SWARAJ SUITING LIMITED
CIN : L18101RJ2003PLC018359
Registered Office: F-483-487, RIICO Growth Centre Hamirgarh, Bhilwara-311025, Rajasthan, India
Tel. No. +91 9660630663, **Website**: www.swarajsuiting.com, **Email-** cs@swarajsuiting.com

NOTICE OF THE 23rd ANNUAL GENERAL MEETING

To,
The Members of
SWARAJ SUITING LIMITED
(CIN: L18101RJ2003PLC018359)

Notice is hereby given that the 23nd Annual General Meeting of the Members of Swaraj Suiting Limited will be held on Wednesday, the 30th day of September, 2026 at 01.00 p.m. Indian Standard Time (IST), through Video Conferencing/ Other Audio-Visual Means (VC/OAVM) facility to the following business:

ORDINARY BUSINESS:

1. To consider and adopt (a) the audited Standalone financial statement of the Company for the financial year ended March 31, 2026 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, 2026 and the reports of the Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an ***Ordinary Resolution***: **-**

a) "**RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2026 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, 2026 and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. To appoint Mr. Nasir Khan (DIN:07775998) who retires by rotation as a Director 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. Nasir Khan (DIN:07775998), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company."

SPECIAL BUSINESS:

3. To ratify the remuneration of Cost Auditors for the financial year ending March 31, 2027 and, in this regard, 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 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with rules made there under (including any statutory modification(s) enactment(s) thereof for the time being in force), the remuneration, as approved by the Board of Directors and set out in the statement annexed to this Notice, to be paid to the Cost Auditors appointed by the Board of Directors, to conduct the audit of cost records of the Company for the financial year ending March 31, 2027, be and is hereby ratified."

4. To re-appoint Mrs. Amreen Sheikh (Din: 09027151) as an Independent Director and in this regard, to consider and, if thought fit, to pass the following resolution as a ***Special Resolution:***

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mrs. Amreen Sheikh (DIN: 09027151), who was appointed as an Independent Director and who holds office as an Independent Director up to October 04, 2026 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, being eligible, be and is hereby re-appointed as an Independent Director, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years, that is, up to October 04, 2031;

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. To approve the appointment of Mr. Manoj Mansinghka (DIN: 00025279) as an Independent Director of the Company and in this regard, 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 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act"), and the Companies (Appointment and Qualifications of Directors) Rules, 2014, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Manoj Mansinghka (DIN: 00025279) who is eligible for appointment as an Independent Director of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a first term of 5 (five) consecutive financial years, with effect from 01th October 2026, and whose office shall not be liable to determination by retirement of directors by rotation.

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."

6. To approve revision in remuneration of Mr. Mohammed Sabir Khan, Managing Director and, in this regard, to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a ***Special Resolution:***

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 17(6) (e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, applicable clauses of Memorandum and Articles of Association of the Company, and on the recommendation of the Nomination and Remuneration Committee and approved by the Board of Directors, approval of the members be and is hereby accorded for the revision in remuneration payable to, Mr. Mohammed Sabir Khan (DIN: 00561917), Managing Director of the Company, for the remaining period of his current tenure ending on December 31, 2028, as set out in the Statement annexed to the Notice.

"**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to vary and/or revise the terms and Conditions of the remuneration as it may deem fit, pursuant to Section II of Part II of Schedule V to the Companies Act, 2013 including any Statutory modification or re-enactment thereof, for the time being in force, which is payable to Mr. Mohammed Sabir Khan, Managing Director of the Company, without being required to seek any further consent or approval of the members of the Company and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

"**RESOLVED FURTHER THAT** the other terms and conditions of appointment of Mr. Mohammed Sabir Khan (DIN: 00561917) as Managing Director, as approved by the members on September 30, 2023, shall remain unchanged.

"**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient and desirable to give effect to this resolution."

7. To approve revision in remuneration of Mrs. Samar Khan, Whole Time Director and, in this regard, to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a ***Special Resolution*:**

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197 and 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 17(6) (e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, applicable clauses of Memorandum and Articles of Association of the Company, and on the recommendation of the Nomination and Remuneration Committee and approved by the Board of Directors, approval of the members be and is hereby accorded for the revision in remuneration payable to, Mrs. Samar Khan (DIN: 01124399), Whole Time Director of the Company, for the remaining period of her current tenure ending on December 31, 2028, as set out in the Statement annexed to the Notice.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to vary and/or revise the terms and Conditions of the remuneration as it may deem fit, pursuant to Section II of Part II of Schedule V to the Companies Act, 2013 including any Statutory modification or re-enactment thereof, for the time being in force, which is payable to Mrs. Samar Khan, Whole Time Director of the Company, without being required to seek any further consent or approval of the members of the Company and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

"**RESOLVED FURTHER THAT** the other terms and conditions of appointment of Mrs. Samar Khan (DIN: 01124399), as Whole Time Director, as approved by the members on September 30, 2023, shall remain unchanged.

"**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient and desirable to give effect to this resolution."

8. To approve revision in remuneration of Mr. Nasir Khan, Whole Time Director and, in this regard, to consider and, if thought fit, to pass, with or without modification(s), the following resolution as a ***Special Resolution:***

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 17(6) (e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, applicable clauses of Memorandum and Articles of Association of the Company, and on the recommendation of the Nomination and Remuneration Committee and approved by the Board of Directors, approval of the members be and is hereby accorded for the revision in remuneration payable to, Mr. Nasir Khan (DIN: 07775998), Whole Time Director of the Company, for the remaining period of his current tenure ending on December 31, 2028, as set out in the Statement annexed to the Notice.

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to vary and/or revise the terms and Conditions of the remuneration as it may deem fit, pursuant to Section II of Part II of Schedule V to the Companies Act, 2013 including any Statutory modification or re-enactment thereof, for the time being in force, which is payable to Mr. Nasir Khan, Whole Time Director of the Company, without being required to seek any further consent or approval of the members of the Company and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

"RESOLVED FURTHER THAT the other terms and conditions of appointment of Mr. Nasir Khan (DIN: 07775998), as Whole Time Director, as approved by the members on September 30, 2023, shall remain unchanged.

"RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient and desirable to give effect to this resolution."

9. To approve the ratification of variation in utilisation of proceeds raised through preferential issue of Equity Shares and Fully Convertible Warrants and in this regard, to consider and if thought fit, to pass the following resolution as a ***Special Resolution***:

"RESOLVED THAT pursuant to the provisions of Sections 100, 102, 108, 114 and 117 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the Companies (Management and Administration) Rules, 2014, and other applicable rules made thereunder, and in accordance with the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), NSE Circular No. NSE/CML/2022/56 dated December 13, 2022 and other applicable circulars, notifications, guidelines and clarifications issued by the Securities and Exchange Board of India ("SEBI"), Ministry of Corporate Affairs ("MCA"), National Stock Exchange of India Limited ("NSE"), BSE Limited ("BSE"), and other statutory/regulatory authorities, from time to time, and subject to such approvals, permissions, consents and sanctions as may be necessary, the consent of the members of the Company be and is hereby accorded for ratification of the variation in utilisation of the proceeds raised through the preferential issue of Equity Shares and Fully Convertible Warrants ("Warrants"), whereby an amount aggregating to Rs. 8.03 Crore (Rupees Eight Crore Three Lakh only), comprising Rs. 3.23 Crore from the proceeds of Equity Shares and Rs. 4.80 Crore from the proceeds of Warrants, originally allocated under the object 'Capital Expenditure' has been utilised towards the object 'Working Capital', while retaining the same underlying objects as originally disclosed in the Notice of the Extra-Ordinary General Meeting dated December 02, 2025 and the Corrigendum thereto dated December 16, 2025.

RESOLVED FURTHER THAT the object 'General Corporate Purposes' has been fully utilised in accordance with the allocation made under the aforesaid preferential issue.

RESOLVED FURTHER THAT the amount utilised towards the object 'Working Capital' in excess of the amount originally allocated under the said object has been necessitated by the Company's increased working capital requirements and business needs, and that the same continues to be utilised strictly towards the stated object of 'Working Capital'.

RESOLVED FURTHER THAT the amount required to meet the balance requirement under the object 'Capital Expenditure', notwithstanding the aforesaid variation in utilisation, shall be met by the Company from its internal accruals, internal resources and/or other available sources, as may be determined by the Board of Directors, so that the requirements under the object 'Capital Expenditure' are not adversely affected and the intended Capital Expenditure shall be fully funded.

RESOLVED FURTHER THAT the aforesaid variation shall not result in any change in the nature or scope of the Objects of the Preferential Issue as originally disclosed to the members, and the funds shall continue to be utilised only towards the stated Objects of the issue.

RESOLVED FURTHER THAT the Board of Directors of the Company ("Board"), which term shall include any Committee thereof and any person(s) authorised by the Board, be and is hereby authorised to make such disclosures, submissions, applications, filings, intimations and representations with NSE, BSE, SEBI, MCA, Registrar of Companies and/or any other statutory, regulatory or governmental authority as may be necessary or desirable in connection with the aforesaid variation, and to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution.".

10. To approve Material Related Party Transactions 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 Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("Act") read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to the Company, to enter into and / or continue the related party transaction(s) / contract(s) / arrangement(s) / agreement(s) (in terms of Regulation 2(1)(zb) of the Listing Regulations) between the Company and the related parties as more specifically set out in the explanatory statement to this resolution alongwith the respective material terms & conditions.;

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the

Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

Registered Office:
F-483 to F-487, RIICO,
Growth Center, Hamirgarh,
Bhilwara-311025, Rajasthan
CIN:L18101RJ2003PLC018359Website:
www.swarajsuiting.com
Email: cs@swarajsuiting.com
Con. No. 9660630663

By order of the Board of Directors
For SWARAJ SUITING LIMITED

Sd/-
Rahul Kumar Verma
Company Secretary &
Compliance Officer
Bhilwara, September 08, 2026

Notes: -

1. The Company is listed on the Main Board of the National Stock Exchange of India Limited (NSE) and the BSE Limited (BSE).

2. An Explanatory Statement pursuant to A statement pursuant to the provisions of Section 102(1) of the Act, relating to the Special Business to be transacted at the AGM, is annexed hereto. Further, additional information as required under Listing Regulations and Circulars issued thereunder are also annexed.

3. The Ministry of Corporate Affairs ("MCA") has, vide its circular dated September 12, 2025, read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 (collectively referred to as "MCA Circulars"), permitted convening the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ("the Act") read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), 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.

4. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself 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.

5. Since the AGM will be held through VC/OAVM Facility, the Route Map is not annexed in this Notice.

6. Details of Directors retiring by rotation, seeking appointment/ re-appointment at this Meeting are provided separately in the "Annexure" to this Notice

7. The Members can join the AGM in the VC/OAVM mode 30 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 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 AGM without restriction on account of first come first served basis.

8. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

9. 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) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the 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 venue voting on the date of the AGM will be provided by NSDL.

10. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.swarajsuiting.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 www.nseindia.com, respectively 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.

11. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular dated September 19, 2024, read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022 and September 25, 2023 (collectively referred to as "MCA Circulars")

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

The remote e-voting period begins on Sunday, 27th September, 2026 at 9:00 A.M. and ends on Tuesday, 29th September, 2026 at 5:00 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. Wednesday, 23rd September, 2026 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 Wednesday, 23rd September, 2026.

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 periodor 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.

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-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.co.inor call at toll free no.: 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.co.in 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 General 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 somanics@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/ 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 toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to at evoting@nsdl.co.in

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@swarajsuiting.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@swarajsuiting.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**.

3. Alternatively shareholder/members may send a request to evoting@nsdl.co.infor 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 EGM/AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the EGM/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 EGM/AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/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 EGM/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 EGM/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 link" placed under **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link

placed under Join General 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. 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 at least 7 days prior to the AGM mentioning their name demat account number/folio number, email id, mobile number at cs@swarajsuiting.com . The same will be replied by the company suitably.

OTHER INSTRUCTIONS:

1. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Wednesday, 23rd September, 2026, are entitled to vote on the Resolutions set forth in this Notice.

2. The remote e-voting period will commence on Sunday, 27th September, 2026 at 9:00 A.M. and ends Tuesday, 29th September, 2026 at 5:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Wednesday, 23rd September, 2026, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

3. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Wednesday, 23rd September, 2026.

4. A member may participate in the meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the meeting.

5. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail the facility of remote evoting.

6. M/s. Sanjay Somani & Associates, Practicing Company Secretaries, Bhilwara has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

7. The Scrutinizer shall, immediately after the conclusion of e-voting at Annual General Meeting, download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company. Scrutinizer shall within two working days of conclusion of the meeting submit a consolidated scrutinizer report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing.

8. The results along with the Scrutinizers Report shall be placed on the website of the Company and on the website of NSDL and also be immediately forwarded to stock exchanges i.e. NSE and BSE.

9. All the Statutory Registers and Relevant documents referred to in the accompanying Notice and the Statement is open for inspection by the members at the Regd. office of the Company on all working days, during business hours up to the date of the Meeting and will also be available, electronically, for inspection by the members during the AGM..

10. The Ministry of Corporate Affairs (MCA), Government of India has introduced 'Green Initiative in Corporate Governance' by allowing paperless compliance by the Companies for service of documents to their Members through electronic mode, which will be in compliance with Section 20 of the Companies Act, 2013 and Rules framed thereunder.

11. The transfer of Unclaimed Dividend to Investor Education & Protection Fund of the Central Government as required in terms of Section 124 of the Companies Act, 2013, during the current Financial Year is not applicable.

12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company or its Share registrars and Transfer Agents.

13. Members who have not registered their email IDs are requested to register their email IDs with the Company's Share Registrars and Transfer Agents.

14. Members are requested to notify the change in their address to the company and always quote their folio number in all correspondence with the company.

15. The Notice of the Annual General Meeting and Annual Report of the Company for the year ended 31st March, 2026 has been uploaded on the Company's website www.swarajsuiting.com and may be accessed by the members and also on the websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com,.

16. Electronic copy of the Notice and the Annual Report for 2025-26 is being sent to all the members whose email IDs are registered with the Company / Depository Participants(s) for communication purposes. Further, in compliance with Regulation 36(1)(b) of the Listing Regulations, a letter providing the web-link, including the exact path, where Annual Report for the financial year 2025-26 is available, is being sent to those members whose e-mail address is not registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories.

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

ITEM NO. 3

The Board of Directors, on the recommendation of Audit Committee has approved the appointment and remuneration of an amount not exceeding Rs.35,000/- (Rupees Thirty Five Thousand Only) for the financial year ending 31st March, 2027 payable to the Cost Auditor M/s. Avnesh Jain & Co., Cost Accountants to conduct the audit of the cost records of the Company for the aforesaid financial year. In accordance with the provisions of Section 148 of the Companies Act, 2013 (the Act) and the Companies (Audit and Auditors) Rules, 2014 (the Rules), the remuneration payable to the Cost Auditor as recommended by the Audit Committee and approved by the Board of Directors has to be ratified by the members of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 03 of the Notice for ratification of the remuneration payable to the Cost Auditor for the financial year ending 31st March, 2027.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Ordinary Resolution, as set out in Item No. 03 of the Notice, for approval of the Members.

ITEM NO. 4

At the Annual General Meeting of the Company held on October 05, 2021, the Members had approved the appointment of Mrs. Amreen Sheikh (DIN: 09027151) as an Independent Director of the Company, to hold office up to October 04, 2026 ("First Term").

The Nomination and Remuneration Committee of the Board of Directors (the "NR Committee"), based on the outcome of the performance evaluation, has recommended the re-appointment of Mrs. Amreen Sheikh (DIN: 09027151) as an Independent Director of the Company for a second term of 5 (five) consecutive years.

The Board of Directors, based on the performance evaluation and on the recommendation of the NR Committee, is of the view that, considering her professional background, experience and valuable contribution during her tenure, her continued association as an Independent Director would be beneficial to the Company. Accordingly, the Board has proposed the re-appointment of Mrs. Amreen Sheikh (DIN: 09027151) as an Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years.

Mrs. Amreen Sheikh (DIN: 09027151) is eligible for appointment as a Director in terms of Section 164 of the Companies Act, 2013 (the "Act") and has furnished her consent to act as a Director. The Company has also received a declaration from Mrs. Amreen Sheikh (DIN: 09027151) confirming that she meets the criteria of independence prescribed under Section 149(6) of the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"). She has further confirmed that she is not debarred from holding the office of Director by virtue of any order issued by the Securities and Exchange Board of India ("SEBI") or any other such authority.

The Company has also received a notice under Section 160 of the Act from a member proposing the candidature of Mrs. Amreen Sheikh for the office of Independent Director of the Company.

In the opinion of the Board, Mrs. Amreen Sheikh (DIN: 09027151) fulfils the conditions prescribed under the Act and the Listing Regulations for her re-appointment as an Independent Director of the Company. She is independent of the management and possesses the appropriate skills, experience, knowledge and capabilities required for effectively discharging the functions and responsibilities of an Independent Director. Mrs. Amreen Sheikh (DIN: 09027151) She holds a Bachelor's and Master's degree in Commerce (B.Com and M.Com in Business Management) from M.D.S. University, Ajmer, along with being a qualified Company Secretary currently associated with M/s Obra-C Badaun Transmission Limited, Mrs. Amreen Sheikh brings valuable professional expertise in secretarial standards, legal and regulatory compliances, accounting, as well as direct and indirect taxation, secretarial and regulatory matters, with expertise in compliance and corporate governance. She has assured the Board of Directors that she will devote as much time as is required for discharging her responsibilities as an Independent Director. In view of the above, the appointment of Mrs. Amreen Sheikh as an Independent Director is in the interest of the Company.

Details of Mrs. Amreen Sheikh (DIN: 09027151) pursuant to the provisions of (i) Listing Regulations; and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India,are provided in the "Annexure" to this Notice.

She shall be paid remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other meetings as may be decided by the Board of Directors, reimbursement of expenses for participating in the Board and other meetings.

In accordance with the provisions of Section 149 read with Schedule IV and other applicable provisions of the Act and Regulation 25(2A) of the Listing Regulations, the re-appointment of Mrs. Amreen Sheikh (DIN: 09027151) as an Independent Director requires the approval of the Members of the Company by way of a Special Resolution.

Accordingly, the approval of the Members is being sought for the re-appointment of Mrs. Amreen Sheikh (DIN: 09027151) as an Independent Director of the Company for a second term of 5 (five) consecutive years.

The terms and conditions for appointment of Mrs. Sheikh as an Independent Director of the Company shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day.

Mrs. Amreen Sheikh is interested in the resolution set out at Item No. 4 of the Notice relating to her re-appointment. Her relatives may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Special Resolution set out at Item No. 4 of the Notice for approval by the Members.

ITEM NO. 05

At the Annual General Meeting of the Company held on October 05, 2021, the Members approved the appointment of Mrs. Annie Zuberi Khan as an Independent Director of the Company for a term of five consecutive years, commencing from October 05, 2021 and ending on October 04, 2026 ("First Term"). Mrs. Annie Zuberi Khan (DIN: 08849178) has expressed her unwillingness to be considered for re-appointment for a second term as an Independent Director. Accordingly, considering the impending expiry of her tenure on October 04, 2026, the Nomination and Remuneration Committee of the Board of Directors (the "NR Committee"), after evaluating and considering the skills, experience and knowledge that would be available to the Board of Directors and pursuant to the provisions of the Companies Act, 2013 ("the Act") and Listing Regulations, read with the Articles of Association of the Company, recommended to the Board of Directors the appointment of Mr. Manoj Mansinghka (DIN: 00025279), as an No-Executive Independent Director of the Company.

The Board of Directors at their meeting held on September 06, 2026, considered the recommendation of the NR Committee and appointed Mr. Manoj Mansinghka (DIN: 00025279), as an Independent Director of the Company for a first term of 5 (five) consecutive years with effect from **October 01, 2026**, subject to the approval of the Members of the Company.

Mr. Manoj Mansinghka is qualified to be appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has also received a declaration Mr. Manoj Mansinghka that he meets the criteria of independence as prescribed, both, under Section 149(6) of the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and that he is not debarred from holding the office of director by virtue of any order passed by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority.

The Company has also received a notice under Section 160 of the Act from a Member proposing the candidature of Mr. Manoj Mansinghka for office of Independent Director of the Company.

In the opinion of the Board of Directors, Mr. Manoj Mansinghka fulfils the conditions prescribed under the Act and the Listing Regulations for appointment as an Independent Director of the Company. Mr. Manoj Mansinghka is independent of the management and possesses the appropriate skills, experience, knowledge and capabilities required for effectively discharging the functions and responsibilities of an Independent Director. Mr. Manoj Mansinghka is a Commerce Graduate (B.Com.) and holds a Diploma in Export & Import Trade Business from K.C. College, Mumbai. He is the Founder and Promoter of Sharda Syncotex Private Limited and possesses over 28 years of rich and diverse experience in the textile industry. Over the course of his career, he has developed extensive expertise in textile manufacturing, particularly in the weaving and spinning segments. Under his leadership, Sharda Syncotex Private Limited established a strong presence in international markets and was recognized as a One Star Export House by the Directorate General of Foreign Trade (DGFT), Ministry of Commerce and Industry, Government of India. He has assured the Board of Directors that he will devote as much time as is required for discharging his responsibilities as an Independent Director. In view of the above, the appointment of Mr. Manoj Mansinghka as an Independent Director is in the interest of the Company.

Details of Mr. Manoj Mansinghka (DIN: 00025279) pursuant to the provisions of (i) Listing Regulations; and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India, are provided in the "Annexure" to this Notice.

He shall be paid remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other meetings as may be decided by the Board of Directors, reimbursement of expenses for participating in the Board and other meetings.

In accordance with the provisions of Section 149 read with Schedule IV and other applicable provisions of the Act and Regulation 25(2A) of the Listing Regulations, the appointment of Mr. Manoj Mansinghka (DIN: 00025279) as an Independent Director requires the approval of the Members of the Company by way of a Special Resolution.

Accordingly, the approval of the Members is being sought for the appointment of Mr. Manoj Mansinghka (DIN: 00025279) as an Independent Director of the Company for a first term of 5 (five) consecutive years.

The terms and conditions for appointment of Mr. Mansinghka as an Independent Director of the Company shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day.

Mr. Manoj Mansinghka is interested in the resolution set out at Item No. 5 of the Notice relating to his appointment. His relatives may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Special Resolution set out at Item No. 5 of the Notice for approval by the Members.

ITEM NO. 6,7 & 8

The members of the Company had, at their 20th Annual General Meeting, approved the re-appointment and remuneration of Mr. Mohammed Sabir Khan (DIN: 00561917) Managing Director of the Company, Mrs. Samar Khan (DIN:01124399) and Mr. Nasir Khan (DIN:07775998), Whole Time Director of the Company for a term of five years from January 01, 2024 to December 31, 2028, in accordance with the applicable provisions of the Companies Act, 2013 ("the Act").

In view of the increased scale of operations, business responsibilities, and the significant contribution made by Mr. Mohammed Sabir Khan, Mrs. Samar Khan and Mr. Nasir Khan towards the growth and success of the Company, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, at its meeting held on September 06, 2026 has approved the revision in remuneration payable to Mr. Mohammed Sabir Khan, Mrs. Samar Khan and Mr. Nasir Khan with effect from April 01, 2026, for the remaining period of his/her current tenure, i.e., up to December 31, 2028, subject to the approval of the shareholders, as detailed below:

<table>
<tr><th>Name</th><th>Mr. Mohammed Sabir Khan</th><th>Mrs. Samar Khan</th><th>Mr. Nasir Khan</th></tr>
<tr><td>Designation</td><td>Managing Director</td><td>Whole Time Director designated as Executive Director</td><td>Whole Time Director designated as Executive Director</td></tr>
<tr><td>Tenure</td><td colspan="3">From January 01, 2024 to December 31, 2028,</td></tr>
<tr><td>Proposed Remuneration</td><td colspan="3">Rs.10,00,000/- (Rupees Ten Lakh Only) per month with an annual increase of Rs.50,000/- (Rupees Fifty Thousand Only) w.e.f. April 01, 2026 or with such increments as may be decided by Board of Directors of the Company from time to time in compliance with the provisions of the Companies Act, 2013 and Listing Regulations. No sitting fees shall be paid to him/her for attending the meeting of Board of Directors or any committee thereof.</td></tr>
<tr><td colspan="4">The following perquisites will be provided in addition to salary</td></tr>
<tr><td>Leave Travel Concession</td><td colspan="3">For family and self, once in a year as per rules of the Company, but shall not exceed the one month basic salary.</td></tr>
<tr><td>Medical Reimburs-ement</td><td colspan="3">Medical Reimbursement expenses incurred for self and family, but shall not exceed one month basic salary a year or 3 Months' basic Salary over a period 3 Years.</td></tr>
<tr><td>Medical Insurance</td><td colspan="3">Actual premium on personal accidental/ medical insurance for self and the family.</td></tr>
<tr><td colspan="4">Provident Fund, Superannuation fund, and gratuity as per rules of the Company, subject to ceiling as per guidelines for Managerial Remuneration.</td></tr>
<tr><td colspan="4">Car with Driver and telephone at residence are provided to him/her for business purpose as well as for personal use. Perquisite value for the use of Car with Driver has been included in his Computation of Income as per Section 17(2) of the Income Tax Act, 1961. However telephone provided to him/her is not a taxable perquisite as per section 17(2) of the Income Tax Act, 1961.</td></tr>
<tr><td colspan="4">Encashment of leave as per rules of the Company.</td></tr>
</table>

Club Fees is subject to a maximum of one club, this will not include admission and life membership fees.
Apart from the remuneration as aforesaid, he/she shall also be entitled to reimbursement of such expenses as are genuinely and actually incurred in discharge of his duties efficiently in connection with the business of the Company

Further, if in any financial year during the tenure of Mr. Mohammed Sabir Khan, Mrs. Samar Khan and Mr. Nasir Khan, the Company has no profits or its profits are inadequate, the Company shall pay to Mr. Mohammed Sabir Khan, Mrs. Samar Khan and Mr. Nasir Khan remuneration by way of salary and perquisites as prescribed in Schedule V of the Companies Act, 2013, subject to approvals, if any as may be required.

Pursuant to the applicable provisions of the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations") and the relevant rules made thereunder, consent of members is being sought by way of special resolution.

Pursuant to the provisions of Section 197 read with Schedule V to the Act relating to payment of managerial remuneration in case of absence of profits and/or inadequacy of profits (calculated under Section 198 of the Act), the Company may pay such remuneration over and above the ceiling limit as specified in Schedule V, subject to the members' approval by way of a special resolution for payment of minimum remuneration for his remaining tenure, compliance of disclosure requirements and other conditions stated therein. In view of the foregoing factors, the approval of the members is being sought for payment of remuneration, as may be permitted under applicable laws, in case of absence of profits and/ or inadequacy of profits or otherwise, in the Company. The Company is not in default of payment to any bank or public financial institution or any other secured creditors. The Company doesn't have any debenture-holders.

Statement of particulars pursuant to Schedule-V of the Companies Act, 2013

1. General information of the company

Nature of Industry	Manufacturing Cotton, Denim and Synthetic Fabric		
Date of commencement of commercial production:	The Company carries on Manufacturing Cotton, Denim and Synthetic Fabric business since its incorporation.		
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable		
Financial performance based on given indicators	Particulars for the Financial Year ended 31.03.2026 and 31.03.2025	(Rs. In Lakh)	
		25-26	**24-25**
	Sales including other Income	58524.32	41836.39
	Profit (before exceptional & extraordinary items & tax)	6711.77	4442.88
	Profit after tax	5236.57	3314.60
Foreign Investment and Collaboration if any	The Company has neither made any Foreign Investments nor entered into any collaborations during the last Financial Year.		

2. Information about the appointee

Name	Mr. Mohammed Sabir Khan	Ms. Samar Khan	Mr. Nasir Khan
Background Details			
Qualification	B.Com	Hr. Secondary	Sen. Secondary
Past Experience	26 Years in textile industry	23 Years in textile industry	10 years in textile industry
Association with Company	23 Years	23 Years	10 Years
Past remuneration paid during the year 2025-26	Rs. 84,00,000/- paid during the year	Rs. 84,00,000/- paid during the year	Rs. 84,00,000/- paid during the year
Recognition or awards	N.A.	N.A.	N.A.
Job Profile and his /her suitability	In the capacity of Managing Director of the Company Mr. Mohammed Sabir khan reviewed the Company's performance in detail from cost, production and marketing perspectives with a view to further improve the Company's performance in the future; Factory overheads, raw material prices, power and fuel expenses, and logistics are also discussed in depth. All the Company's new proposals are sent, evaluated and monitored by him. He shall be responsible for defining and executing business strategy, strengthening governance practice and providing overall leadership to the Company's operations or such other roles and responsibilities as may be assigned to him by the Board from time to time.	In the capacity of Whole Time Director Mrs. Samar Khan looks after the day-to-day running of the company and She is primarily responsible for overseeing office administration and managing the internal affairs of the business, ensuring smooth and efficient functioning of day-to-day activities.	Since the beginning of his tenure, Mr. Khan has been closely engaged in overseeing the day-to-day operations of the Company, with a particular focus on financial management and marketing strategies. He has played a key role in shaping the Company's growth trajectory, including conceptualizing and driving the idea of Swaraj's IPO. Additionally, Mr. Khan has been instrumental in planning and executing expansion strategies, especially in the Processing and Spinning divisions.
Proposed Remuneration	Rs.10,00,000/- (Rupees Ten Lakh Only) per month with an annual increase of Rs.50,000/- (Rupees Fifty Thousand Only) w.e.f. April 01, 2026 or with such increments as may be decided by Board of Directors of the Company from time to time in compliance with the provisions of the Companies Act, 2013 and Listing Regulations		
Comparative remuneration profile with respect to industry, size of the Company, profile of the	Taking into account the turnover of the Company and responsibilities of the directors, the remuneration being proposed to be paid to them is reasonable and in line with the remuneration levels in the industry across the country.		

position and person			
Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any.	Father of Mr. Nasir Khan and husband of Ms. Samar Khan, Whole Time Directors of the Company. Company has also engaged in the Business Transactions with companies in which he is interested.	Mother of Mr. Nasir Khan Whole Time Director of the Company and wife of Mr. Mohammed Sabir Khan, Managing Director of the Company. Company has also engaged in the Business Transactions with companies in which she is interested.	Son of Ms. Samar Khan, Whole Time Director of the Company and Mr. Mohammed Sabir Khan, Managing Director of the Company. Company has also engaged in the Business Transactions with companies in which he is interested.

3. Other Information

Reasons of Inadequate profit	At present, the Company is having adequate profits. However, his appointment is till December 31, 2028, and the future trend in the profitability will largely depend on business environment in the domestic and global markets, cost of inputs and general state of economy as a whole. Therefore, the limits specified under Section 197(1) read with Schedule V of the Companies Act 2013 and the SEBI Listing Regulations, may be exceeded during the remaining period of ongoing tenure.
Steps taken or proposed to be taken for improvement	The Company remains committed to generate good returns for its stakeholders and has been successfully taking business initiatives to grow the size of its operations and is expected to make higher profits in future.
Expected increase in the productivity and profits in measurable terms.	The Company expected with further expansion to suitable increase in the turnover & profitability.

Mr. Mohammed Sabir Khan, Managing Director, Mrs. Samar Khan, Whole Time Director and Mr. Nasir Khan, Whole Time Director of the Company are interested in the resolution set out at Item No. 06, 07 & 08 of the Notice. Relatives of Mr. Mohammed Sabir Khan, Mrs. Samar Khan and Mr. Nasir Khan may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Special Resolution(s), as set out in Item No. 06, 07 & 08 of the Notice, for approval of the Members

ITEM NO. 09

The members of the Company, at the Extra-Ordinary General Meeting held on December 24, 2025, had approved the issue of Equity Shares and Warrants on preferential basis for the following objects:

1. Capital Expenditure;

2. Working Capital; and
3. General Corporate Purposes.

The proposed utilisation of the issue proceeds towards the aforesaid objects was disclosed to the Members in the Notice of the EGM dated December 02, 2025 and the Corrigendum thereto dated December 16, 2025. The aforesaid Notice and Corrigendum disclosed the proposed utilisation of the proceeds of the Preferential Issue towards Capital Expenditure, Working Capital and General Corporate Purposes.

Subsequent to the allotment of the Equity Shares and Warrants and utilisation of the issue proceeds, the Company has utilised a portion of the funds originally allocated towards the object of Capital Expenditure towards meeting its additional Working Capital requirements.

The details of the utilisation of the issue proceeds are summarised below:

Particulars	Equity Shares (Rs. Cr.)	Warrants (Rs. Cr.)
Capital Expenditure – Actual Issue Size	10.24	101.80
Working Capital – Actual Issue Size	58.08	9.40
General Corporate Expenses – Actual Issue Size	11.24	35.72
Total	**79.56**	**146.92**
Excess utilisation under Working Capital	3.23	4.80

The Company has utilised an amount of Rs. 3.23 Crore out of the proceeds of the Equity Shares and Rs. 4.80 Crore out of the proceeds of the Warrants, aggregating to Rs. 8.03 Crore, towards the object of Working Capital in excess of the amount originally allocated towards the said object.

The aforesaid variation is only in the allocation and utilisation of the proceeds between the existing objects of the Preferential Issue, i.e., from Capital Expenditure to Working Capital. There is no change in the nature or scope of the objects for which the funds were raised, and the funds continue to be utilised towards the objects originally disclosed to the members.

The aforesaid variation has been undertaken due to the Company's increased Working Capital requirements arising from its business and operational requirements. The additional amount utilised towards Working Capital continues to be used solely for meeting the Company's Working Capital requirements.

Further, as a consequence of the aforesaid variation, a portion of the funds originally allocated towards the object of Capital Expenditure has been utilised towards Working Capital. However, the Company shall continue to undertake the Capital Expenditure as originally contemplated. The balance requirement towards Capital Expenditure shall be met by the Company from its internal accruals, internal resources and/or such other available sources, as may be determined by the Board of Directors from time to time.

The aforesaid variation shall not result in any shortfall in the Capital Expenditure proposed to be undertaken by the Company, and the Company shall ensure that the Capital Expenditure originally stated under the Preferential Issue is fully funded.

Further, the amount allocated towards the object of General Corporate Purposes has been fully utilised in accordance with the allocation made under the Preferential Issue.

The aggregate amount of variation in utilisation of the issue proceeds towards Working Capital is Rs. 8.03 Crore, i.e., 3.55% of the total issue size of Rs. 226.48 Crore. The Company has considered the aforesaid variation in accordance with the applicable provisions of the Companies Act, 2013, SEBI Listing Regulations, SEBI ICDR Regulations and applicable circulars/guidance issued by the stock exchanges and SEBI from time to time.

The Company has also continued to comply with the applicable requirements relating to reporting of variation/deviation of the issue proceeds.

The Board of Directors, at its meeting held on August 14, 2026, considered the aforesaid variation in utilisation of the issue proceeds and, having regard to the Company's Working Capital requirements and the fact that the variation is between the existing objects of the Preferential Issue, decided to seek the ratification of the members for the aforesaid variation in utilisation of the issue proceeds.

The Board is of the view that the aforesaid variation is in the best interests of the Company and its members, as it enables the Company to meet its increased Working Capital requirements while ensuring that the Capital Expenditure originally stated under the Preferential Issue continues to be undertaken and fully funded through internal accruals, internal resources and/or other available source.

Accordingly, the approval of the members is being sought by way of Special Resolution for ratification of the aforesaid variation in utilisation of the proceeds raised through the Preferential Issue.

None of the Directors, Key Managerial Personnel of the Company and their respective relatives is concerned or interested, financially or otherwise, in the proposed Resolution, except to the extent of their respective shareholding, if any, in the Company.

The Board recommends the Special Resolution, as set out in Item No. 09 of the Notice, for approval of the Members.

ITEM NO. 10

The Company is engaged in the business of manufacture and sale of denim, cotton and and related activities, which are carried out either directly or through its associates and other group entities. The annual consolidated turnover of the Company as on March 31, 2026 is Rs. 57,673.93 lakhs (excluding duties and taxes).

In furtherance of its business activities, the Company has entered into and/or proposes to enter into contracts, agreements, or arrangements with its Associate Company i.e. Modway Suiting Private Limited, in accordance with the applicable provisions of Section 188 of the Companies Act, 2013 and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’).

In terms of Regulation 23 of the Listing Regulations, transactions with related parties which, individually or taken together with previous transactions during a financial year, exceed the prescribed materiality threshold are required to be approved by the members of the Company. Accordingly, approval of the members is being sought for the related party transactions / contracts / agreements / arrangements proposed to be entered into by the Company with Modway Suiting Private Limited, as set out below.

All related party transactions of the Company are undertaken in the ordinary course of business and on an arm’s length basis. The Company has a well-defined governance process for identification, review, approval and monitoring of related party transactions. All related party transactions are undertaken only after obtaining the requisite approval of the Audit Committee of the Company, in accordance with the applicable provisions of the Companies Act, 2013, the Listing Regulations and the Company's Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions.

All relevant information pertaining to the proposed Related Party Transactions (RPTs) were placed before the Audit Committee in the format prescribed by the SEBI vide circular dated June 26, 2025, on revised Industry Standards titled "Minimum Information to be provided to the audit committee and shareholders for approval of Related Party Transactions." Furthermore, the Company has obtained certificates from the Chief Executive Officer (CEO) and Chief Financial Officer (CFO), as required under the said SEBI circular, confirming that the proposed transactions are in the best interest of the Company, which was also placed before the Audit Committee Meeting held on September 29, 2025.

The Audit Committee, comprising a majority of independent directors, reviews the related party transactions and satisfies itself that such transactions are in the ordinary course of business and are undertaken on an arm's length basis. The Audit Committee also reviews, on a periodic basis, the details of related party transactions entered into pursuant to its approval.

In accordance with the applicable provisions of the Listing Regulations, approval of the members is sought for the proposed related party transactions with Modway Suiting Private Limited, as detailed below.

The proposed transactions are continuing business transactions and are expected to be undertaken during the ordinary course of business of the Company. The actual nature, timing, value and terms of individual transactions may vary depending upon the business requirements of the Company and Modway Suiting Private Limited; however, the aggregate value of the transactions shall not exceed the limits proposed for approval.

The transactions proposed to be entered into with Modway Suiting Private Limited are beneficial to the Company as they facilitate business synergies, operational efficiencies, optimum utilisation of resources and cost efficiencies across the group.

The details of the proposed related party transactions, as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set forth below:

Transactions between the Company and Modway Suiting Private Limited

S. No.	**Description**	**Details**
A	**Details of the related party and transactions with the related party**	
A(1).	**Basic details of the related party**	
1	Name of the related party	Modway Suiting Private limited
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Modway Suiting Private Limited are engaged in the manufacture and sale of fabrics and related products
A (2)	**Relationship and ownership of the related party**	
1	Relationship between the listed entity and the related party.	Modway Suiting Private Limited is an Associate Company of the Company. Further, Mr. Mohammed Sabir Khan, Managing Director, and

		Mr. Nasir Khan serve as Directors and Members of Modway Suiting Private Limited. Mrs. Samar Khan, Whole-Time Director, is also a Member of Modway Suiting Private Limited. As of March 31, 2026, the aforesaid Directors, together with their relatives, collectively held an aggregate shareholding of 12.65% in Modway Suiting Private Limited.
2	Shareholding of the listed entity, whether direct or indirect, in the related party.	41.06
3	Shareholding of the related party, whether direct or indirect, in the listed entity.	N.A.
A (3)	**Details of previous transactions with the related party Modway Suiting Private Limited**	
1.	Total amount of all the transactions undertaken by the listed entity with the related party during each of the last financial year.	
	Category	Total Amount of Rs.39.82 Cr. • Sale of fabrics, raw materials, services related to manufacturing of denim, cotton and synthetic fabrics (Rs.22.04 Cr) • Purchase of fabrics, raw materials, services related to manufacturing of denim, cotton and synthetic fabrics. (Rs.0.18 Cr.) • Lease Rent (Rs.1.25 Cr.) • Corporate Guarantee (Rs.16.34 Cr.)
2.	Total amount of all the transactions undertaken by the listed entity with the related party during the current Financial Year (till the date of approval of the Audit Committee / shareholders).	Rs.15.16 Crore
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered with the listed entity or its subsidiary during the last financial year.	No
A (4)	**Amount of the proposed transactions (All types of transactions taken together)**	
1.	Total amount of all the proposed transactions being placed for approval in the current meeting.	The Company is seeking approval of Rs.100 Crore for the proposed transactions as mentioned A(5) 1.
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current Financial Year is material RPT?	Yes
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding Financial Year	17.34%
4.	Value of the proposed transactions as a percentage of the subsidiary's annual	NA

	standalone turnover for the immediately preceding Financial Year	
5.	Value of the proposed transactions as a percentage of the related party's annual standalone turnover for the immediately preceding Financial Year.	328.44
6.	**Financial performance of the related party Modway Suiting Private limited**	
	Particulars	**Amount in Lakhs. 2025-26**
	Standalone turnover of the related party for the last Financial year	2912.21
	Standalone networth of the related party for the last Financial year	1206.96
	Standalone net profits/(loss) of the related party for the last Financial year	319.22
A (5)	**Basic details of the proposed transaction**	
1.	Specific type of the proposed transaction	Sale/Purchase of fabrics, Sale/Purchase of raw materials, Sale/purchase of services related to manufacturing of denim, cotton and synthetic fabrics.
2.	Details of the proposed transaction	Sale/Purchase of fabrics, Sale/Purchase of raw materials, Sale/purchase of services related to manufacturing of denim, cotton and synthetic fabrics. from/to **Modway Suiting Private limited** for aggregate monetary value not to exceed Rs.100 crore per financial year. The estimated % breakup of the monetary value is as follows: Sale/Purchase of fabrics -30 %, Sale/Purchase of raw materials- 35%, and Sale/purchase of services related to manufacturing of denim, cotton and synthetic fabrics – 35% * These are continuing business transactions in the ordinary course of business. The estimated % breakup is in line with past practice and may be subject to minor deviations within the overall monetary value proposed above.
3.	Tenure of the proposed transaction	Financial Year 2025-26
4.	Whether omnibus approval is being sought?	Yes
5.	Value of the proposed transaction during a Financial Year	As per A4(1) above
6.	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	Swaraj Suiting Limted and Modway Suiting Private Limited are engaged in the manufacture and sale of fabrics and related products. The transactions i.e. Sale/Purchase of fabrics, Sale/Purchase of raw materials, Sale/purchase of services related to manufacturing of denim, cotton and synthetic fabrics, for economy of

		scale to drive cost benefit and help smoothen business operations for the companies. It is in best interest of the Swaraj Suiting Limited and its public shareholders with a view to realize business synergies, cost efficiencies and operational advantage.
7.	A copy of the valuation or other external party report, if any	N.A
8.	Other information relevant for decision making.	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act forming part of this Notice.
9.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	Mr. Mohammed Sabir Khan, Managing Director, and Mr. Nasir Khan serve as Directors and Members of Modway Suiting Private Limited. Mrs. Samar Khan, Whole-Time Director, is also a Member of Modway Suiting Private Limited. As of March 31, 2026, the aforesaid Directors, together with their relatives, collectively held an aggregate shareholding of 12.65% in Modway Suiting Private Limited.
B	Details of the specific transactions with the related party	
B (1)	**details for proposed transactions relating to sale, purchase or supply of goods or services or any other similar business transaction**	
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	The transactions with Modway Suiting Private Limited arise from a long-standing strategic business arrangement that provides operational and commercial synergies to the Company. Considering the unique nature of the arrangement and the absence of comparable unrelated parties offering similar business advantages, no bidding or competitive selection process was undertaken. The Audit Committee reviewed the transactions and noted that they are in the ordinary course of business and conducted on an arm's length basis. The pricing and other terms of the transactions are determined based on prevailing market conditions, commercial considerations and mutual business requirements, ensuring that the transactions are beneficial to the Company and its shareholders.
2.	Basis of determination of price.	

Mr. Mohammed Sabir Khan, Managing Director, Mrs. Samar Khan, Whole Time Director and Mr. Nasir Khan, Whole Time Director of the Company are interested in the resolution set out at Item No. 10 of the Notice. Relatives of Mr. Mohammed Sabir Khan, Mrs. Samar Khan and Mr. Nasir Khan may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Ordinary Resolution, as set out in Item No. 10 of the Notice, for approval of the Members

By order of the Board of Directors
For SWARAJ SUITING LIMITED

Sd/-
Rahul Kumar Verma
Company Secretary &
Compliance Officer
Bhilwara, September 08, 2026

Registered Office:
F-483 to F-487, RIICO,
Growth Center, Hamirgarh,
Bhilwara-311025, Rajasthan
CIN:L18101RJ2003PLC018359Website:
www.swarajsuiting.com
Email: cs@swarajsuiting.com
Con. No. 9660630663

Annexure to the Notice

Details of Director(s) seeking re-appointment at the Annual General Meeting
[under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]:

Resolution/Item No. 02

Sr. No.	Particulars	Whole Time Director
1	Name	Mr. Naisr Khan
2	Age	28
3	DIN	07775998
4	Date of Birth	01/02/1998
5	Date of first appointment on the Board	01/01/2019
6	Qualification	10+2
7	Brief Profile & Nature Expertise in specific functional areas	**Brief Profile** Mr. Nasir Khan, aged 28, is a Whole Time Director at Swaraj Suiting Limited, having joined the family business in 2016. Demonstrating strong leadership and business acumen, he was appointed as a Director in January 2019 and elevated to Whole Time Director in January 2021. He actively oversees the day-to-day operations of the Company and serves as a member of the Stakeholders Relationship Committee, contributing to corporate governance and investor relations. Notably, Mr. Nasir Khan conceptualized and led the Swaraj Suiting Limited IPO initiative and has played a pivotal role in planning and executing expansion strategies, particularly in the Processing and Spinning divisions. **Nature of Expertise in Specific Functional Areas** Mr. Nasir Khan possesses core expertise in financial management, marketing strategies, business expansion, and operational management. His key functional strengths include driving capital market initiatives such as the IPO, strategic planning for industrial expansion in processing and spinning divisions, as well as strengthening stakeholder relationships and corporate governance practices.
8	Terms & Conditions of appointment/reappointment	In terms of Section 152(6) of the Companies Act, 2013 Mr. Nasir Khan, who was re-appointed as WTD designated as Executive Director at the Annual General Meeting held on September 30, 2023 is liable to retire by rotation.
9	Remuneration proposed to be paid	As per existing approved terms of appointment
10	Remuneration last drawn (including sitting fees, if any)	Rs.84 Lakh

	(FY2025-26)	
11	Shareholding in the Company as on 31/03/2026	3,00,000 Equity Shares
12	Relationship with other Directors & KMPs	Son of Mr. Mohammed Sabir Khan, Managing Director and Mrs. Samar Khan Khan, WTD of the Company.
13	Other Companies in which he/she is a director (excluding section 8 companies & Private companies)	Modway Suiting Private Limited, Jamuna Synthetics Private Limited
14	Chairperson/ Membership of the Statutory Committee(s) of Board of Directors of the Company	Stakeholders Relationship Committee and Corporate Social Responsibility Committee
15	Chairperson/ Membership of the Committee(s) of Other Boards (excluding section 8 companies & Private companies)	Nil
16	Number of meetings of the Board attended during the year	FY 2025-26: 100% (16 meetings held)
17	Listed entities from which he has resigned in the past three years	Nil

Resolution/Item No. 04

Sr. No.	Particulars	Independent Director
1	**Name of the Director**	**Mrs. Amreen Sheikh**
2	**Category / Designation**	Non-Executive Independent Director
3	**Director Identification Number (DIN)**	09027151
4	**Age**	34 years
5	**Date of Birth**	30-05-1992
6	**Original Date of Appointment**	05 October, 2021
7	**Qualifications**	B.Com, M.Com (Business Management), Qualified Company Secretary (CS)
8	**Resignations from Listed Entities in past 3 years**	Nil
9	**Directorships in other Companies**	Nil
10	**Chairmanship / Membership of Committees in other Companies**	1. Chairperson of Audit Committee and Corporate Social Responsibility Committee 2. Members of Nomination and Remuneration Committee 3. Members of Stakeholder Relationship Committee 4. Member of Independent Directors Meeting
11	**Number of Equity Shares held in Company**	Nil
12	**Shares held for any other person on beneficial basis**	Nil
13	**Inter-se Relationship with Directors / KMP**	None

14	**Terms and Conditions of Re-appointment**	Re-appointment as an Independent Director for a second term of 5 consecutive years (Oct 05, 2026 to Oct 04, 2031), not liable to retire by rotation
15	**Remuneration last drawn (FY 2025-26)**	Sitting fees as per Companies Act, 2013
16	**Remuneration proposed to be paid**	Sitting fees as per respective policy approved by the Board
17	**Board Meetings attended during the year**	Refer to Corporate Governance Report
18	**Skills and Capabilities required & how candidate meets them**	Extensive expertise in corporate secretarial standards, taxation (direct & indirect), legal compliance, and accounting. Refer to Explanatory Statement.

Resolution/Item No. 05

Sr. No.	Particulars	Independent Director
1	**Name of the Director**	**Mr. Manoj Mansinghka**
2	**Category / Designation**	Non-Executive Independent Director
3	**Director Identification Number (DIN)**	00025279
4	**Age**	51 years
5	**Date of Birth**	September 07, 1975
6	**Original Date of Appointment**	Appointment w.e.f. 01st October 2026 subject to approval of shareholders)
7	**Qualifications**	B.COM, Diploma in Export & Import Trade
8	**Resignations from Listed Entities in past 3 years**	Nil
9	**Directorships in other Companies**	Sharda Syncotex Private Limited
10	**Chairmanship / Membership of Committees in other Companies**	Nil
11	**Number of Equity Shares held in Company**	Nil
12	**Shares held for any other person on beneficial basis**	Nil
13	**Inter-se Relationship with Directors / KMP**	None
14	**Terms and Conditions of Appointment**	Appointment as an Independent Director for a 1st term of 5 consecutive years (Oct 01, 2026 to Sep. 30, 2031), not liable to retire by rotation
15	**Remuneration proposed to be paid**	Sitting fees and commission as approved by Board / Members

16	**Skills and Capabilities required & how candidate meets them**	Mr. Manoj Mansinghka is a Commerce Graduate (B.Com.) and holds a Diploma in Export & Import Trade Business from K.C. College, Mumbai. He is the Founder and Promoter of Sharda Syncotex Private Limited and possesses over 28 years of rich and diverse experience in the textile industry. Over the course of his career, he has developed extensive expertise in textile manufacturing, particularly in the weaving and spinning segments. Under his leadership, Sharda Syncotex Private Limited established a strong presence in international markets and was recognized as a One Star Export House by the Directorate General of Foreign Trade (DGFT), Ministry of Commerce and Industry, Government of India.