

Notice of 33rd Annual General Meeting
(Pursuant to Section 101 of the Companies Act, 2013)

SKN INDUSTRIES LIMITED
(CIN: U27320DL1992PLC050472)

Registered Office: 368/369, 3rd Floor, Basant Building
Chaudhary Market, Sultanpur, New Delhi-110030

Corporate office:- SKN Headquarters, 373/1/2, MG Road,
Sikanderpur, Sector 26, Gurugram -122002, Haryana

Email: info@sknindustries.in, Website: www.sknindustries.in
Phone: 0124-4272107

Dear Member,

NOTICE is hereby given that 33rd Annual General Meeting ("AGM") of the Members of **SKN Industries Limited (CIN: U27320DL1992PLC050472)** will be held on **Thursday, September 25, 2025 at 11:30 A.M.** through Video Conferencing (VC) or Other Audio Visual Means (OAVM), to transact the following businesses:-

ORDINARY BUSINESS:

Item no. 1: Adoption of audited financial statements of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and auditors thereon.

To consider and pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT audited Financial Statements of the Company for the financial year ended 31st March 2025 along with Board's Report, Independent Auditors' Report thereon and Secretarial Auditor's Report and other Annexures and attachment therewith as circulated to members with the notice of 33rd AGM, be and are hereby received, considered, approved and adopted."

Item no. 2: Re-appointment of Mr. Satish Chopra as a Director of the Company, liable to retire by rotation

To consider and pass the following resolution as an **Ordinary Resolution:**

RESOLVED THAT pursuant to Section 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force) Mr. Satish Chopra (DIN 01171175), who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as Director of the Company, liable to retire by rotation.

SPECIAL BUSINESS:

Item No. 3: Appointment of Mr. Kharak Singh Pal (DIN: 05135709) as Non executive Director of the company

To consider and, if thought fit, to pass with or without modifications, the following resolution as **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions, if any of the Companies Act, 2013 and the companies (Appointment and Qualification of Directors) rules, 2014 and Articles of Association of the Company, Mr. Kharak Singh Pal (DIN: 05135709), who was appointed as Additional 33rd Annual Report 2024-25

Director of the Company, with effect from 28th March, 2025 by board of directors pursuant to section 161 of the act and who holds office up to date of this Annual General Meeting and in respect of whom the Company has received a notice in writing, proposing his candidate for the office of the Director, be and is hereby appointed as the Director in the category of Non-executive director of the Company."

Item No. 4: RE-APPOINTMENT OF MR. GAUTAM KAPUR AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and Schedule IV to the Act, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Gautam Kapur (DIN: 05308409), who was appointed as an Independent Director of the Company at the 28th Annual General Meeting of the Company and who holds office of the Independent Director up to August 27, 2025 and is eligible for re-appointment and meet the criteria of independence, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five consecutive years with effect from August 28, 2025 and for a term up to August 27, 2030.

"RESOLVED FURTHER that the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as it may deem necessary, proper and expedient to give effect to this resolution including payment of sitting fees or reimbursement of expenses on mutual basis."

Item No. 5: Re-Appointment of Mr. Satish Chopra as Managing Director of the Company for a period of five years.

To consider and pass the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Schedule V of the Act and any other rules made thereunder and applicable provisions, if any or any other law applicable to the Company for time being in force (including any statutory modification or re-enactment thereof for the time being in force) and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors, Mr. Satish Chopra (DIN: 01171175) be and is hereby re-appointed as a Managing Director of the Company, for a period of 5 years with effect from **July 21, 2026**, liable to retire by rotation, at nil remuneration.

"RESOLVED FURTHER THAT based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds, matters and things as it may deem necessary including but not limiting to alter and vary the remuneration and other terms and conditions of Mr. Satish Chopra, within the statutory limit under the provisions of Act."

**By Order of the Board of
SKN Industries Ltd**

**Sd/-
Ravi Kumar**

Company Secretary
& compliance officer
M No. A57216

Place: New Delhi

Dated: August 05, 2025

NOTES:

1. Holding of AGM through VC/OAVM: As per the framework issued by the Ministry of Corporate Affairs (MCA) inter-alia for conducting general meeting through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 10/2022 dated December 28, 2022, 9/2023 dated September 25, 2023 and 9/2024 dated September 19, 2024 (collectively referred to as "MCA Circulars") and applicable Secretarial Standards (SS-2) and other applicable provisions, if any (including any statutory modification or re-enactment thereof for the time being in force), and on account of the threat posed by COVID-19 and considering the urgency of the matter, The Board of Directors of the Company is convening this Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) in terms of the framework prescribed by the Ministry of Corporate Affairs (MCA) vide its circulars. The facility of VC or OAVM and also casting votes by a member using remote e-voting as well as venue voting system on the date of the AGM will be provided by CDSL. The framework prescribed by MCA in said circulars would be available to the members for effective participation in following manner:

a. The Company is convening **33rd Annual General Meeting** (AGM) through VC / OAVM and no physical presence of members, directors, auditors and other eligible persons shall be required for this annual general meeting.

b. VC / OAVM facility provided by the Company, is having a capacity to allow at least 1000 members to participate the meeting on a first-come-first-served basis. However, the large shareholders (i.e. shareholders holding 2% or more shareholding), promoters, institutional investors, directors, KMPs, the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, auditors etc. may be allowed to attend the meeting without restriction on account of first-come-first-served principle.

c. Notice of 33rd AGM and Financial Statements (including Board's Report, Auditor's Report or other documents required to be attached therewith) for FY 2024-25, are being sent only through email to all members as on August 20, 2025 (i.e. based on Benepos report dated August 08, 2025 after the board meeting in which notice is approved) on their registered email id with the company/RTA and no physical copy of the same would be dispatched except on demand to Company at email id **info@sknindustries.in**. 33rd Annual Report containing Notice, Financial Statements and other documents are available on the website of the Company (**www.sknindustries.in**) and website of RTA (**www.skylinerta.com**).

d. Company is providing two way teleconferencing facility or WebEx for the ease of participation of the members.

e. Recorded transcript of the meeting shall be uploaded on the website of the company and the same shall also be maintained in safe custody of the company.

f. The registered office of the company shall be deemed to be the place of meeting for the purpose of recording of the minutes of the proceedings of this AGM.

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

h. Participants i.e. members, directors, auditors and other eligible persons to whom this notice is being circulated are allowed to submit their queries / questions etc. before the general meeting in advance on the e-mail address of the company at **info@sknindustries.in**. Further, queries / questions may also be posed concurrently during the general meeting at given email id.

i. Members, directors, auditors and other eligible persons to whom this notice is being circulated can attend this annual general meeting through VC/OAVM mode 15 minutes before the schedule time and shall be closed after the expiry of 15 minutes from the schedule time.

j. 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

2. In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/Depositories, log in details for e-voting are being sent on the registered email address.

3 Process for those Members whose email Ids addresses are not registered with the company / depositories for obtaining login credentials for e-voting for the resolutions proposed in this notice:

a. For Physical Members - please provide necessary details like 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 **Company (info@sknindustries.in) / RTA (admin@skylinerta.com)**. OR

b. For Demat Members -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), 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 Company (info@sknindustries.in) / RTA (admin@skylinerta.com)

c. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

4. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of Special Business in the notice is annexed hereto.

5. Members are requested to notify immediately any change of address to their Depositories Participants (DPs) in respect of their electronic share accounts and to the Registrar and Share Transfer Agent of the Company in respect of their physical share folios, if any.

6. Members are requested to send their queries, if any, at least **seven (7) days** in advance of the meeting so that the information can be made available at the meeting.

7. The relevant details of director seeking re-appointment under Item No. 4 & 5, as required under Regulation 36(3) of the Listing Regulations read with applicable provisions of the Companies Act, 2013 and relevant Secretarial Standards are given separately in the Notice.

8. Voting through Electronic Means:

a. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (LODR) Regulations and any other applicable provisions, the Company is pleased to provide members the facility to exercise their right to vote at the 33rd Annual General Meeting (AGM) by electronic means and the business may be transacted through Remote e-Voting Services provided by Central Depository Services (India) Ltd, (CDSL).

b. A member may exercise his vote at any general meeting by electronic means and Company may pass any resolution by electronic voting system in accordance with the Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of listing regulation read with the MCA circulars.

c. During the remote e-voting period, members of the Company, holding shares either in physical form or dematerialized form, as on the cut-off date i.e., Thursday, September 18, 2025, may cast their vote electronically. The voting rights of shareholders shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date. As per Explanation (ii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, cut-off date means a date not earlier than 7 days before the date of general meeting.

d. The remote e-voting period commences at 9:00 a.m. (IST) on Monday, September 22, 2025 and ends at 5:00 p.m. (IST) on Wednesday September 24, 2025. The e-voting module shall be disabled by CDSL for voting thereafter.

e. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

f. The facility for voting, through electronic voting system, shall also be made available during the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

g. Instruction for members for Remote e-Voting are under:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(i) Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of share holders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<p>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 the company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2. User already registered for IDeAS facility: I. URL: https://eservices.nsdl.com II. Click on the "Beneficial Owner" icon under 'IDeAS' section. III. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period.</p> <p>3. User not registered for IDeAS e-Services I. To register click on link https://eservices.nsdl.com</p>

	<p>II. Select "Register Online for IDEAS" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>III. Proceed with completing the required fields and follow the steps as mention in point no. 1.</p> <p>4. By visiting the e-Voting website of NSDL</p> <p>I. URL: https://www.evoting.nsdl.com/</p> <p>II. Click on the icon "Login" which is available under 'Shareholder/Member' section.</p> <p>III. Enter User ID (i.e. 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.</p> <p>IV. Post successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page.</p> <p>V. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>VI. Shareholders/Members can also download NSDL Mobile App 'NSDL Speede' facility by scanning the QR code mentioned below for seamless voting experience</p> <div><p>NSDL Mobile App is available on</p><div> App Store</div><div> Google Play</div><div></div><div></div></div> <td><p>III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.</p><p>IV. After successful authentication, user will be provided link for the respective E-voting Service Provider where the e-Voting is in progress.</p><div><div><p>Individual Shareholders (holding securities in demat mode) & login through their depository participants</p></div><div><ul style="list-style-type: none">You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</div></div></td>	<p>III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.</p> <p>IV. After successful authentication, user will be provided link for the respective E-voting Service Provider where the e-Voting is in progress.</p> <div><div><p>Individual Shareholders (holding securities in demat mode) & login through their depository participants</p></div><div><ul style="list-style-type: none">You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</div></div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>1. Existing user who have opted for Easi/Easiest</p> <p>I. URL: www.cdslindia.com</p> <p>II. Click on New System Myeasi</p> <p>III. Login with user id and password.</p> <p>IV. Option will be made available to reach e-Voting page without any further authentication.</p> <p>V. Click on e-Voting service provider name to cast your vote.</p> <p>2. User not registered for Easi/Easiest</p> <p>I. Option to register click on link: https://web.cdslindia.com/myeasinew/Registration/EasiRegistration</p> <p>II. Proceed with completing the required fields and follow the steps as mention in point no. 1.</p> <p>3. By visiting the e-Voting website of CDSL</p> <p>I. URL: https://www.evotingindia.com/or URL: https://evoting.cdslindia.com/Evoting/EvotingLogin</p> <p>II. Provide demat Account Number and PAN</p>	

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022 - 4886 7000 and 022 - 2499 7000

(ii)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.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode

Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

(1)The shareholders should log on to the e-voting website www.evotingindia.com.

(2)Click on "Shareholders" module.

(3)Now enter your User ID

(ii) 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.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode

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(2) Click on "Shareholders" module.

(3) Now enter your User ID

(a) For CDSL: 16 digits beneficiary ID,

(b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
(c) Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

(4) Next enter the Image Verification as displayed and Click on Login.

(5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

(6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA</p>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <p>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field</p>

7 After entering these details appropriately, click on "SUBMIT" tab.

8. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential

9. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

10. Click on the EVSN for the relevant SKN Industries Limited on which you choose to vote.

11. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

12. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

13. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

14. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

15. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

16. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

17. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

Additional facility for Non-Individual shareholders and custodians- for remote voting only:

- Non Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@sknindustries.in if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

9. INSTRUCTIONS FOR SHAREHOLDERS FOR VOTING ON THE DAY OF AGM ON EVOTING SYSTEM ARE AS UNDER:

- The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
- The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
- Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.

- Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance **at least 7 days prior** to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in **advance 7 days prior** to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id info@sknindustries.in). These queries will be replied to by the company suitably by email.
- 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.
- Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
- Company is providing two way teleconferencing facility or WebEx for the ease of participation of the members. Recorded transcript of the meeting shall be uploaded on the website of the Company and the same shall also be maintained in safe custody of the Company.

10. INSTRUCTIONS FOR SHAREHOLDERS FOR ATTENDING AGM THROUGH VC/OVAM ARE AS UNDER:

- Member will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-voting system. Members may access the same at <https://www.evotingindia.com> under Members / members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
- Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the Meeting.
- 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.

- Members who would like to express their views/ask questions during the Meeting may register themselves as a speaker by sending their request 7 days prior to Meeting mentioning their name, demat account number/folio number, email id, mobile number at **info@sknindustries.in** and register themselves as speaker. Only those who have registered themselves as a speaker will be allowed to express their views/ask questions during the meeting.
- Company is providing two way teleconferencing facility or WebEx for the ease of participation of the members.
- Recorded transcript of the meeting shall be uploaded on the website of the Company and the same shall also be maintained in safe custody of the Company.

10. For Assistance / Queries for e-voting /AGM etc.

Shareholders having demat account in CDSL/NSDL and If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to **helpdesk.evoting@cdslindia.com** or **contact at 1800 21 09911**.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 1800 21 09911.

FOR ATTENTION OF SHAREHOLDERS:

1. Members holding shares in physical form are requested to intimate Registrar and Transfer Agents of the Company viz., **M/s. Skyline Financial Services Pvt Ltd, Unit: SKN Industries Limited, Mr. Virender Rana, D-153/A, 1st Floor, Okhla industrial Area, Phase-1, New Delhi 110020**, changes, if any, in their Bank details, registered address, Email ID, etc. along with their Pin Code. Members holding shares in electronic form may update such details with their respective Depository participant.
2. Mr. Manish Kumar, Practicing Company Secretary holding Membership no. A48883 Certificate of Practice No. 19169 has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner. The Board has also authorised Chairman to appoint one or more scrutinizers in addition to and/or in place of Mr. Manish Kumar.
3. The Scrutinizer shall after the conclusion of e-Voting at the 33rd AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and whether the resolution has been carried or not, and such Report shall then be sent to the Chairman or a person authorized by him, within 48 (forty eight) hours from the conclusion of the 33rd AGM, who shall then countersign and declare the result of the voting forthwith.
4. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website **www.sknindustries.in** and on the website of Central Depository Services India Limited immediately after the result is declared by the Chairman of the meeting;

5. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and Register of Contracts or Arrangements in which Directors are interested and all documents referred to Notice of AGM and explanatory statement are available at the Registered Office of the Company for inspection between 11 am to 5 pm before the AGM commence. Members who want to inspect online will submit request to company at info@skniindustries.in and company provides online inspection facility before the date of AGM.

ADDITIONAL INFORMATION

The relevant details of directors seeking re-appointment under **Items No. 2 & 5** as required under the Companies Act, 2013 and applicable Secretarial Standards are given herein below:

Name of Director	Mr. Satish Chopra 69 Yrs age DOB- 01/10/1956
DIN	01171175
Brief Resume	Presently, Mr. Satish Chopra is Managing Director of SKN Industries Limited, liable to be retire by rotation.
Directors	Mr. Satish Chopra serve himself as Director on the Board of several group companies as under:- <ul style="list-style-type: none"> ❖ Luthra Metal Industries Pvt Ltd, ❖ Haryana City Gas Distribution Limited, ❖ Haryana City Gas Dist. (Bhiwadi) Ltd, ❖ SKN .Haryana City Gas Dist. P Ltd, ❖ Bentex Control & Switchgear(s) P Ltd, ❖ East Coast Natural Gas Dist. P Ltd ❖ SKN Freight Terminal Private Limited ❖ S K N Associates Private Limited ❖ SKN city Gas LLP ❖ Chopra Electricals LLP
Member/Chairperson of committees of the Company:	Stakeholders Relationship Committee – Member Risk Management Committee- Member Mr. Satish Chopra is not related to any other director except Mrs. Sonia Chopra or key managerial personal of the Company.
Qualification	Commerce graduate from Delhi University
Experience and expertise in specific functional area	He has very wide range of experience in natural gas, electricals appliances and HR, corporate finance & marketing, Business development etc. He has been leading business & strategically guiding the company's overall growth sustainably over more than 30 years. His rich & vast experience of more than 30 years in green field & brown filed projects bestow for the entire group including the company. His business acumen steering the group towards strategic planning & investments and set new milestone in the business that will align with the company's long-term growth plans and create various opportunities for diversification and expansion.

Terms and conditions of Appointment	Mr. Satish Chopra is Managing Director, liable to retire by rotation.
Details of remuneration and remuneration last drawn	Nil
Date on which first appointed on the Board	September 30, 2002
Details of shareholding in the Company (as on 31st March, 2025)	41,63,560 equity shares of the Company in his individual name and 5100 equity shares in the name of Satish Chopra HUF
Relationship with other Directors/ Key Managerial Personnel (if any)	Husband of Mrs. Sonia Chopra, Non-executive director of the Company
Number of Board Meetings attended during the year 2024-25	7 (all board meeting attended)

Details of Committee Chairmanship and Memberships of Mr Satish Chopra in other companies (as on 31st March, 2025):

Name of company	Name of Committee	Chairmanship/ Membership
.Haryana City Gas Distribution (Bhiwadi) Ltd	Audit Committee	Member
	Nomination And Remuneration Committee	Member
	CSR Committee	Chairman (Member)
Haryana City Gas Distribution Ltd	CSR Committee	Member
SKN. Haryana City Gas Distribution p Ltd	CSR Committee	Chairman (Member)

Note- He is neither a member of 10 Committees nor the Chairman of more than 5 Committees.

The relevant details of directors seeking appointment under **Items No. 3** as required under the Companies Act, 2013 and applicable Secretarial Standards are given herein below.

Name of Director	Mr. Kharak Singh Pal 66 Yrs age, DOB- 11.04.1959
DIN	05135709
Brief Resume	Mr. Kharak Singh Pal is Non-Executive Director of SKN Industries Limited. He holds a graduate degree from Rajasthan

Directors	University. He has been leading & strategically guiding the company's overall growth sustainably.
Member/Chairperson of committees of the Company:	Mr. Kharak Singh Pal currently serve himself as Director on the Board of ❖ SKN Healthcare Private Limited Audit Committee- Member Nomination & Remuneration Committee- Member He is neither a member of 10 Committees nor the Chairman of more than 5 Committees.
Qualification	B.COM
Experience and expertise in specific functional area	His rich & vast experience of more than 30 years in consulting on legal matter, liaisoning with the authority for the entire group including the company. His business acumen steering the group towards strategic planning in the business that will align with the company's long-term growth.
Terms and conditions of Appointment	Mr. Kharak Singh Pal is Non-executive Director, liable to retire by rotation.
Details of remuneration and remuneration last drawn	Nil
Date on which first appointed on the Board	March 28, 2025
Details of shareholding in the Company (as on 31st March, 2025)	NIL
Relationship with other Directors/ Key Managerial Personnel (if any)	NA
Number of Board Meetings attended during the year 2024-25	1

DIN	05308409
Brief Resume	Mr. Gautam Kapur is Independent Director of SKN Industries Limited. He holds a Post Graduate Diploma (M.S.C.) in Marketing and International Management from Henley Business School, UK (2009), and a Bachelor's degree in Computer Applications from Guru Gobind Singh Indraprastha University, Delhi. Mr. Gautam Kapur, is a seasoned professional with over a decade of experience in Marketing Management. Mr. Kapur has led several high-profile and challenging assignments across various industries in India, advising companies, financial institutions, and Boards of Directors. His expertise lies in leveraging data and analytics to drive business strategy, building customer-centric solutions, and integrating technology for scalable execution. He is known for advisory to the board members towards delivering business outcomes aligned with market trends and customer insights. Mr. Gautam Kapur currently serve himself as Director on the Board of several group companies/LLP's:- ❖ RAINBOW CONSULTANCY OPERATIONS LLP ❖ Vaishno Gas Private Limited ❖ Haryana City Gas Distribution Limited, ❖ SKN Healthcare Private Limited
Director	Nomination and remuneration committee-chairman Audit committee- Chairman Stakeholders Relationship Committee – Member Risk Management Committee- Member He is neither a member of 10 Committees nor the Chairman of more than 5 Committees.
Member/Chairperson of committees of the Company	
Date of birth	04.06.1986
Qualification	M.S.C.
Experience and expertise in specific functional area	Having expertise of more than 10 years in Marketing Management.
Terms and conditions of Appointment	Mr. Gautam Kapur is Independent Director, not liable to retire by rotation.
Details of remuneration and remuneration last drawn	Nil

The relevant details of directors seeking re-appointment under **Items No. 4** as required under the Companies Act, 2013 and applicable Secretarial Standards are given herein below.

Name of Director	Mr. Gautam Kapur 39 Yrs age, DOB-04.06.1986
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Date on which first appointed on the Board	August 28, 2020
Details of shareholding in the Company (as on 31st March, 2025)	NIL
Relationship with other Directors/ Key Managerial Personnel (if any)	NA
Number of Board Meetings attended during the year 2024-25	7

effect that he is not disqualified under sub-section 2 of Section 164 of the Companies Act, 2013.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail his services as Director.

In the opinion of the Board, Mr Pal fulfill all the conditions under the provision of act Accordingly, the Board recommends the resolution in relation to appointment of Mr. Kharak Singh Pal as Director, respectively, for the approval by the shareholders of the Company.

The notice and explanatory statement, setting out the terms and conditions of appointment is being made available for inspection by any member as detailed in Notes to Notice of this 33rd AGM.

Except Mr. Kharak Singh Pal, none of the Directors & KMP of the Company is in any way concerned or interested in the resolution.

ITEM NO. 4

Mr. Gautam Kapur (DOB-04.06.1986) is a Non-Executive Independent Director of the Company. Based on the recommendation of the Nomination & Remuneration Committee, the Board of Directors has re-appointed Mr. Gautam Kapur as an Independent Director with effect from August 28, 2025.

In terms of Section 149, 150 & 152 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, Mr. Kapur being eligible for re-appointment as an Independent Director for a second term of five consecutive years with effect from August 28, 2025 and for a term up to August 28, 2030.

In the opinion of the Board, Mr. Kapur (holding **DIN: 05308409**) fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for his appointment as an Independent Director of the Company and is independent of the management.

The Board considers that his vast knowledge and varied experience will be of great value to the Company and his continued association would be of immense benefit to the Company and it is desirable to continue to avail valuable services of Mr. Kapur as an Independent Director. Accordingly, the Board recommends the resolution in relation to the re- appointment of Mr. Kapur an Independent Director, for the approval of shareholders for second term of five years by passing special resolution. Being Non-Executive Director of the Company, Mr. Kapur has expressed his desire not to draw sitting fee, reimbursement of expenses for participation in the Board and other meetings and profit related commission as may be determined by the Board of Directors upon recommendation of the Nomination and Remuneration Committee, within the overall approval given by the shareholders. As per the provisions of Section 197 read with Section 149 of the Companies Act, 2013 and being Independent Director of the Company, Mr. Kapur shall not be entitled to any stock option. However, the board may decide to pay sitting fees or reimbursement of expenses or profit related commission, subject to the shareholders' approval, if required.

The Company has received declaration from Mr. Gautam Kapur confirming that he meets with the criteria of independence as prescribed under Section 149(6) of the Act and criteria specified under other applicable law. Further, in the opinion of the Board, he fulfils all the conditions specified in the Act, for such re appointment.

Details of Committee member / Chairmanship in other co as on 31.03.2025

Name of company	Name of Committee	Chairmanship/ Membership
Haryana City Gas Distribution Ltd	Audit Committee	Member
	Nomination And Remuneration Committee	Member
	CSR Committee	Member

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

Item No. 3

Mr. Kharak Singh Pal (DOB-11.04.1959) is a Non-Executive Director of the Company. Based on the recommendation of the Nomination & Remuneration Committee, The Board of Directors of the Company had appointed Mr. Kharak Singh Pal as an Additional Director with effect from 28th March, 2025 pursuant to provisions of Section 161 of the Companies Act, 2013, who shall hold the office of Director up to the date of the ensuing Annual General Meeting.

In terms of Section 152, 160 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, Mr. Pal being eligible and offering himself for appointment is proposed to be appointed as an Director. The Company has received a notice in writing from Mr. Pal signifying his candidature for the office of Director of the Company.

The Company has received from Mr. Kharak Singh Pal, a consent in writing to act as Director in form DIR -2 pursuant to Rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014 and intimation in Form DIR-8 in terms of Companies (Appointment and Qualification of Directors) Rules, 2014 to the 33rd Annual Report 2024-25

The notice and explanatory statement, setting out the terms and conditions of appointment is being made available for inspection by any member as detailed in Notes to Notice of this 33rd AGM.

The Board recommends the Resolution as set out at Item no. 4 of the Notice for approval of the Members as a Special Resolution.

Except Mr. Gautam Kapur, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 4. This Explanatory Statement may also be regarded as a disclosure under applicable laws.

Item no. 5: Re-appointment of Mr. Satish Chopra as a Managing Director of the Company

In line with the recommendation of the Nomination and Remuneration Committee, the Board of Directors in their meeting held on August 05, 2025, has re-appointed Mr. Satish Chopra (DIN: 01171175) as a Managing Director of the Company for a period of five years with effect from July 21, 2026 upto July 20, 2031. The disclosure in accordance with the provisions of Section 102 of the Companies Act, 2013, Secretarial Standard-2 and other applicable provisions, if any, in regard to the re-appointment of Managing Director is given below:

- Mr. Satish Chopra (born- October 01, 1956) has served as a Promoter Director of SKN Industries Limited since September 30, 2002. He holds a Bachelor of Commerce degree from Delhi University.

- With a robust background in Greenfield project development, Mr. Chopra brings expertise in areas project planning, investment, execution, and mergers & acquisitions. He has been instrumental in advancing the company's strategic direction, particularly by leading its growth into captive green power. Under his guidance, the company has strengthened its renewable energy portfolio, and he remains committed to expanding its investments in sustainable energy solutions.

- Mr. Chopra's leadership, grounded in a strong commitment to environmental sustainability and strategic vision, continues to propel SKN's growth while making a meaningful impact on both society and the environment. His dedication to these values not only reinforces the company's position strongly but also aligns with its long term mission.

- Believing that CSR initiatives of SKN (sister companies in Group) are key to creating long-term value, Mr. Chopra emphasizes the importance of fostering local partnerships, which streamline operations and contribute significantly to the economic and social development of the communities the company serves.

Mr. Satish Chopra is a member of Stakeholders' Relationship Committee, Risk & Management Committee of the Company. Mr. Satish is neither a member of more than 10 Committees nor the Chairman of more than 5 Committees. Except Mrs. Sonia Chopra, Mr. Satish Chopra is not related to any other director or key managerial personal of the Company.

- Mr. Satish Chopra holds 41,63,560 equity shares of the Company in his name, and other company's in SKN Group holds shares in the company in which he may have direct or indirect interest.

Accordingly, the Board recommends the resolution in relation to re-

appointment of Mr. Satish Chopra as a Managing Director, respectively, for the approval by the shareholders of the Company.

Except Mr. Satish Chopra, none of the Directors & KMP of the Company is in any way concerned or interested in the resolution.

Place: New Delhi

Dated: August 05, 2025

By Order of the Board of
SKN Industries Ltd
Sd/-
Ravi Kumar
Company Secretary
& Compliance officer
M No. A57216