987S), be and hereby appointed as Statutory Auditors of the Company for period of five years starting from Financial year 2025-26 ,and they shall hold office from conclusion of this AGM until the conclusion of the 20th Annual General Meeting of the Company i.e for the Financial year 2029-

30, on such remuneration as may be determined by the Board of Directors in consultation with the Auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to file necessary forms with Registrar of Companies and to do all such act, deeds and things as may be considered necessary to give effect to the above said resolution."

SPECIAL BUSINESS

8. To re-appoint Mr. Sreenivasan Ramakrishnan (DIN: 00034190) as an Independent Director of the Company for a third term of 1 (one) year.

To consider and if thought fit, to pass, the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, Mr. Sreenivasan Ramakrishnan (DIN: 00034190), who was appointed as an Independent Director of the Company for a term of 1 (One) year commencing from November 23, 2024 upto November 22, 2025 (both days inclusive) and who being eligible for re-appointment as an Independent Director has given his consent along with a declaration that he meets the criteria for independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and based on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a third term of 1 (One) year on the Board of the Company commencing from November 23, 2025 upto November 22, 2026 (both days inclusive).

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

9. To re-appoint Mr. Fayaz Gangjee (DIN: 0051410) as an Independent Director of the Company for a third term of 1 (one) year.

To consider and if thought fit, to pass, the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, Mr. Fayaz Gangjee (DIN: 0051410), who was appointed as an Independent Director of the Company for a term of 1 (One) year commencing from November 23, 2024 upto November

22, 2025 (both days inclusive) and who being eligible for re-appointment as an Independent Director has given his consent along with a declaration that he meets the criteria for independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and based on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a third term of 1 (One) year on the Board of the Company commencing from November 23, 2025 upto November 22, 2026 (both days inclusive).

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

10. To re-appoint Mr. Arthur Denzlin Hirenallur Girishappa (DIN: 03518445) as an Independent Director of the Company for a third term of 1 (one) year.

To consider and if thought fit, to pass, the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, Mr. Arthur Denzlin Hirenallur Girishappa (DIN:03518445), who was appointed as an Independent Director of the Company for a term of 1 (One) year commencing from November 23, 2024 upto November 22, 2025 (both days inclusive) and who being eligible for re-appointment as an Independent Director has given his consent along with a declaration that he meets the criteria for independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and based on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a third term of 1 (One) year on the Board of the Company commencing from November 23, 2025 upto November 22, 2026 (both days inclusive).

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

11. To re-appoint Ms. Japna Choudhary (DIN: 06571320) as an Independent Women Director of the Company for a third term of 1 (one) year.

To consider and if thought fit, to pass, the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and any

other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, Ms. Japna Choudhary (DIN:06571320), who was appointed as an Independent Women Director of the Company for a term of 1 (One) year commencing from November 23, 2024 upto November 22, 2025 (both days inclusive) and who being eligible for re-appointment as an Independent Women Director has given her consent along with a declaration that she meets the criteria for independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and based on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, be and is hereby re-appointed as an Independent Women Director of the Company, not liable to retire by rotation, to hold office for a third term of 1 (One) year on the Board of the Company commencing from November 23, 2025 upto November 22, 2026 (both days inclusive).

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

By Order of the Board of Directors
Storage Technologies and Automation Limited
(Formerly Storage Technologies and Automation Private Limited)

Cauveramma B B
Company Secretary and Compliance officer
Membership No. A46064
Place: Bangalore
Date: 3rd September 2025

Notes:

1. The Ministry of Corporate Affairs ("MCA") has, vide its circular dated May 05, 2022, read together with circular dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021 and December 14, 2021 (collectively referred to as "MCA Circulars") permitted convening the Annual General Meeting ("AGM") through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. In accordance with the MCA Circulars and provisions of the Companies Act, 2013 ("the Act"), the AGM of the Company is being held through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.

2. In compliance with the aforesaid MCA Circulars, Notice of the AGM along with the Annual Report for FY 2024-25 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2024-25 will also be available on the Company website https://racksandrollers.com/investors/ and also on National Securities and Depository Limited (NSDL) website www.evoting.nsdl.com.

3. In terms of the provisions of Section 152 of the Act, Mr. Mohammad Arif Abdul Gaffar Dor (02943466) Mr. Khasim Sait (02943503), Mr. Afzal Hussain (DIN:07522387) and Mr. Nuumaan Khasim (DIN:06752207), directors, retire by rotation at the Meeting. The Nomination and Remuneration Committee and the Board of Directors of the Company commend their re-appointment.

   Mr. Mohammad Arif Abdul Gaffar Dor (02943466) Mr. Khasim Sait (02943503), Mr. Afzal Hussain (DIN:07522387) and Mr. Nuumaan Khasim (DIN: 06752207), are interested in the Ordinary Resolutions set out at Item Nos.3 to 6 respectively of the Notice with regard to their reappointment. None of the relatives of the directors are interested in the resolutions set out at Item Nos. 3 to 6 of the Notice, respectively to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under Item Nos.1 to 6 of the Notice.

4. Members attending the AGM through VC/OVAM shall be counted for the purpose of reckoning the quorum under the Section 103 of the Act.

5. Generally, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a Member of the Company. Since this AGM is being held through VC/OAVM pursuant to the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed hereto.

6. Corporate Members intending to send their authorized representatives to attend the AGM are requested to send a scanned copy (in PDF Format) of Board/or governing body resolution authorizing its representatives together with attested specimen signature(s) of the duly authorized representative(s), to attend the AGM through

VC/OAVM on its behalf and to vote through remote e-voting. The said resolution should be sent to the Company Secretary of the Company by email through its registered email address to cs@racksandrollers.com

7. The route map of the venue of the Meeting is annexed hereto in case member wish to attend physically.

8. Members whose name are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the **cut-off date i.e. Saturday 20th September 2025** shall be entitled to avail the facility of remote e-voting at the AGM. Any recipient of the Notice, who has no voting right as on the cut- off date, shall treat this notice as an intimation only.

9. Members holding shares in physical mode and who have not registered/update their email address mobile number with the Company are requested to register/update the same by writing to the Company with details of folio number to the mail id cs@racksandrollers.com or SMS on Mobile No.+91 9632983743.

10. Members seeking information with regard to accounts or any other matter to be placed at AGM are requested to write to the Company at cs@racksandrollers.com at least 10 days before the AGM so as to enable the Management to keep the information ready and provide suitably.

11. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the Members during the AGM.

12. All documents referred to in the Notice will also be available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an e-mail to cs@racksandrollers.com.

13. The Company has appointed Mr. Ajay Madaiah B B, Practicing Company Secretary, to act as the Scrutinizer having registration no. (4224/20230) to scrutinize the entire e-voting process in a fair and transparent manner.

Dividend Related Information

14. The Board of Directors at its meeting held on May 30th, 2025, has recommended the payment of final dividend @ 30 paisa per equity share of the face value Rs. 10 each (3%) for the financial year 2024-25, subject to approval of members at the ensuing AGM. The cut-off/ record date to determine eligibility of members for payment of dividend is September 15, 2025. If the final dividend, as recommended by the Board of Directors of the Company, if approved at the AGM, the dividend will be paid within thirty days from the date of the AGM, electronically through various online transfer modes to those members who have updated their bank account details.

15. In terms of the provisions of the Income-tax Act, 1961, (the "IT Act") and Finance Act, 2020, the Company is required to deduct tax at source from dividend paid to members,

at the rates prescribed thereunder. The tax rates would vary depending on the residential status of the member and the exemptions as enumerated in the IT Act subject to fulfilling the documentary requirements.

16. Accordingly, to enable the Company to determine the appropriate TDS / withholding tax rate, members are requested to upload relevant documents, on https://ipostatus.integratedregistry.in/TaxExemptionRegistration.aspx on or before 27th September, 2025.

Unclaimed dividend & IEPF related information

17. As per provisions of Section 124 of Companies Act, 2013, Members are requested to note that, dividends if not encashed for a period of 7 years from the date of transfer to Unpaid Dividend Account of the Bank, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). Further, all the shares in respect of which dividend has remained unclaimed for 7 consecutive years or more from the date of transfer to unpaid dividend account shall also be transferred to IEPF Authority. The Members, whose unclaimed dividends / shares transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5.

18. Members may note that shares as well as unclaimed dividends transferred to IEPF Authority can be claimed back from the IEPF Authority by following the procedure as set out in IEPF Rules.

19. For any communication, the shareholders may also send requests to the Bank's investor e-mail IDs: cs@racksandrollers.com

20. Instruction for Remote e-voting, registering the email IDs and joining the AGM are as follows:

The Instructions for Members for Remote e-voting are as under:

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.

3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders

Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial St andard on General Meet ings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the EGM/AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM/AGM has been uploaded on the website of the Company at www.racksandrollers.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Wednesday 24thSeptember 2025 at 09:00 A.M. (IST) and end on Friday, 26th September 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Saturday, 20th September 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 20th September 2025. i.e. Any person, who acquires Shares of the Company and become Member of the Company after dispatch of the notice and holding Shares as on the cut-off date i.e. Saturday 20th September 2025 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or giri@integratedindia.in and helpdesk.evoting@ cdslindia.com

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting**

	service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

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. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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

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

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12********** then your user ID is 12**********
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

8. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

9. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to Abmandteam@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Mr. Falguni Chakraborty , Assistant Manager, NSDL at evoting@nsdl.com or call 022 48867000 at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@racksandrollers.com.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@racksandrollers.com . If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at

   step 1 (A) i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

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

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE /AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVENT of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

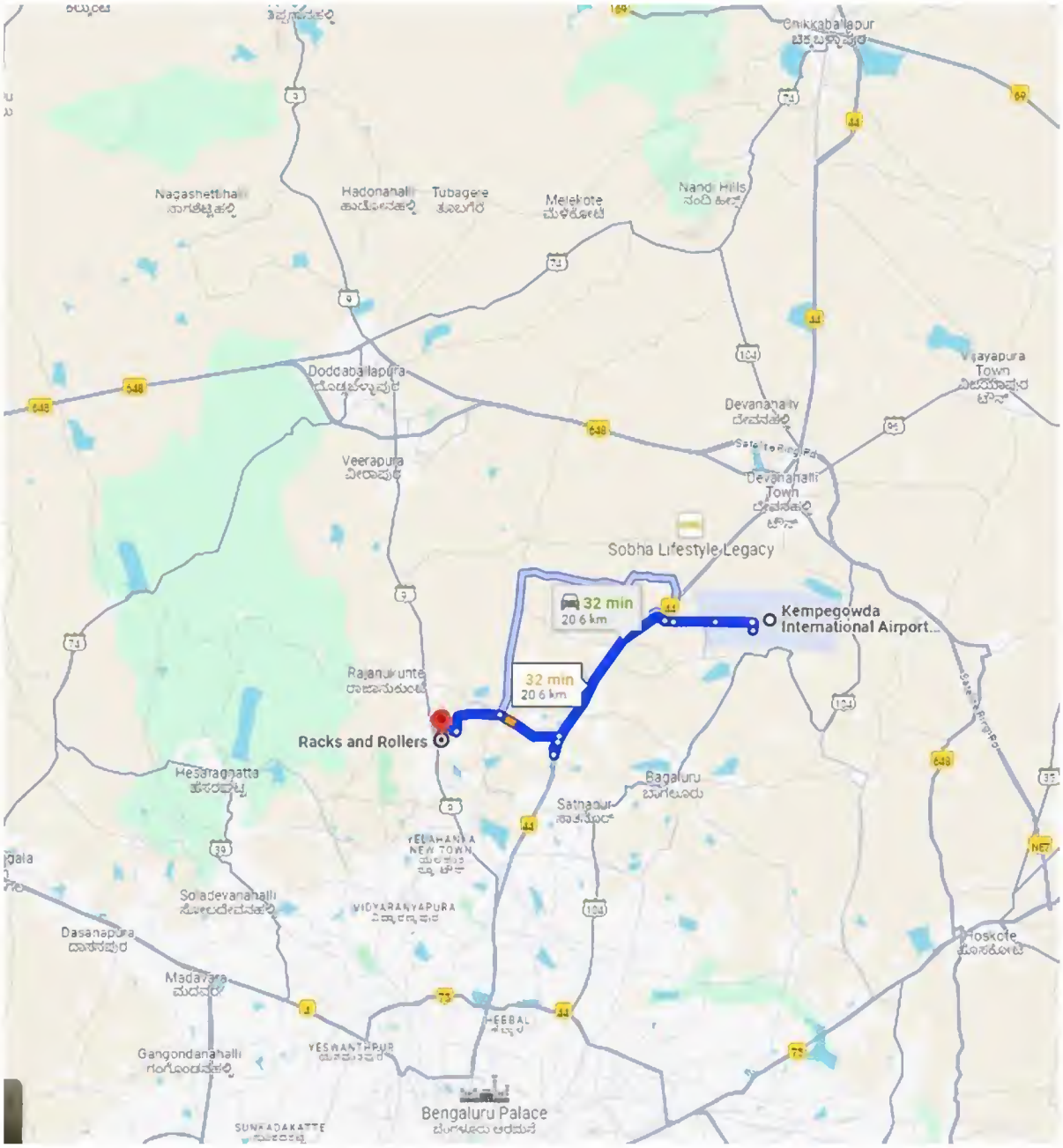
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@racksandrollers.com. The same will be replied by the company suitably.

6. Shareholders who would like to express their views/ask questions during the AGM may pre-register themselves as a speaker may send their request at email id by mentioning their name demat account number/folio number, email id, mobile number at cs@racksandrollers.com between **24thSeptember 2025 at 09:00 A.M. (IST) and end on Friday, 26th September 2025 at 05:00 P.M IST.** Only those members who are registered will be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.

By Order of the Board of Directors

Cauveramma B B
Company Secretary and Compliance Officer
Membership No. A46064
Place: Bangalore
Date: 03.09.2025

Route map



15th Annual General Meeting
Date: 27th, September 2025
Time: 04:00 p.m.
Venue: registered office situated at No.10, Survey No.21/6A, 21/7A, 21/7B and 21/8 Singanayakanahalli, Yelahanka, Bangalore 560064

Explanatory Statement
[Pursuant to Sections 102 and 110 of the Companies Act, 2013 and Regulation 36(5) of SEBI LODR]

The following Statement sets out all material facts relating to the businesses mentioned under Item Nos. 7 to 10 of the accompanying Notice:

Item No.7: To appoint M/s. MSSV & Co., Chartered Accountants (Firm Registration No. 001987S) as the Statutory Auditors of the Company

The Board of Directors, based on the recommendation of the Audit Committee, proposes the appointment of MSSV & Co., Chartered Accountants, as the Statutory Auditor of the Company for a period of five (5) consecutive years, to hold office from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting for the Financial year 2029-30.
The scope includes audit of the standalone and consolidated financial statements, the tax audit, and the limited review for the first half of each financial year.

a) Fees and Terms of Appointment
The proposed remuneration payable to MSSV & Co. for the FY 2025-26 is as follows:
Statutory Audit (Standalone & Consolidated): Rs 7,00,000/-
Tax Audit: Rs 1,40,000/-
Limited Review of Accounts: Rs. 70,000/-
Out-of-pocket expenses and applicable taxes will be paid at actuals.
The fee for subsequent years will be decided by the Board, based on the recommendation of the Audit Committee.
There is no material change in fees compared to the retiring auditor.

b) Reason for Not Re-appointing the Retiring Auditor
The retiring auditor, CGSS AND ASSOCIATES LLP, is not recommended for re-appointment.
The Audit Committee and Board, after reviewing the performance of the retiring auditor, observed irregularity and repeated delays in the submission of audit-related deliverables, which impacted the timely completion of statutory and regulatory reporting obligations of the Company.
Considering these factors, and the Company's need for reliable and timely audit execution, the Audit Committee recommended the appointment of a new auditor.

c) Basis of Recommendation and Credentials of MSSV & Co.
The Audit Committee and Board recommend MSSV & Co., Chartered Accountants, based on the following ,Extensive experience in statutory audits of companies with standalone and consolidated reporting requirements, Adequate audit resources, technical competence, and sector understanding;
Independence and eligibility under the Companies Act, 2013, Strong track record of timely completion of audit assignments.

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Item No.8 To re-appoint Mr. Sreenivasan Ramakrishnan (DIN: 00034190) as an Independent Director of the Company for a third term of 1 (one) year.

Mr. Sreenivasan Ramakrishnan (DIN: 00034190) is currently an Independent Director of the Company, Chairperson of the CSR Committee and Member of the Nomination and Remuneration Committee. Mr. Sreenivasan was appointed as an Independent Director of the Company by the Members at the Annual General Meeting of the Company held on September 28, 2024, for a period of 1 (one) year commencing from November 23, 2024, upto November 22, 2025 (both days inclusive) and is eligible for re-appointment for a third term on the Board of the Company. Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors at its meeting held on September 03, 2025, proposed the re- appointment of Mr. Sreenivasan as an Independent Director of the Company for a Third term of 1 (one) consecutive year commencing from November 23, 2025 upto November 22, 2026(both days inclusive), not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

Mr. Sreenivasan holds a Master of Technology from Jawaharlal Nehru University New Delhi and Post Graduate Diploma in Management form Indian Institute of Management, Bangalore. He has over 30 years of experience as a trainer, career and Life Coach to the middle and top leadership in organizations and movements.

He is serving on the Boards of reputed companies. The NRC taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Mr. Sreenivasan's qualifications and the rich experience of over the decades in the abovementioned areas meets the skills and capabilities required for the role of Independent Director of the Company.

The Board is of the opinion that Mr. Sreenivasan continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in his role as an Independent Director of the Company and his continued association would be of immense benefit to the Company.

The Company has received a declaration from Mr. Sreenivasan, confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In terms of Regulation 25(8) of the SEBI Listing Regulations, Mr. Sreenivasan, has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Mr. Sreenivasan has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

In the opinion of the Board, Mr. Sreenivasan fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that he is independent of the Management.

The terms and conditions of the appointment of Independent Directors is uploaded on the website of the Company at and would also be made available for inspection to the Members of the Company upto Saturday, 28th September 2025, by sending a request from their registered email address to the Company at cs@racksandrollers.com, along with their Name, DP ID & Client ID/Folio No. In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Mr. Sreenivasan, as an Independent Director is now placed for the approval of the Members by a Special Resolution.

The Board commends the Special Resolution set out in Item No.8 of the accompanying Notice for approval of the Members.

None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Mr. Sreenivasan and his relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 of the accompanying Notice.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

Item No. 9: To re-appoint Mr. Fayaz Gangjee (DIN: 0051410) as an Independent Director of the Company for a third term of 1 (one) year.

Mr. Fayaz Gangjee (DIN: 00514103) is currently an Independent Director of the Company, Chairperson of the Nomination and Remuneration Committee and Member of the Stakeholders Relationship Committee. Mr. Fayaz Gangjee was appointed as an Independent Director of the Company by the Members at the Annual General Meeting of the Company held on September 28, 2024, for a period of 1 (one) year commencing from November 23, 2024, upto November 22, 2025

(both days inclusive) and is eligible for re-appointment for a third term on the Board of the Company. Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors at its meeting held on September 03, 2025, proposed the re- appointment of Mr. Fayaz Gangjee as an Independent Director of the Company for a Third term of 1 (one) consecutive year commencing from November 23, 2025 upto November 22, 2026(both days inclusive), not liable to retire by rotation, for the approval of the Members by way of a Special Resolution

Mr. Fayaz Gangjee holds a Bachelor of Engineering from Indian Institute of Technology, Madras. He has over 35 years of experience in the field of business.

The NRC taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Mr. Fayaz's qualifications and the rich experience of over the decades in the abovementioned areas meets the skills and capabilities required for the role of Independent Director of the Company.

The Board is of the opinion that Mr. Fayaz, continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in his role as an Independent Director of the Company and his continued association would be of immense benefit to the Company.

The Company has received a declaration from Mr. Fayaz, confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

In terms of Regulation 25(8) of the SEBI Listing Regulations, Mr. Fayaz Gangjee, has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Mr. Fayaz has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

In the opinion of the Board, Mr. Fayaz, fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that he is independent of the Management.

The terms and conditions of the appointment of Independent Directors is uploaded on the website of the Company at and would also be made available for inspection to the Members of the Company upto Saturday 28th September 2025, by sending a request from their registered email address to the Company at cs@racksandrollers.com, along with their Name, DP ID & Client ID/Folio No. In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Mr. Fayaz, as an Independent Director is now placed for the approval of the Members by a Special Resolution.

The Board commends the Special Resolution set out in Item No.8 of the accompanying Notice for approval of the Members.

None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Mr. Fayaz and his relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No.9 of the accompanying Notice.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

Item No. 10: To re-appoint Mr. Arthur Denzlin Hirenallur Girishappa (DIN: 03518445) as an Independent Director of the Company for a third term of 1 (one) year.

Mr. Arthur Denzlin Hirenallur Girishappa (DIN:03518445) is currently an Independent Director of the Company, Chairperson of the Stakeholders Relationship Committee and Members at the Annual General Meeting of the Company held on September 28, 2024, for a period of 1 (one) year commencing from November 23, 2024, upto November 22, 2025 (both days inclusive) and is eligible for re-appointment for a third term on the Board of the Company. Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors at its meeting held on September 03, 2025, proposed the re- appointment of Mr. Arthur Denzlin as an Independent Director of the Company for a Third term of 1 (one) consecutive year commencing from November 23, 2025 upto November 22, 2026(both days inclusive), not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

Mr. Arthur holds a Post Graduate Diploma in Planning and Management from the Indian Institute of Planning & Management. He has over 10 years of experience in the field of Metallurgy.

The NRC taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Mr. Arthur's qualifications and the rich experience of over the decades in the abovementioned areas meets the skills and capabilities required for the role of Independent Director of the Company.

The Board is of the opinion that Mr. Arthur, continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in his role as an Independent Director of the Company and his continued association would be of immense benefit to the Company.

The Company has received a declaration from Mr. Arthur, confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

In terms of Regulation 25(8) of the SEBI Listing Regulations, Mr. Arthur, has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Mr. Arthur has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

In the opinion of the Board, Mr. Arthur, fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Director and that he is independent of the Management.

The terms and conditions of the appointment of Independent Directors is uploaded on the website of the Company at and would also be made available for inspection to the Members of the Company upto Saturday 28th September 2025, by sending a request from their registered email address to the Company at cs@racksandrollers.com, along with their Name, DP ID & Client ID/Folio No. In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Mr. Arthur, as an Independent Director is now placed for the approval of the Members by a Special Resolution.

The Board commends the Special Resolution set out in Item No.10 of the accompanying Notice for approval of the Members.

None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Mr. Arthur and his relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No.10 of the accompanying Notice.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

Item No.11: To re-appoint Ms. Japna Choudhary (DIN: 06571320) as an Independent Women Director of the Company for a third term of 1 (one) year.

Ms. Japna Choudhary (DIN: 06571320) is currently an Independent Women Director of the Company, Chairperson of the Audit Committee. Ms. Japna was appointed as an Independent Women Director of the Company by the Members at the Annual General Meeting of the Company held on September 28, 2024, for a period of 1 (one) year commencing from November 23, 2024, upto November 22, 2025 (both days inclusive) and is eligible for re-appointment for a third term on the Board of the Company. Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors at its meeting held on September 03, 2025, proposed the re-appointment of Mr. Japna Choudhary as an Independent Director of the Company for a Third term of 1 (one) consecutive year commencing from November 23, 2025 upto November 22, 2026(both days inclusive), not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

Ms. Japna is a Fellow Member of the Institute of Companies Secretaries of India, Bachelor of Law from CCS University, Meerut, M. Com from CCS University, Meerut, Post Graduate Diploma in Intellectual Property Rights from National Law School, B.com from CCS University, Meerut and Certificate course on POSH conducted by Institute of Companies Secretaries of India. She has over 9 years of experience as a Practicing Company Secretary.
The NRC taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Ms. Japna's qualifications and the rich experience in the abovementioned areas meets the skills and capabilities required for the role of Independent Director of the Company.

The Board is of the opinion that Ms. Japna, continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in her role as an Independent Director of the Company and her continued association would be of immense benefit to the Company.

The Company has received a declaration from Ms. Japna, confirming that she continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

In terms of Regulation 25(8) of the SEBI Listing Regulations, Ms. Japna, has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties. Ms. Japna has also confirmed that she is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

In the opinion of the Board, Ms. Japna, fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing Regulations for re-appointment as an Independent Women Director and that she is independent of the Management.

The terms and conditions of the appointment of Independent Women Directors is uploaded on the website of the Company at and would also be made available for inspection to the Members of the

Company upto 28th September 2025, by sending a request from their registered email address to the Company at cs@racksandrollers.com, along with their Name, DP ID & Client ID/Folio No. In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Ms. Japna, as an Independent Director is now placed for the approval of the Members by a Special Resolution.

The Board commends the Special Resolution set out in Item No.11 of the accompanying Notice for approval of the Members.

None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Ms. Japna and her relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No.11 of the accompanying Notice.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

Annexure -A
Details of Directors seeking re-appointment at the 15th Annual General Meeting to be held on 27th September 2025.

MOHAMMAD ARIF ABDUL GAFFAR DOR

Age	40 years
Date of First Appointment	19/03/2010
Nationality	Indian
Qualifications	Bachelor Engineering in Chemical Engineering
Expertise in specific functional area	Over 14 years of experience in Manufacturing and R&D of industrial racking and shelving system.
Terms and conditions of reappointment	In terms of section 152(6) of the act he is liable to retire by rotation at the meeting
Remuneration last drawn (including sitting fees, if any)	Rs.27 Lakhs p.a.
Remuneration proposed to be paid	Rs.27 Lakhs p.a.
Membership/ Chairmanship of the Committees of the Company as on 31st March 2025	Member of Stakeholders' Relationship Committee.
Directorship of other Boards as on 31st March 2025	None
Membership/ Chairmanship of the Committees of other Boards as on 31st March 2025	None
Shareholding in the company as on 31st March 2025	13,50,000
No. of board meeting attended during the financial Year	11 (eleven)

*Directorship includes details of other Indian Companies. Membership/Chairmanship of the Committees includes only Audit Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee, Nomination and Remuneration Committee, Risk Management Committee and Management Committee.

KHASIM SAIT

Age	67
Date of First Appointment	19/03/2010
Nationality	Indian
Qualifications	National Apprenticeship Certificate from National Council for Training in Vocational Trades
Expertise in specific functional area	Over 38 years of experience in machine tools and machinery manufacturing
Terms and conditions of reappointment	In terms of section 152(6) of the act he is liable to retire by rotation at the meeting
Remuneration last drawn (including sitting fees, if any)	Rs.27.00 lakhs
Remuneration proposed to be paid	Rs.27.00 lakhs
Membership/Chairmanship of the Committees of the Company as on 31st March 2025	None
Directorship of other Boards as on 31st March 2025	None
Membership/ Chairmanship of the Committees of other Boards as on 31st March 2025	None
Shareholding in the company as on 31st March 2025	9,00,000
No. of board meeting attended during the financial year	11 (eleven)

*Directorship includes details of other Indian Companies. Membership/Chairmanship of the Committees includes only Audit Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee, Nomination and Remuneration Committee, Risk Management Committee and Management Committee.

Afzal Hussain (DIN 07522387)

Age	39 years
Date of First Appointment	01-06-2016
Nationality	Indian
Qualifications	MBA and Bachelor Engineering in Information Science
Expertise in specific functional area	More than 7 years of experience in the field of consultation, sales, Marketing and design of industrial racking and shelving system.
Terms and conditions of reappointment	In terms of section 152(6) of the act he is liable to retire by rotation at the meeting
Remuneration last drawn (including sitting fees, if any)	Rs.27 lakhs p.a.
Remuneration proposed to be paid	Rs.27 lakhs p.a.
Membership/Chairmanship of the Committees of the Company as on 31st March 2025	Member of CSR Committee
Directorship of other Boards as on 31st March 2025	None
Membership/ Chairmanship of the Committees of other Boards as on 31st March 2025	None
Shareholding in the company as on 31st March 2025	7,20,000
No. of board meeting attended during the financial year	11 (eleven)

*Directorship includes details of other Indian Companies. Membership/Chairmanship of the Committees includes only Audit Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee, Nomination and Remuneration Committee, Risk Management Committee and Management Committee.

Nuumaan Khasim (DIN 06752207)

Age	37 years
Date of First Appointment	01-06-2016
Nationality	Indian
Qualifications	Bachelor Engineering in Information Science & Engineering
Expertise in specific functional area	More than 7 years of experience in the field of consultation, sales, Marketing and design of industrial racking and shelving system.
Terms and conditions of reappointment	In terms of section 152(6) of the act he is liable to retire by rotation at the meeting
Remuneration last drawn (including sitting fees, if any)	Rs.27 lakhs p.a.
Remuneration proposed to be paid	Rs.27 lakhs p.a.
Membership/Chairmanship of the Committees of the Company as on 31st March 2025	None
Directorship of other Boards as on 31st March 2025	DI&P Services Private Limited
Membership/ Chairmanship of the Committees of other Boards as on 31st March 2025	None
Shareholding in the company as on 31st March 2025	5,40,000
No. of board meeting attended during the financial year	11 (eleven)

*Directorship includes details of other Indian Companies. Membership/Chairmanship of the Committees includes only Audit Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee, Nomination and Remuneration Committee, Risk Management Committee and Management Committee

Sreenivasan Ramakrishnan (DIN 00034190)

Age	57 years
Date of First Appointment	23-11-2023
Nationality	Indian
Qualifications	Master of Technology from Jawaharlal Nehru University, New Delhi and Post Graduate Diploma in Management form Indian Institute of Management, Bangalore
Expertise in specific functional area	Over 30 years, as a trainer, career and Life Coach to the middle and top leadership in organizations and movements.
Terms and conditions of reappointment	Re-appointment for 1 (one) year commencing from November 23, 2025 to November 22, 2026.
Remuneration last drawn (including sitting fees, if any)	Nil
Remuneration proposed to be paid	None, except sitting fees
Membership/Chairmanship of the Committees of the Company as on 31st March 2025	Chairperson of CSR Committee
Directorship of other Boards as on 31st March 2025	1. Career Launcher Foundation 2. Career Launcher Infrastructure Private Limited
Membership/ Chairmanship of the Committees of other Boards as on 31st March 2025	None
Shareholding in the company as on 31st March 2025	None
No. of board meeting attended during the financial year.	1

*Directorship includes details of other Indian Companies. Membership/Chairmanship of the Committees includes only Audit Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee, Nomination and Remuneration Committee, Risk Management Committee and Management Committee.

Fayaz Gangjee (DIN '00514103)

Age	73 years
Date of First Appointment	23-11-2023
Nationality	Indian
Qualifications	Bachelor of Engineering from Indian Institute of Technology, Madras
Expertise in specific functional area	35 years of experience in the field of business
Terms and conditions of reappointment	Re-appointment for 1 (one) year commencing from November 23, 2025, to November 22, 2026.
Remuneration last drawn (including sitting fees, if any)	Nil
Remuneration proposed to be paid	None, except sitting fees
Membership/Chairmanship of the Committees of the Company as on 31st March 2025	Chairperson of Nomination and Remuneration Committee
Directorship of other Boards as on 31st March 2025	None
Membership/ Chairmanship of the Committees of other Boards as on 31st March 2025	None
Shareholding in the company as on 31st March 2025	None
No. of board meeting attended during the financial year.	3

*Directorship includes details of other Indian Companies. Membership/Chairmanship of the Committees includes only Audit Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee, Nomination and Remuneration Committee, Risk Management Committee and Management Committee.

Arthur Denzlin Hirenallur Girishappa (DIN '03518445)

Age	39 years
Date of First Appointment	23-11-2023
Nationality	Indian
Qualifications	Post Graduate Diploma in Planning and Management from the Indian Institute of Planning & Management
Expertise in specific functional area	Having Experience of more than 10 years in the field of Metallurgy.
Terms and conditions of reappointment	Re-appointment for 1 (one) year commencing from November 23, 2025, to November 22, 2026.
Remuneration last drawn (including sitting fees, if any)	Nil
Remuneration proposed to be paid	None, except sitting fees
Membership/Chairmanship of the Committees of the Company as on 31st March 2025	Member of Audit committee Chairperson of Stakeholders Relationship Committee
Directorship of other Boards as on 31st March 2025	C G Aluminum Allieds Private Limited
Membership/Chairmanship of the Committees of other Boards as on 31st March 2025	None
Shareholding in the company as on 31st March 2025	None
No. of board meeting attended during the financial year.	3

*Directorship includes details of other Indian Companies. Membership/Chairmanship of the Committees includes only Audit Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee, Nomination and Remuneration Committee, Risk Management Committee and Management Committee.

Japna Choudhary (DIN 06571320)

Age	38 years
Date of First Appointment	23-11-2023
Nationality	Indian
Qualifications	Fellow Member of Institute of Companies Secretaries of India, Certificate course on POSH conducted by Institute of Companies Secretaries of India, Bachelor of Law from CCS University, Meerut, M.com from CCS University, Meerut, Post Graduate Diploma in Intellectual Property Rights from National Law School, B.com from CCS University, Meerut
Expertise in specific functional area	Having Experience of more than 9 years as Practicing Company Secretary.
Terms and conditions of reappointment	Re-appointment for 1 (one) year commencing from November 23, 2024, to November 22, 2025.
Remuneration last drawn (including sitting fees, if any)	Nil
Remuneration proposed to be paid	None, except sitting fees
Membership/Chairmanship of the Committees of the Company as on 31st March 2025	Chairperson of Stakeholders Relationship Committee
Directorship of other Boards as on 31stMarch 2025	1. Rubi Railtec (India) Private Limited 2. Ks Cell India Private Limited 3. Greenchef Appliances Limited 4. Westconcomstor International (India) Private Limited 5. Eurobelt Belting Solutions Private Limited 6. Net4site Consulting India Private Limited
Membership/Chairmanship of the Committees of other Boards as on 31stMarch 2025	Chairperson of Audit Committee, Nomination and Remuneration Committee of Greenchef Appliances Limited. Member of Stakeholder Relationship and CSR Committee of Greenchef Appliances Limited.
Shareholding in the company as on 31stMarch 2025	None
No. of board meeting attended during the financial year.	3

*Directorship includes details of other Indian Companies. Membership/Chairmanship of the Committees includes only Audit Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee, Nomination and Remuneration Committee, Risk Management Committee and Management Committee.