S Chand And Company Limited

(CIN: L22219DL1970PLC005400)
Registered Office: A-27, 2nd Floor, Mohan Co-operative Industrial Estate, New Delhi-110044
Email: investors@schandgroup.com| Website: www.schandgroup.com
Tel: +91 11 49731800| Fax: +91 11 49731801

NOTICE

NOTICE is hereby given that the 55th Annual General Meeting **("AGM")** of Members of S Chand and Company Limited **("the Company")** will be held on Wednesday, 23rd September 2026 at 03:00 P.M. (IST) through video conferencing to transact the following businesses:

ORDINARY BUSINESSES:

1. To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2026, and the Reports of Directors and Auditors thereon.
2. To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2026, and the Report of Auditors thereon.
3. To consider and approve interim dividend of Rs. 4/- per equity shares paid as the final dividend for the financial year ended March 31, 2026.
4. Re-appointment of Ms. Savita Gupta (DIN: 00053988), who retires by rotation and being eligible, offers herself for re-appointment, as director liable to retire by rotation.
5. Re-appointment of M/s. Walker Chandiok & Co LLP as Statutory Auditors of the Company.

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

"RESOLVED THAT pursuant to the provisions of Section 139(1), 142 of The Companies Act, 2013 read with The Companies (Audit and Auditors) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s), clarification(s), exemption(s) or re-enactment(s), thereof for the time being in force), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and upon recommendation of the Audit Committee and the Board of Directors, M/s. Walker Chandiok & Co LLP, Chartered Accountants (Firm Registration No: 001076N/ N500013), be and are hereby re-appointed as the Statutory Auditors of the Company, to hold office for a second term of 5 (five) consecutive years commencing from the conclusion of this Annual General Meeting till the conclusion of 60th Annual General Meeting of the Company, at such remuneration, as may be mutually agreed between the Audit Committee / Board of Directors of the Company and the Statutory Auditors from time to time.

RESOLVED FURTHER THAT the Audit Committee / Board of Directors of the Company, be and are hereby authorized to revise/ alter/ modify/ amend the terms and conditions and/ or remuneration, from time to time, as may be mutually agreed with the Auditors, during the tenure of their appointment.

By Order of the Board
S Chand And Company Limited

Sd/-
Jagdeep Singh
Company Secretary
Membership No. A15028

Date: August 10, 2026
Place: New Delhi

Notes:

1. **The relevant details pursuant to Regulation 36(3) and (5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) regulations, 2015 ("the Listing Regulations") and Secretarial Standard on General Meetings (SS-2) in respect of the Director seeking re-appointment at this AGM and re-appointment of Statutory Auditor of the Company forms part of the Explanatory Statement annexed as Annexure I hereto. Further, requisite consents / declarations have been received from the Director and statutory auditor seeking re-appointment.**

2. **Ministry of Corporate Affairs ("MCA") pursuant to General Circular No. 03/2025 dated September 22, 2025 has permitted the companies to hold their general meetings through video conferencing / any other audio visual means ("VC/OAVM facility") without the physical presence of the members at a common venue. Hence, in compliance with the MCA Circular, the AGM of the Company is being held though VC facility. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company at A-27, 2nd Floor, Mohan Co-operative Industrial Estate, New Delhi-110044.**

3. **Pursuant to the MCA Circulars and in compliance of the applicable provisions of the Act, a member is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since the AGM is being held through video conferencing pursuant to the MCA Circular, the physical attendance of members has been dispended with. Accordingly, the facility of appointing proxies by the members will not be available for the AGM and hence the proxy form, attendance slip and route map of AGM are not annexed to this Notice.**

4. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG Format) of its board resolution or governing body resolution / authorization etc., authorizing its representative to attend, vote during the meeting through video conferencing on its behalf or to vote through remote e-voting. The said resolution / authorization shall be sent to the Company at investors@schandgroup.com and / or to National Securities Depository Limited ("NSDL") at evoting@nsdl.com

5. Members may avail the nomination facility as provided under Section 72 of the Act.

6. The Company hereby requests members to promptly intimate any change in their name, postal address, e-mail address, contact numbers, PAN, mandates, Bank details etc. to their respective Depository Participant(s).

7. Members may note that the Board, at its meeting held on May 22, 2026, had declared and paid an interim dividend of amount Rs. 4/- per equity shares for the financial year ended March 31, 2026. The Board now recommends that the said interim dividend be treated as final dividend for the financial year. Accordingly, the said resolution is proposed for the approval of members. To avoid delay in receiving dividends, members are requested to update their KYC with their depository participant (s) on regular basis to receive the dividend directly into their bank account on payout dates as may be determined from time to time upon declaration of dividend.

8. Members wishing to claim dividends that remain unclaimed are requested to correspond with the MUFG Intime India Private Limited (previously known as Link Intime India Private Limited), Registrar and Transfer Agent **("RTA")** of the Company, or with the Company Secretary, at the Company's Registered Office. Pursuant to Rule 7(2A) of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (as amended), Mr. Jagdeep Singh has been appointed as the Nodal Officer of the Company. The details of the Nodal Officer and the unpaid and unclaimed amounts are available on the website of the Company at www.schandgroup.com.

9. Members are requested to note that dividends, which have not been claimed within seven years from the date of transfer of dividend to the Company's Unpaid Dividend Account, will, as per Section 124 of the Act and the applicable rules, be transferred to the Investor Education and Protection Fund **("IEPF")** established under Section 125 of the Act. Also, Shares on which dividend remains unclaimed for seven consecutive years will also be transferred to the IEPF.

   In view of this, The Members who have not claimed their dividend are requested to claim the same from the Company Unpaid Dividend Account before such dividend becomes due for transfer to the IEPF Authority.

   The shareholders may note that the Company has transferred dividends declared in the financial year 2017-18 and 2018-19, which remained unclaimed and unpaid for seven consecutive years, to IEPF authority. Further such shares on which this dividend was unclaimed and unpaid have also been transferred to IEPF authority as per the provision of Companies Act, 2013, the details of which has been disseminated on the Company website at https://schandgroup.com/investors/#dividend. The concerned shareholders may claim their shares as well as the unclaimed/unpaid dividend from the IEPF authority by making an application in prescribed manner.

10. In accordance with MCA Circular and Regulation 36(1)(a) of Listing Regulations, electronic copy of the AGM notice and Annual Report for the financial year ended March 31, 2026 are being sent to all the members whose email IDs are registered with depository participant(s) or to the Company / RTA as on **August 21, 2026**. Please note that pursuant to the aforesaid MCA Circular and Regulation 36(1)(a) of Listing Regulations there would not be any physical dispatch of notice of AGM and Annual Report through post / courier. The members may further note that the notice of AGM and Annual Report for the financial year ended March 31, 2026 will also be available on the Company's website at www.schandgroup.com, website of the stock exchanges i.e. BSE Limited at www.bseindia.com, National Stock Exchange of India Limited at www.nseindia.com and the website of NSDL at www.evoting.nsdl.com Shareholders, those who desires to obtain hard copies of the AGM Notice and Annual Report may request the Company for the same through email or any other feasible mode.

    Additionally, as per Regulation 36(1)(b) of the Listing Regulations, a letter providing the weblink, including the exact path of the Annual Report and AGM Notice for financial year ended March 31, 2026, will be sent to those shareholder(s) who have not registered their email address with the Depository Participants / Depositories.

11. The facility for joining the AGM through video conferencing will be opened 15 minutes before and will remain open upto 15 minutes after the scheduled start time of the AGM i.e. 02:45 P.M. (IST) to 03:15 P.M. (IST) and will be available for at least 1000 members on a first-come-first-served basis. This rule of first-come-first-served basis would not apply to participation by shareholders holding 2% or more shareholding, promoters, institutional investors, directors, key managerial personnels and auditors.

12. The institutional investors, who are members of the Company are encouraged to attend and vote at the AGM of the Company.

13. Voting through electronic means:

    I. The Company, in compliance of provisions of Section 108 of the Act, Rule 20 of The Companies (Management and Administration) Rules, 2014 and Regulation 44(1) & (2) of the Listing Regulations, as amended, is pleased to provide its members the facility to exercise their right to vote on resolutions proposed to be considered at the 55th AGM by remote e-voting or through an electronic voting system during the meeting.

    II. The facility of casting votes by members using an electronic voting system and remote e-voting will be provided by NSDL.

        (i) The remote e-voting period begins on Saturday, September 19, 2026 at 9:00 A.M. (IST) and ends on Tuesday, September 22, 2026 at 5:00 P.M. (IST). During this period members of the Company holding shares, as on the cut-off date of **September 16, 2026**, may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter.

        (ii) The instructions for e-voting are given in the **Annexure II** to this Notice.

    III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

    IV. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently or cast the vote again.

    V. In the case of joint holders, only the first holder in the order of names as recorded in the Register of Members of the Company shall be entitled to vote during the AGM, provided the vote has not already been cast by remote e-Voting by such first-named holder.

14. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.

15. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as on the cut-off date i.e. **September 16, 2026** may follow steps mentioned in the Notice under 'Instructions for e-voting.

16. The Members desiring to inspect the documents referred to in this Notice and the Register of Directors and Key Managerial and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested are requested to send an e-mail to investors@schandgroup.com mentioning their name, folio no. / client ID and DP ID and the documents they wish to inspect, with a self-attested copy of their PAN card. An extract of such documents would be sent to the Members on their registered e-mail address. The said documents would also be available for virtual inspection on all working days.

17. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members are, therefore, requested to submit the PAN to their Depository Participant(s) with whom they are maintaining their demat accounts.

18. Mr. R. S. Bhatia, Company Secretary in Practice, has been appointed as the Scrutinizer to scrutinize the remote e-voting process as well as the electronic voting process during the AGM in a fair and transparent manner.

19. The Scrutinizer after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting and make a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith not later than two working days of the conclusion of the meeting.

20. The Results shall be declared by the Chairman or any other person authorized by him in writing within two working days from the conclusion of the Meeting. The results declared shall, alongwith the consolidated Report of the Scrutinizer be placed on the website of the Company i.e., www.schandgroup.com immediately after the declaration of results. The results shall simultaneously be forwarded to both the Stock Exchanges and also be displayed on the Notice Board of the Registered Office of the Company.

EXPLANATORY STATEMENT PURSUANT TO REGULATIONS 36(5) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 (“THE LISTING REGULATIONS”)

The following Explanatory Statement, as required under Regulations 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”) sets out all material facts relating to the ordinary business to be dealt at the 55th Annual General Meeting as mentioned under Item No. 5 of the accompanying Notice dated August 10, 2026.

Item No. 5

This Explanatory Statement is provided pursuant to Regulation 36(5) of the Listing Regulations.

The Members of the Company at their Annual General Meeting (“AGM”) held on September 28, 2021 had approved the re-appointment of M/s. Walker Chandiok & Co LLP, Chartered Accountants (Firm Registration No. 001076N/N500013) as the Statutory Auditors of the Company for a term of 5 (five) consecutive years commencing from the conclusion of the 50th AGM until the conclusion of the 55th AGM of the Company to be held in the year 2026.

The term of office of the present Statutory Auditors, M/s. Walker Chandiok & Co LLP, Chartered Accountants, is expiring at the conclusion of the ensuing AGM. Based on the recommendation of the Audit Committee, the Board of Directors at its meeting held on August 10, 2026 has recommended the re-appointment of M/s. Walker Chandiok & Co LLP, Chartered Accountants (Firm Registration No. 001076N/N500013) as the Statutory Auditors of the Company for their second term of 5 (five) consecutive years commencing from the conclusion of ensuing AGM till the conclusion of the 60th AGM of the Company subject to the approval by the Shareholders.

M/s. Walker Chandiok & Co LLP, have conveyed their consent to act as Statutory Auditors of the Company and confirmed that the re-appointment if made would be within the limits specified under Section 141(3)(g) of the Companies Act, 2013 **(“The Act”)** and they are not disqualified to be re-appointed as Statutory Auditors in terms of the provisions of the proviso to Section 139(1), 141(3) of the Act and the provisions of The Companies (Audit and Auditors) Rules, 2014.

Brief Profile / Credentials:

Pursuant to Regulation 36(5) of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the additional information about the Statutory Auditors are provided below:-

Terms of re-appointment	Second Term of 5 (five) consecutive years from the conclusion of forthcoming AGM till the conclusion of 60th AGM of the Company
Proposed Audit fees payable to Auditor and material change in fee payable	Consequent to the approval of the shareholders, it is proposed to pay Rs. 7 (seven) millions to M/s. Walker Chandiok & Co LLP, Chartered Accountants for limited review fees and audit fees for the FY 2026-27. For the remaining years fees to be paid to the statutory auditor will be mutually decided between the Audit Committee / Board of Directors and the Statutory Auditors from time to time.
Basis of recommendation and Auditor credentials	M/s. Walker Chandiok & Co LLP was established on January 1, 1935 and converted to a Limited Liability Partnership Firm on March 25, 2014 and has its registered office at L-41, Connaught Circus, New Delhi - 110 001. The firm is registered with the Institute of Chartered Accountants of India ("ICAI") and empaneled with the Public Company Accounting Oversight Board ("PCAOB") and Comptroller & Auditor General of India ("CAG"). The firm provides professional services including audit, taxation and management consultancy services to clients in India. The firm has 70 Partners and over 2,215 professionals operating across 15 cities [Bengaluru, Chandigarh, Chennai, Delhi (2 offices including head office), Goa, Gurgaon, Hyderabad, Kolkata, Mumbai, Noida, Pune, Kochi, Dehradun and Ahmedabad]. The firm is one of the 4th largest audit firms in India with many marquee names as audit clients and many of them in the NSE Top 250. The Board considered various parameters like previous engagement with the Company, industry experience, expertise, market standing of the firm, clientele served and found M/s Walker Chandiok & Co LLP suitable to handle the audit of the financial statements of the Company

The proposed fees are determined based on the scope of work, team size, industry experience, and the time and expertise required to conduct the audit effectively.

Besides the statutory audit services, the Company may obtain certifications and audit-related services from the Statutory Auditors, as may be required from time to time. The remuneration for such services shall be determined separately on mutually agreed terms, subject to the approval of the Board of Directors in consultation with the Audit Committee.

The Audit Committee and the Board of Directors shall be authorised to revise the remuneration and alter or vary the terms and conditions of re-appointment of the Statutory Auditors, as may be mutually agreed.

None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the said resolution set out at Item No.5.

Accordingly, consent of the members is sought by way of an Ordinary Resolution as set out at Item No.5 of the accompanying Notice for re-appointment of Statutory auditors.

By Order of the Board
S Chand And Company Limited

Sd/-
Jagdeep Singh
Company Secretary
Membership No. A15028
Date: August 10, 2026

Registered Office:
A-27, 2nd Floor, Mohan Co-operative Industrial Estate,
New Delhi-110044
Tel:+91 11 49731800
Fax:+91 11 49731801
Website: www.schandgroup.com
E-mail: investors@schandgroup.com

Annexure I to Notice

Details of Director seeking appointment and re-appointment at the Annual General Meeting pursuant to Regulation 36(3) of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)

Particulars	Ms. Savita Gupta (Non-Executive, Non-Independent Director)
Date of Birth	27/10/1949
Age	76 years
Date of first appointment on the Board	20/10/1989
Qualifications	Bachelor and master's degree in English literature
Nature of expertise in specific functional areas	More than 36 years of experience in the publishing industry
Disclosure of relationships between directors inter-se	She is mother of Mr. Himanshu Gupta, Managing Director of the Company
No. of shares held in the Company	12,18,617 Equity Shares
Directorships in other Companies	**Listed Companies – Nil** **Unlisted Companies –** 1. Vikas Publishing House Private Limited 2. Shaara IT Services Private Limited 3. S. Chand Hotels Private Limited
Listed entities from which the person has resigned in the past three years	Nil
Memberships / Chairmanships of Committees of other Companies including the Company (excluding private Companies, Section 8 companies and foreign companies)	**S Chand And Company Limited –** Stakeholder Relationship Committee - Chairman
Terms and Condition of appointment / re-appointment	Non-Executive Director liable to retire by rotation
Remuneration to be paid	Nil
Remuneration last drawn	Nil
Number of Board meeting attended during the year	2 out of 7

Annexure II to Notice

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

The remote e-voting period begins on Saturday, September 19, 2026 at 9:00 A.M. (IST) and ends on Tuesday, September 22, 2026 at 5:00 P.M. (IST). 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. September 16, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

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. 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

Type of shareholders	Login Method
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.

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)	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**************

5. Password details for shareholders other than Individual shareholders are given below:

    a) If you are already registered for e-Voting, then you can use 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. 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) 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, your PAN, your name and your registered address etc.

    c) 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.

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 rsbhatiacs@aol.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?"** 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 (Name of NSDL Official) 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 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 investor@schandgroup.com. If you are an Individual shareholders 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.**

2. 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.

3. 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 EVEN 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. Shareholders/Members are entitled to attend the meeting through video conferencing provided by NSDL by following the below mentioned process. Facility for joining the meeting through video conferencing shall be open 15 (Fifteen) minutes before the time scheduled for the meeting and will be available to the Members on first come first serve basis.

3. Shareholders/Members are requested to participate on first come first serve basis as participation through video conferencing is limited and will be closed on expiry of 15 (Fifteen) minutes from the scheduled time of the meeting. Shareholders/Members with >2% shareholding, Promoters, Institutional Investors, Directors, KMPs, and

Auditors etc. will be allowed to the meeting without restrictions of first-come-first serve basis. Members can log in and join 15 (Fifteen) minutes prior to the schedule time of the meeting and window for joining shall be kept open till the expiry of 15 (Fifteen) minutes after the scheduled time. Participation will provided to at least 1000 members.

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

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

6. 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.

7. 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 (company email id). The same will be replied by the company suitably.

Instructions for Shareholders/Members to register themselves as Speakers during Meeting:

1) Shareholders/ Members who would like to express their views / ask questions during the meeting may register themselves as a speaker by sending their request mentioning their name, demat account number, email id, mobile number 3 days in advance at investors@schandgroup.com.

2) The first 10 (Ten) Speakers on first come basis will only be allowed to express their views / ask questions during the meeting.

3) Shareholders will receive "speaking serial number" once they mark attendance for the meeting.

4) Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.

5) Other shareholders may ask questions to the panelist, via active chat-board during the meeting.

6) Shareholders/ Members, who would like to ask questions, shall send their questions in advance mentioning their name, demat account number / folio number, email id, mobile number at investors@schandgroup.com. The same will be replied by the Company suitably.

7) Shareholders are requested to speak only when moderator of the meeting / management will announce the name and serial number for speaking.

Note:

Those shareholders / members who have registered themselves as a speaker will only be allowed to express their views / ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the meeting.

Information at a glance

Sl. No.	Particulars	Details
1.	Time and date of Annual General Meeting	Wednesday, 23rd September, 2026 at 03:00 P.M. (IST)
2.	Mode	Through Video Conferencing
3.	Cut-off date for e-voting	September 16, 2026
4.	E-voting start time and date	Saturday, September 19, 2026, at 9:00 A.M. (IST)
5.	E-voting end time and date	Tuesday, September 22, 2026, at 5:00 P.M. (IST)
6.	Link for attending the Annual General Meeting through Video Conferencing	https://indiaccevents.com/55thAGMofSChandandCompanyLtd
7.	Link for remote e-voting	www.evoting.nsdl.com
8.	Registrar and Share Transfer Agent	**MUFG Intime India Private Limited,** Noble Heights, 1st Floor, Plot NH 2, C-1 Block LSC, Near Savitri Market, Janakpuri, New Delhi-110058 or email at delhi@intime.co.in.
9.	Helpline number for VC participation	Email to evoting@nsdl.com or call at 022 - 4886 7000