



*Registered office: Module 28, 2nd Floor, Block 1, SIDCO Electronic Complex,
Thiru-Vi-Ka Industrial Estate, Guindy, Chennai – 600032
E-mail: sipindustries23@gmail.com*

Date: 19.09.2025

To
BSE Limited
Corporate Relationship Department,
2nd Floor, New Trading Ring,
P J Towers,
Dalal Street, Mumbai - 400 001.

Scrip Code:523164

Dear Sir/Madam,

Sub: Intimation of Adjournment of 35th Annual General Meeting of the Company

With reference to our letter dated 19th September 2025 and Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose hereby Notice of adjourned 35th Annual General Meeting (AGM) of the Company (which had been conveyed on Friday, 19th September 2025 at 3.00 PM and was adjourned due to want of quorum to same day, same time of next week). The said adjourned 35th AGM will now be held on Friday, 26th September, 2025 at 3.00 PM at the Registered Office of the Company.

Kindly take the same on record.

Thanking you,

Yours faithfully

SIP INDUSTRIES LIMITED

Samiyya Arularasan
Managing Director
(DIN: 09407539)

NOTICE

Notice is hereby given that the Thirty-fifth (35th) Annual General Meeting (AGM) of SIP Industries Limited (which have been conveyed on Friday, 19th September, 2025 at 3.00 PM and was adjourned due to want of quorum) will be held on Friday, the 26th September, 2025 at 03:00 PM IST at Module 28, 2nd floor, Block 1, SIDCO Electronic Complex, Thiru-vi-ka Industrial Estate, Guindy, Chennai - 600032 to transact the following business:

ORDINARY BUSINESS:

1. ADOPTION OF THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025:

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025 together with the Reports of the Board of Directors and the Statutory Auditors thereon:

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

"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the Financial year ended March 31, 2025, and the reports of the Board of Directors and Auditors' thereon, as circulated to the members be and are hereby considered and adopted."

2. RE-APPOINTMENT OF Mr. SAMIAYYA ARULARASAN – MANAGING DIRECTOR:

To appoint Mr. Samiayya Arularasan (DIN: 09407539) who retires by rotation and being eligible, offers himself for re-appointment as Managing Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of section 152 of the Companies Act, 2013 and Articles of Association of the Company, Mr. Samiayya Arularasan (DIN: 09407539), who retires by rotation and being eligible, has offered himself for reappointment, be and is hereby re-appointed as the Managing Director of the company."

SPECIAL BUSINESS:

3. TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) BETWEEN THE COMPANY AND Mr. SAMIAYYA ARULARASAN, MANAGING DIRECTOR (DIN: 09407539)

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 188 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended till date, Regulations 2(1)(zc) and 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and as approved by the Audit Committee, approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company to enter into contract(s)/ arrangement(s)/ transaction(s) with Mr. Samiayya Arularasan, Managing Director (DIN:09407539), related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for any transaction on any terms and conditions as recommended by the Audit Committee and as the Board of Directors may deem fit, up to a maximum aggregate value of Rs. 10 Crores (Rupees Ten Crores Only) for the financial year 2025-26, provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at arm’s length basis and in the ordinary course of business of the Company.”

“RESOLVED FURTHER THAT where the Company has an outstanding amount payable to Mr. Samiayya Arularasan, Managing Director (DIN:09407539), shall have the option to convert such amount payable into equity shares at the issue price of Rs.10/- per equity share at the time of conversion, as per the applicable provisions of the Companies Act, 2013 and SEBI ICDR Regulations, 2018.

“RESOLVED FURTHER THAT any one of the Board of Directors of the Company be and are hereby severally authorized to do all necessary acts, deeds, things and execute all such documents, undertaking as may be necessary in this regard from time to time to give effect to the above resolution.”

4. CHANGE IN DESIGNATION OF Mr. NANGAVARAM MAHADEVAN RANGANATHAN (DIN: 06377402) FROM WHOLE-TIME DIRECTOR TO NON-EXECUTIVE DIRECTOR OF THE COMPANY:

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

“RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and as per relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any amendments thereto or re-enactment thereof, for the time being in force) (hereinafter collectively referred to as the “Applicable Laws”) and the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and subject to such other approvals as may be necessary, Mr. Nangavaram Mahadevan

Ranganathan (DIN:06377402), who was appointed as a Whole-time Director of the Company at the 34th Annual General Meeting held on 28th August, 2024, be and is hereby appointed as Non-Executive Director of the Company and liable to retire by rotation”.

“**RESOLVED FURTHER THAT** the Board of Directors of the Company and / or Company Secretary of the Company be and are hereby jointly and/or severally authorized to do all such acts, deeds, matters, things and sign and file all such papers, documents, forms and writings as may be necessary and incidental to the aforesaid resolution”.

5. TO APPOINT Mr. NATESAN KAMESWARON (DIN: 11101170) AS A WHOLE-TIME 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 provision of Section 149, 150, 152, 196 read with Schedule IV to the Companies Act, 2013, and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, Mr. Natesan Kameswaron (DIN: 11101170), who was appointed as an Additional Director, at the Board Meeting held on 28th May 2025, in terms of Section 161(1) of Companies Act, 2013 and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under section 160 of the Act proposing his candidature for the office of the Director, be and is hereby appointed as a Whole-time Director of the Company to hold office for a period of five (5) consecutive years commencing from 14th August 2025.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

6. TO APPOINT M/S KRA & ASSOCIATES AS THE SECRETARIAL AUDITOR OF THE COMPANY:

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

“**RESOLVED THAT** pursuant to the provisions of Section 204 of the Companies Act, 2013 (“the Act”) and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Act, and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure

Requirements) Regulations, 2015 ("SEBI Listing Regulations") other applicable laws/statutory provision if any, [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], and based on the recommendation of the Audit Committee and Board of Directors, the approval of the Members be and is hereby accorded for the appointment of M/s KRA & Associates, Practicing Company Secretaries (FRN: P2020TN082800), peer reviewed firm, as Secretarial Auditor of the Company for a term of five consecutive years, commencing from Financial Year 2025-26 till Financial Year 2029-30, at such remuneration, (excluding applicable tax and other out of pocket expenses) as may be mutually agreed upon between the Board of Directors (including its committee thereof), and to avail any other services, certificates, or report as may permissible under applicable laws of the Company and the Secretarial Auditors.

RESOLVED FURTHER THAT any of the Board of Directors or the Chief Financial Officer or Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be deemed necessary and settle any/ or all questions/ matters arising with respect to the above matter including filing of necessary e-forms with the Ministry of Corporate Affairs, and to execute all such deeds, documents as may be necessary and take such further steps in this regard, as may be considered desirable or expedient to give effect to this resolution."

Place: Chennai

Date: 19th September, 2025

By the order of the Board of Directors

SIP Industries Limited

Sd/-

Samiayya Arularasan

Managing Director

(DIN: 09407539)

Registered office: Module 28,2nd Floor, Block 1, SIDCO Electronic Complex, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai – 600032.

EXPLANATORY STATEMENT

Statement pursuant to section 102 of the Companies Act, 2013 as required by section 102(1) of the Companies Act, 2013 ("Act") and such other applicable rules (if any), including any statutory modification(s) thereof, the following statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice and shall be taken as forming part of it.

ITEM NO. 3: TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) BETWEEN THE COMPANY AND Mr. SAMIAYYA ARULARASAN, MANAGING DIRECTOR (DIN: 09407539) OF THE COMPANY:

The Company is interested in transacting with Mr. Samiayya Arularasan, Managing Director of SIP Industries Limited, upto an amount of Rs. 10,00,00,000/- (Rupees Ten Crores only) on such terms and conditions which may be agreed between him and the company as required, in the interest of the business requirements of the company.

Section 188 of the Act and the applicable Rules framed thereunder provide that any Related Party Transaction will require prior approval of shareholders through ordinary resolution, if the aggregate value of transaction(s) amounts to 10% or more of the annual turnover of the Company as per last audited financial statements of the Company.

The value of proposed aggregate transactions with Mr. Samiayya Arularasan, Managing Director (DIN:09407539) is likely to exceed the said threshold limit, and is expected to be around **Rs. 10,00,00,000/-** (Rupees Ten Crores only) during the Financial Year 2025- 26.

Accordingly, transaction(s) are proposed to be entered into with Mr. Samiayya Arularasan, Managing Director (DIN:09407539) within the meaning of Related Party transaction(s) in terms of provisions of the Act, applicable Rules framed thereunder read with the Listing Regulations.

Hence, approval of the shareholders is being sought for the said Related Party Transaction(s) proposed to be entered into by your Company with Mr. S. Arularasan, Managing Director (DIN:09407539) in the Financial Year 2025-26. The relevant information pertaining to related party transactions as required under Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, as amended and SEBI circular vide. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021, related of the transactions with Mr. Samiayya Arularasan are as follows:

S.No	Particulars	Remarks
1	Name of the Related Party	Mr. Samiayya Arularasan
2	Nature of Relationship	Managing Director of the company

S.No	Particulars	Remarks
3	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year	1.15 Lakhs
4	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	NA
5	Nature, material terms, monetary value and particulars of the contract or arrangement	Obtaining Loan without interest from Director. Monetary value of proposed aggregate transactions during financial year 2025-26 is expected to be around Rs. 10 crores.
6	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
7	Justification for proposed	The company is planning to expand the business activity in various fields which are getting identified
8	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	NA
9	Whether omnibus approval is being sought?	Yes
10	Material covenants of the proposed transaction	As approved by the Audit Committee
11	Whether Secured / Unsecured	Unsecured
12	Any other information relevant or important for the members to take a decision on the proposed resolution	All the transactions entered between SIP Industries Limited and Mr. Samiayya Arularasan are at arm's length basis and in the ordinary course of business.

Accordingly, the Board recommends the resolution as set out in Item No. 3 above for approval of the members of the Company as an Ordinary resolution.

None of the Directors apart Mr. Samiayya Arularasan is concerned or interested in the proposed resolution.

ITEM NO.4: CHANGE IN DESIGNATION OF Mr. NANGAVARAM MAHADEVAN RANGANATHAN (DIN: 06377402) FROM WHOLE-TIME DIRECTOR TO NON-EXECUTIVE DIRECTOR:

Pursuant to the Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (hereinafter referred to as the "Act") and the Rules made thereunder [including any statutory modification(s) or re-enactment thereof for the time being in force] read with Schedule IV to the Companies Act, 2013 and the Articles of Association of the Company, Mr. Nangavaram Mahadevan Ranganathan (DIN:06377402) was appointed as Whole-time Director at the 34th Annual General Meeting of the Company held on 28th August, 2024. As requested by the Director and on the recommendation of the Nomination and Remuneration Committee and Board of Directors ('the Board') at their meeting held on 14th August 2025, Mr. Nangavaram Mahadevan Ranganathan is proposed to be appointed as Non-Executive Director of the Company subject to the approval of Members.

In the opinion of the Board, Mr. Nangavaram Mahadevan Ranganathan fulfills the conditions for appointment as Non-executive Director, as specified in the Act, and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mr. Nangavaram Mahadevan Ranganathan possesses the requisite skills and capabilities, which would be of immense benefit to the Company. The NRC has considered his diverse skills, leadership capabilities, expertise in governance, finance, risk management, tax & regulatory advisory, business reorganization, and vast business experience, among others, as being key requirements for this role.

Brief Profile of Mr. Nangavaram Mahadevan Ranganathan, name of Companies in which he holds directorships/ memberships / chairmanships of Board Committees and the Disclosures as prescribed in Secretarial Standards – 2 on General Meeting are as follows:

S.No	Particulars	Details
1	Name	Nangavaram Mahadevan Ranganathan
2	Director Identification Number (DIN)	06377402
3	Date of Joining	05/01/2023
4	Qualification	B. Com, MBA and LLB
5	Nationality	Indian
6	Directorship or Membership / Chairmanship held in the Board of other Companies	Garudrik Ai Private Limited - Director Indrayani Biotech Limited – Independent Director Dindigul Farm Products Limited – Independent Director

Save and except Mr. Nangavaram Mahadevan Ranganathan and his relatives, to the extent of their shareholding interest, if any, in the Company, 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 set out at Item No. 4 of the Notice.

Accordingly, the Board recommends the resolution as set out in Item No. 4 above for approval of the members of the Company as an ordinary resolution.

ITEM NO.5: TO APPOINT MR. NATESAN KAMESWARON (DIN: 11101170) AS A WHOLE-TIME DIRECTOR OF THE COMPANY:

Mr. Natesan Kameswaron was appointed as Additional Director of the Company with effect from 28th May, 2025 in accordance with provisions of Section 161 of the Companies Act 2013 read with Articles of Association of the Company. Pursuant to Section 161 the above Director holds office up to the date of the ensuing Annual General meeting of the Company.

Accordingly, in terms of the requirements of the provisions of Companies Act, 2013 approval of the members of the Company is required for appointment of Mr. Natesan Kameswaron as Whole-time Director.

None of the Directors and Key Managerial Personnel of the Company, or their relatives, except Mr. Natesan Kameswaron is, in any way, concerned or interested in the resolution set out at item No. 5 of the Notice.

The Board recommends the resolution set forth in item no.5 as a Special Resolution, for the approval of the members.

Brief Profile of Mr. Natesan Kameswaron:

Mr. Natesan Kameswaron has over 3 decades of experience in various fields including undertaking civil contracts, real estate, stock broking, etc. He is well recognized for his business acumen and has a huge reputation in his business ventures due to his scrupulous commitment to business values, integrity and reliability.

S.No	Particulars	Details
1	Director Identification (DIN)	11101170
2	Name in full	Natesan Kameswaron
3	Father's Name in full	Natesan
4	Address	60/135, Gopalakrishnasamy Koil Theru, Krishnapuram, Tirunelveli – 627759
5	E-mail ID	shrikamesh67@gmail.com
6	Mobile no	9842117722
7	Income-tax PAN	AGIPK2853R
8	Occupation	Business
9	Date of Birth	31/07/1967
10	Nationality	Indian

S.No	Particulars	Details
11	No. of companies in which he is a Director	Nil
12	Particulars of membership No. and Certificate of practice No. if the applicant is a member of any professional Institute	Nil

ITEM NO.6: TO APPOINT M/S KRA & ASSOCIATES AS SECRETARIAL AUDITOR OF THE COMPANY:

Pursuant to the provisions of Section 204 of the Act, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every listed company and other specified class of companies, are required to annex with its Board's Report, a Secretarial Audit Report issued by a Practising Company Secretary. Further, Regulation 24A of the SEBI Listing Regulations, as recently amended, requires listed entities to undertake secretarial audit by a secretarial auditor who is a peer reviewed Company Secretary or Secretarial Audit Firm to be appointed with the approval of the shareholders at the AGM of the Company for not more than two terms of five consecutive years each.

Accordingly, based on the recommendation of the Audit Committee, the Board, at its Meeting held on August 14, 2025, has approved and recommended to the Members, the appointment of M/s KRA & Associates, Company Secretaries, as Secretarial Auditor of the Company, for a term of 5 (five) consecutive years, from the conclusion of this AGM till the conclusion of the 40th Annual General Meeting.

M/s KRA & Associates is a peer-reviewed firm of Practising Company Secretaries, registered with the Institute of Company Secretaries of India (ICSI). Initially, it was started by Mr. R. Kannan, Senior Partner in May, 1997 in individual capacity. He is having over 15 years of expertise knowledge in providing comprehensive corporate legal and regulatory services, with a strong emphasis on corporate governance, secretarial compliance, and strategic advisory.

The firm has significant expertise in Company Law matters, Secretarial Audits, Mergers and Acquisitions, Capital Market Transactions, Due Diligence, Corporate Structuring, and Valuations. It also regularly liaises with statutory and regulatory authorities, including the Ministry of Corporate Affairs (MCA), Registrar of Companies (RoC), Regional Directors (RD), Reserve Bank of India (RBI), Securities and Exchange Board of India (SEBI), Stock Exchanges, and the Controller General of Patents, Designs and Trademarks. Additionally, our partners have experience in handling adjudications before the Registrar of Companies (ROC) and providing advice on criminal matters related to ROC prosecutions.

Key Areas of Practice:

- Secretarial Audit & Compliance under Companies Act and SEBI Regulations

- Mergers, Amalgamations, and Corporate Restructuring
- Representation before the Hon'ble NCLT and NCLAT
- Representations before Registrar of Companies, SEBI, Regional Director, Stock Exchanges and Official Liquidator, Reserve Bank of India.
- Scrutinizer for General Meetings and Court Convened Meetings for Listed and Unlisted Companies
- Due Diligence
- Incorporation and Regulatory Approvals
- Capital Raising: IPOs, Rights Issues, Preferential Allotments, Private Placements
- Valuation of Equity Shares
- FCGPR, FCTRS and FLA Compliances

The firm serves a wide client base, including listed companies, unlisted public companies, and private limited companies across sectors such as logistics, engineering, IT, healthcare, energy, and finance.

Partners:

- R. Kannan, FCS, ACWA – Senior Partner
- Aishwarya, ACS – Partner

Further, they have been the Secretarial Auditor of the Company for the Financial Year ended March 31, 2025 as well as the preceding 2 Financial years.

M/s KRA & Associates, have consented to their appointment as Secretarial Auditor of the Company and have confirmed that their appointment, if made, will be in compliance with the provisions of the Act and the SEBI Listing Regulations.

By the order of the Board of Directors

SIP Industries Limited

Sd/-

Samiayya Arularasan

Managing Director (DIN: 09407539)

Place: Chennai

Date: 19th September, 2025

Registered office: Module 28, 2nd Floor, Block 1, SIDCO Electronic Complex, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai – 600032.

NOTES

1. A member entitled to attend and vote at the Annual General Meeting may appoint a proxy to attend and vote on his behalf. A proxy need not be a member of the Company.
2. Proxies, in order to be effective, must be submitted at the registered address of the company, not less than forty-eight hours before the commencement of the annual general meeting.
3. Corporate members are required to send a certified copy of the board resolution, pursuant to section 113 of the Companies Act, 2013, authorizing their representatives to attend and vote at the annual general meeting.
4. Members/proxies/authorized representatives should bring the duly filed attendance slip enclosed with the notice of annual general meeting to attend the meeting.
5. Explanatory statement, pursuant to section 102 of the Companies Act, 2013, relating to the special business to be transacted at this annual general meeting, is annexed.
6. The Register of Member and Transfer Books will remain closed from Wednesday, the Saturday, the 13th day of September 2025 to Friday, the 19th day of September, 2025 (both days inclusive) for the purpose of Annual General Meeting.
7. Attendance Slip, Proxy Form and Route map of the annual general meeting venue are annexed with notice.
8. 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), 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.
9. The Notice calling the AGM has been uploaded on the website of the Company at www.sip-industries.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.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.
10. Members are requested to intimate change in their address immediately to M/s. Cameo Corporate Services Limited, the Company's Registrar and Share Transfer Agents, at their office at Subramanian Building 1, Club House Road, Chennai, Tamil Nadu, 600002.
11. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their Folio number in the attendance slip for attending the meeting. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

12. For members who have not registered their email address, physical copies of the Notice of the 35th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
13. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM.
14. Since Ballot form is provided to the members pursuant to the provisions of section 108 of the companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, voting by show of hands are not allowed.
15. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.sip-industries.com. The same will be communicated to the stock exchanges where the company shares are listed viz. BSE.
16. The remote e-voting period begins on Tuesday, 16th September, 2025 at 9:00 AM and ends on Thursday, 18th September, 2025 at 5:00 PM. 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. Friday, 12th September, 2025 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, 12th September, 2025.

By the order of the Board of Directors

SIP Industries Limited

Sd/-

Samiayya Arularasan

Managing Director (DIN: 09407539)

Place: Chennai

Date: 19th September, 2025

Registered office: Module 28, 2nd Floor, Block 1, SIDCO Electronic Complex, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai – 600032.

REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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

1. Individual Shareholders holding securities in demat mode with NSDL

- i. 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.
- ii. 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>
- iii. 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.

2. Individual Shareholders holding securities in demat mode with CDSL

- i. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The 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 My easi Tab and then use your existing my easi username & password.
- ii. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by the company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider i.e., NSDL for casting your vote during the

remote e-Voting period. Additionally, there are 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.

- iii. If the user is not registered for Easi/Easiest, the 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.
- iv. Alternatively, the user can directly access the 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, the user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.

3. Individual Shareholders (holding securities in demat mode) login through their depository participants:

- a. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility.
- b. 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 the company name or e-Voting service provider name i.e., NSDL and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Login method for Individual shareholders holding securities in physical form / Non-Individual Shareholders holding securities in demat mode is given below:

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 sipindustries23@gmail.com.

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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.in or call at: 022 - 4886 7000 and 022 - 2499 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 22 55 33

Individual Shareholders holding securities in demat mode with NSDL / CDSL has forgotten the password:

Shareholders who are unable to retrieve User ID / Password are advised to use Forget User ID and Forget Password option available at abovementioned depository / depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders / members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

ATTENDANCE SLIP

(Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company.)

DP Id *

Client Id*

Regd. Folio No.

No. of Shares

Applicable for shares held in electronic form

Name(s) and address of the shareholder / Proxy in full:

I/we hereby record my/our presence at the 35th Annual General Meeting of the Company being held on Friday, 26th September, 2025 at 03:00 P.M. at the registered office of the Company at Block 1, 2nd Floor, Module No.28, SIDCO Electronic Complex, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai, Tamil Nadu, 600032, India.

Please () in the box

MEMBER

PROXY

.....

Signature of Shareholder / Proxy

Form No. MGT-11 PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies Management and Administration) Rules, 2014]

CIN : L24131TN1986PLC012752
Name of the Company : SIP INDUSTRIES LTD
Registered Office : Block 1, 2nd Floor, Module No.28, SIDCO Electronics
Complex, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai,
Tamil Nadu, 600032

Folio No. :
DP ID. / Client Id. :
Name of the member(s) :
Registered address :
E-mail Id :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 35th Annual General Meeting of the Company, to be held on Friday, 26th September 2025 at 03:00 P.M. at the registered office of the Company at Block 1, 2nd Floor, Module No.28, SIDCO Electronic Complex, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai, Tamil Nadu, 600032, India, and at any adjournment thereof in respect of such resolutions as are indicated below:

Item no.	Description of Resolutions
Ordinary Business	
1.	Adoption of the audited financial statements for the year ended March 31, 2025.
2.	Re-appointment of Mr. Samiayya Arularasan – Managing Director
Special business	
3.	To approve material related party transaction(s) between the company and Mr. Samiayya Arularasan, Managing Director (DIN: 09407539)
4.	Change in designation of Mr. Nangavaram Mahadevan Ranganathan (DIN: 06377402) from whole-time director to non-executive director of the company
5.	To appoint Mr. Natesan Kameswaron (DIN: 11101170) as a whole-time director of the company
6.	To appoint secretarial auditor of the company

Signed this _____ day of _____ 2025.

.....
Signature of shareholder(s) Signature of Proxy holder(s)

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.
2. Any alteration or correction made to this Proxy form must be initialed by the signatory/ signatories.

Form No. MGT-12 - POLLING PAPER

[Pursuant to Section 109(5) of the Companies Act, 2013 and Rule 21(1)I of the Companies (Management and Administration) Rules, 2014]

Sl. No.	Particulars	Details
1	Name and Registered address of Sole / First named Registered shareholders	
2	Name(s) of Joint Holder(s), if any	
3	Registered Folio No. / DP ID No.* *Applicable for Investors holding shares in dematerialized Form	
4	Number of shares held	

I / We hereby exercise my / our votes in respect of the Resolutions set out in the Notice dated 14th August, 2025 as set out below to be passed by the means of Ballot by giving my / our assent or dissent to the said Resolutions by placing the tick () mark at the appropriate boxes below (tick in the bot boxes will render the ballot invalid).

Item no.	Description of resolutions	Type of resolution	No. Of shares	(for) I / we to the resolution	
				Assent	Dissent
1.	Adoption of the audited financial statements for the year ended march 31, 2025.	Ordinary			
2.	Re-appointment of Mr. Samiayya Arularasan, Retiring Director, as a Managing Director	Ordinary			
3.	To approve material related party transaction(s) between the company and Mr. Samiayya Arularasan, Managing Director (DIN: 09407539)	Ordinary			
4.	Change in designation of Mr. Nangavaram Mahadevan Ranganathan (DIN: 06377402) from whole-time director to non-executive director of the company	Ordinary			
5.	To appoint Mr. Natesan Kameswaron (DIN: 11101170) as a whole-time director of the company	Special			
6.	To appoint secretarial auditor of the company	Ordinary			

Place:

Date:

.....
Signature of Shareholder

ROUTE MAP OF THE VENUE OF AGM

