

Notice of the Thirty-eighth Annual General Meeting

Notice is hereby given that the Thirty-eighth Annual General Meeting (AGM) of the Members of **Stock Holding Corporation of India Limited (hereinafter referred to as 'the Corporation')** will be held on **Friday, September 19, 2025 at 4.00 p.m.** through Video Conference (VC)/Other Audio Video Means (OAVM) to transact the following business:

ORDINARY BUSINESS

1 Adoption of Financial Statements

To consider & adopt the Audited Financial Statements (including Standalone and Consolidated Financial Statements) of the Corporation for the financial year ended March 31, 2025 and the Reports of the Board of Directors of the Corporation and the Statutory Auditors thereon, including Annexures thereto and in this regard to consider and if thought fit to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT the Audited Standalone and Consolidated Financial Statements for the financial year ended March 31, 2025 together with the schedules thereon, Directors' Report, Auditors' Report and the comments of the Comptroller & Auditor General of India (CAG), including annexures thereto be and are hereby received, approved & adopted."

2 Declaration of Dividend

To declare a final dividend of ₹23.70 per equity share and confirm an interim dividend of ₹69.50 per equity share (which includes 1st interim dividend @ ₹41 per equity share recommended on January 31, 2025 & 2nd interim dividend @ ₹28.50 per equity share recommended on March 21, 2025) already paid for the financial year ended March 31, 2025 and in this regard to consider and if thought fit pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the recommendation of the Board of Directors at its meeting held on May 10, 2025, a final dividend of 237% on face value of ₹10/- i.e. ₹23.70 per equity share [along with 1st interim dividend of 410% (i.e. ₹41/- per equity share) recommended on January 31, 2025 and 2nd interim dividend of 285% (i.e. ₹28.50 per equity share) recommended on March 21, 2025 (making upto a total dividend of 932% i.e., ₹93.20 per equity share for the year)] be and is hereby declared out of the profits for the year ended March 31, 2025 on the equity shares of the Corporation and the same be paid to those shareholders whose names appear on Corporation's Register of Members as on the record date viz. September 19, 2025."

3 Appointment and Remuneration of Statutory Auditors

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

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013 (including any statutory modifications or re-enactment(s) thereof for the time being in force), the Board of Directors of the Corporation be and are hereby authorized to decide and fix the remuneration of the Statutory Auditor (s) of the Corporation to be appointed by Comptroller and Auditor General of India (CAG) for the financial year 2025-26, as it may deem fit."

4 Re-appointment of Mr. Bijoy Sankar Mishra (DIN 10056315) as a Director who retires by rotation

To appoint a Director in place of Mr. Bijoy Sankar Mishra [DIN 10056315] who retires by rotation and being eligible offers himself for re-appointment in terms of Section 152(6) of the Companies Act, 2013 and in this regard to consider and if thought fit 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. Bijoy Sankar Mishra [DIN 10056315] who retires by rotation at this meeting be and is hereby re-appointed as a Director."

SPECIAL BUSINESS

5 Appointment of Ms. Smita Srivastava (DIN 09250237) as a Director

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

"RESOLVED THAT Ms. Smita Srivastava [DIN 09250237] who was appointed as an Additional Director by the Board with effect from November 12, 2024 pursuant to Article 135 of Articles of Association of the Corporation read with Section 161 of the Companies Act, 2013 and in respect of whom the Corporation has received a notice in writing, under Section 160 of the Companies Act, 2013, from a member proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Corporation liable to retire by rotation."

6 Appointment of Mr. Venudhar Reddy Nukala (DIN 08894436) as a Director

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

"RESOLVED THAT Mr. Venudhar Reddy Nukala [DIN 08894436] who was appointed as an Additional Director by the Board with effect from April 24, 2025 pursuant to Article 135 of Articles of Association of the Corporation read with Section 161 of the Companies Act, 2013 and in respect of whom the Corporation has received a notice in writing, under Section 160 of the Companies Act, 2013, from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Corporation liable to retire by rotation."

NOTES:

1. The Ministry of Corporate Affairs, Government of India ("MCA") vide its circular no.20/2020 dated May 5, 2020, General Circular no.02/2022 dated May 5, 2022, General Circular no.10/2022 dated December 28, 2022, General Circular no.09/2023 dated September 25, 2023 and General Circular no.09/2024 dated September 19, 2024 (collectively referred to as "MCA Circulars") and SEBI vide its circular no.SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 [read with the circulars issued earlier on the subject [SEBI Circulars] allowed, inter-alia, conducting of General Meetings through Video Conferencing/Other Audio-Visual Means ("VC/ OAVM") facility on or before September 30, 2025. In compliance with said Circulars and provisions of the Act, the 38th AGM of the Corporation is being conducted through VC/OAVM facility on Friday, September 19, 2025 at 4.00 p.m. (IST), without the physical presence of Members at a common venue. The deemed venue for the 38th AGM shall be the Registered Office of the Corporation situated at 301, Centre Point, Dr. B. Ambedkar Road, Parel, Mumbai 400012.
2. As the AGM shall be conducted through VC/OAVM, the facility for appointment of proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
3. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Corporation will be entitled to vote at the AGM.
4. Pursuant to Section 113 of the Act, institutional/corporate members (i.e. other than individuals/NRI, etc.) are requested to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the AGM, before e-Voting/attending AGM to the Scrutinizer by email at office@csdakamat.com with a copy marked to the Corporation email id at agm@stockholding.com.
5. In compliance of the MCA circulars and the provisions of the Companies Act, 2013, the Notice of the AGM is being sent through electronic mode to all the Members whose email addresses are registered with the R & T/Depository Participant for communication purposes. Further, updation, if any, will be provided on the website of the Corporation at www.stockholding.com.
6. In line with the MCA circulars, the Notice calling the AGM has been uploaded on the website of the Corporation at www.stockholding.com
7. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
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, Secretarial Standards on General Meetings (SS-2) issued by ICSI and as per MCA Circulars, the Corporation is offering "remote e-voting facility" to its Members in respect of the business to be transacted at the AGM and to those Members participating in the AGM, to cast vote through e-Voting system during the AGM. For this purpose, the Corporation has entered into an agreement with M/s. MUFG Intime India Private Limited (formerly Link Intime India Pvt Limited) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Member using remote e-Voting system as well as e-Voting on the date of the AGM will be provided by MUFG Intime.
10. The Corporation has appointed Mr. D. A. Kamat (FCS 3843), Partner or failing him Ms. Rachana Kamat (FCS 8227), Partner at M/s. D. A. Kamat & Co., Practicing Company Secretaries as Scrutinizer for conducting the voting process of remote e-Voting and e-Voting during AGM in a fair and transparent manner.
11. Pursuant to MCA Circulars, a designated email address viz., agm@stockholding.com has been created by the Corporation so that the Members can convey their vote, when a poll is required to be taken during the meeting on any resolution at such designated email address through their email addresses which are registered with the R&T/ Depository Participant. The Members will be allowed to post questions during the course of the Meeting. However, the queries can also be given in advance at agm@stockholding.com. Depending on the availability

of time, the Corporation reserves the right to restrict the number of speakers at the meeting

12. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Corporation, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members who have not claimed their dividend for last seven years are requested to write to the Corporation's Registrar and Share Transfer Agents and claim their dividends. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on www.iepf.gov.in. All corporate benefits on such shares including dividend shall be credited to the account of the IEPF Authority. The voting rights on shares lying in IEPF Account shall remain frozen till the rightful owner of such shares establishes his/her title of ownership to claim the shares.

13. SEBI vide its master circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024 has mandated that with effect from April 01, 2024 dividend to shareholders holding shares in physical form shall be paid only through electronic mode. Such payment shall be made only if the folio is KYC compliant i.e. the details of PAN, choice of nomination, contact details (postal address with PIN and mobile number), complete bank details and specimen signatures [KYC] are registered. In case of non-updation of PAN or choice of nomination or contact details or mobile number or bank account details or specimen signature in respect of physical folios, dividend/interest etc. shall be paid upon furnishing all the aforesaid details in entirety.

Further, relevant FAQs published by SEBI on its website can be viewed at the following link: <https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doFaq=yes>

14. To receive the dividend on time, Members holding shares in physical form should be KYC compliant and receive the dividends directly in their bank accounts through Electronic Clearing Service or any other means. Members are requested to send the following documents to our RTA – MUFG Intime India Private Limited, before the record date.

- a. Form No. ISR-1 duly filled and signed by the holders stating their name, folio number, complete address with pin code, and the following details relating to the bank account in which the dividend is to be received:
 - i. Name of Bank and Bank Branch;
 - ii. Bank Account Number & Type allotted by your bank after implementation of Core Banking Solutions;
 - iii. 11 digit IFSC Code and

iv. 9 digit MICR Code.

- b. Original copy of cheque bearing the name of the Member or first holder, in case shares are held jointly;
- c. Self-attested copy of the PAN card of all holders and
- d. Self-attested copy of any document (such as Aadhar card, Driving License, Election Identity Card, Passport) in support of the address of the Member as registered with the Corporation.
- e. Form ISR2 duly filled signed. The signature of holders should be attested by the Bank Manager
- f. Form SH 13–Nomination form or ISR3 – to opt out from Nomination

15. The above Investor Service Request Forms (ISR) are available at RTA's website at <https://web.in.mpms.mufg.com/KYC-downloads.html>. On this page select Resources Menu – Downloads – KYC.

16. Members are requested to submit PAN, or intimate all changes pertaining to their bank details, mandates, nominations, power of attorney, change of address, change of name, email address, contact numbers, specimen signature (as applicable) etc., to their Depository Participant ("DP") in case of holding in dematerialised form.

17. As per the provisions of Section 72 of the Act, the facility for making a nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nominations are requested to register the same by submitting Form No. SH-13. If a Member desires to cancel the earlier nomination and record a fresh nomination, he may submit the same in Form No. SH-14. Members who are either not desiring to register for Nomination or would want to opt-out, are requested to fill out and submit Form No. ISR-3.

18. Members holding shares in electronic form may please note that their bank details as furnished by the respective Depositories viz., NSDL and CDSL to the Corporation will be considered for remittance of dividends as per the applicable regulations of the Depositories and the Corporation will not entertain any direct request from such Members for change/addition/deletion in such bank details. Accordingly, the Members holding shares in demat form are requested to update their Electronic Bank Mandate with their respective DPs. Members holding shares in physical form are requested to update bank details with the Company's Registrar and Share Transfer Agent.

19. As per the provisions of the Act and applicable SEBI Circular, Members holding shares in physical form may file nomination in the prescribed Form SH- 13 with Registrar and Share Transfer Agents or make changes to their nomination details through Form SH-14 and Form ISR-3. In respect of shares held in dematerialised form, the nomination form may be filed with the respective DP.

20. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company's Registrar and Share Transfer Agents, the details of such folios together with the share certificates along with the requisite KYC documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.
21. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Corporation of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statements of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
22. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the RTA in case the shares are held by them in physical form.
23. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013, setting out material facts in respect of the Item no. 5 & 6 is annexed hereto. The relevant details, as set out under Item no. 4, pursuant to Secretarial Standards-2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at the AGM is provided as annexure to the Notice.
24. All documents referred to in the Notice calling the AGM and the Explanatory Statement are available with the Corporation for inspection by the Members. The same will be shared with the members on receipt of request.
25. Only those shareholders of the Corporation who are holding shares either in physical form or in dematerialized form, as on the cut-off date (i.e. September 05, 2025), shall be entitled to cast their vote through VC/OAVM at the AGM, as the case may be. Any person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
26. Instructions for procedure to claim exemption on tax deduction at source, procedure for joining the AGM through VC/OAVM and procedure for remote e-voting & e-voting during the AGM are as follows :
- Communication in respect of deduction of tax at source on Dividend payout**
27. According to the Finance Act, 2020, dividend income will be taxable in the hands of the Shareholders w.e.f. April 01, 2020 and the Corporation is required to deduct tax at source (TDS) from the dividend paid to the Members at prescribed rates in the Income Tax Act, 1961 ('the IT Act'). In general, to enable compliance with TDS requirements, Members are requested to complete and/or update their Residential Status, PAN and Category as per the IT Act with their Depository Participants ('DPs') or in case shares are held in physical form, with the Corporation / Registrar & Transfer Agent to enable the Corporation to determine the appropriate TDS/withholding tax rate applicable, verify the documents and provide exemption.
28. Further, to receive the dividend on time, Members holding shares in physical form who have not updated their mandate for receiving the dividends directly in their bank accounts through Electronic Clearing Service or any other means are requested to update the details with our RTA – MUFG Intime India Private Limited.
- a. For Resident Shareholders, TDS shall be deducted under Section 194 of the Income Tax Act, 1961 at rate in force (at present 10%) on the amount of dividend declared and paid by the Corporation during financial year 2024-25, provided Permanent Account Number (PAN) is registered by the Shareholder. If PAN is not registered, TDS would be deducted at rate in force (at present 20%) as per Section 206AA of the Income Tax Act, 1961.
- b. However, no tax shall be deducted on the Dividend payable to a resident individual if the total dividend to be received by such resident individual during the financial year 2024-25 does not exceed ₹5,000/-. Please note that this includes future dividends, if any, which may be declared by the Corporation during the financial year 2025-26.
- c. Separately, in cases where a shareholder provides Form 15G (applicable to any resident person other than a company or a firm) / Form 15H (applicable to a resident individual above the age of 60 years), provided that the eligibility conditions are being met, no TDS shall be deducted.
- d. Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits.
- e. The forms for tax exemption can be downloaded from MUFG Intime's website. The URPL for the same is as under:
<https://web.in.mpms.mufig.com/client-downloads.html> - On this page select the General tab. All the forms are available under the head **"Form 15G/15H/10F"**
- The aforementioned documents (duly completed and signed) are required to be uploaded on the url mentioned below <https://web.in.mpms.mufig.com/>

formsreg/submission-of-form-15g-15h.html On this page, the user shall be prompted to select / share the following information to register their request.

1. Select the company (Dropdown)
2. Folio / DP-Client ID
3. PAN
4. Financial year (Dropdown)
5. Form selection
6. Document attachment – 1 (PAN)
7. Document attachment – 2 (Forms)
8. Document attachment – 3 (Any other supporting document)

Please note that the upload of documents (duly completed and signed) on the website of M/s. MUFG Intime India Private Limited should be done on or before September 19, 2025 (record date for the dividend) in order to enable the Company to determine and deduct appropriate TDS / Withholding Tax. Incomplete and/or unsigned forms and declarations will not be considered by the Company. No communication on the tax determination/ deduction shall be considered after September 19, 2025 (record date for the dividend), 6:00 PM.

Shareholders may note that in case the tax on said interim/final dividend is deducted at a higher rate in absence of receipt of the aforementioned details/ documents, option is available to shareholder to file the return of income as per Income Tax Act, 1961 and claim an appropriate refund, if eligible.

All communications / queries in this respect should be addressed to our RTA, M/s. MUFG Intime India Private Limited to its email address rnt.helpdesk@in.mpms.mufg.com

29. The invitation to join the AGM will be sent to the Members on their registered email IDs. Members may attend the AGM, by following the invitation link sent to their registered email ID.

Process and manner for attending the Annual General Meeting through InstaMeet:

- a) Visit URL: <https://instameet.in.mpms.mufg.com> & click on "Login".
- b) Select the "Company" and 'Event Date' and register with your following details:

A. Demat Account No. or Folio No:

Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID.

Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – shall provide Folio Number.

B. PAN:

Enter your 10-digit Permanent Account Number (PAN)

(Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. Mobile No: Enter your Mobile No.

D. Email ID: Enter your email Id as recorded with your DP/ Company.

- c) Click "Go to Meeting"

You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for Shareholders/Members to speak during the Annual General Meeting through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on the specific email id agm@stockholding.com created for the general meeting.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
4. Other shareholder who has not registered as 'Speaker Shareholder' may still ask questions to the panelist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panelist by switching on video mode and audio of your device.

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

Instructions for Shareholders/Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutinizer during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote"

2. Enter your 16 digit Demat Account No./Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under "Favour/Against".
5. After selecting the appropriate option i.e. "Favour/Against" as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/Members who will be present in the Annual General Meeting through InstaMeet 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 facility during the meeting. Shareholders/Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/Members are encouraged to join the Meeting through tablets/laptops connected through broadband for better experience.

Shareholders/Members are required to use internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/Members connecting from mobile devices or tablets or through laptops connecting via mobile hotspot may experience audio/visual loss due to fluctuation in their network. It is, therefore, recommended to use stable Wi-Fi or LAN connection to mitigate any kind of the aforesaid glitches.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000 / 4918 6175.

Team InstaMeet

MUFG Intime India Private Limited

Formerly known as Link Intime India Pvt. Ltd

Remote e-Voting instructions for shareholders

Remote e-voting period starts at (09:00 A.M. IST) on Wednesday, September 10, 2025 and ends at (05:00 P.M. IST) on Thursday, September 18, 2025. The remote e-voting module will be disabled by MUFG InTime for voting thereafter.

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, 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 correctly in their demat accounts to access e-Voting facility.

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

Individual Shareholders holding securities in demat mode with NSDL:

METHOD 1 - If registered with NSDL IDeAS facility

Users who have registered for NSDL IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "Login".
- b) Enter user id and password. Click on "Login".
- c) 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.
- d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

User not registered for IDeAS facility:

- a) To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided with Login ID and password.
- d) After successful login, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - By directly visiting the e-voting website of NSDL:

- a) Visit URL: <https://www.evoting.nsdl.com/>
- b) Click on the "Login" tab available under 'Shareholder/Member' section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL:

METHOD 1 – Individual Shareholders registered with CDSL Easi/ Easiest facility

Shareholders who have registered / opted for CDSL Easi/Easiest facility

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com.
- b) Click on New System Myeasi tab
- c) Login with existing my easi username and password
- d) After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime, for voting during the remote e-voting period.
- e) Click on "Link InTime/ MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

Shareholders who have not registered for CDSL Easi/ Easiest facility:

- a) To register, visit URL:
<https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration>
<https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided username and password.

- d) After successful login, user will be able to see e-voting menu.
- e) Click on "Link InTime / MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - Individual Shareholders directly visiting the e-voting website of CDSL

- a) Visit URL: <https://www.cdslindia.com/>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN number and click on "Submit".
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) After successful authentication, click on "Link InTime / MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant:

Individual Shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.

- a) Login to DP website
- b) After successful login, members shall navigate through "e-voting" option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) After successful authentication, click on "Link InTime / MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the 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:

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for InstaVote as under:

1. Visit URL: <https://instavote.linkintime.co.in>

Shareholders who have not registered for INSTAVOTE facility:

- Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details: -

A. User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

- B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

- C. DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

- D. Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/ Company.

*Shareholders holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above

**Shareholders holding shares in NSDL form, shall provide ‘D’ above

- Set the password of your choice
(The password should contain minimum 8 characters, at least one special Character (!#\$%*), at least one numeral, at least one alphabet and at least one capital letter).
- Enter Image Verification (CAPTCHA) Code
- Click “Submit” (You have now registered on InstaVote).

Shareholders who have registered for INSTAVOTE facility:

- Click on ‘Login’ under ‘SHARE HOLDER’ tab.
- Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’.

Cast your vote electronically:

- After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon.
- E-voting page will appear.

- Refer the Resolution description and cast your vote by selecting your desired option ‘Favour/Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
- After selecting the desired option i.e. Favour/Against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

Guidelines for Institutional shareholders (“Corporate Body/ Custodian/Mutual Fund”):

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- Visit URL: <https://instavote.linkintime.co.in>
- Click on Sign up under “Corporate Body/ Custodian/ Mutual Fund”
- Fill up your entity details and submit the form.
- A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person’s email ID.

STEP 2 – Investor Mapping

- Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- Click on “Investor Mapping” tab under the Menu Section
- Map the Investor with the following details:
 - ‘Investor ID’ -
 - Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678
 - Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.
 - ‘Investor’s Name - Enter Investor’s Name as updated with DP.
 - ‘Investor PAN’ - Enter your 10-digit PAN.
 - ‘Power of Attorney’ - Attach Board resolution or Power of Attorney. File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.
- Click on Submit button and investor will be mapped now.
- The same can be viewed under the “Report Section”.

STEP 3 – Voting through remote e-voting.

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- Click on 'Votes Entry' tab under the Menu section.
- Enter Event No. for which you want to cast vote. Event No. can be viewed on the home page of InstaVote under "On-going Events".
- Enter '16-digit Demat Account No.' for which you want to cast vote.
- Refer the Resolution description and cast your vote by selecting your desired option 'Favour/Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- After selecting the desired option i.e., Favour/Against, click on 'Submit'.
- A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

OR

VOTES UPLOAD:

- Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- You will be able to see the notification for e-voting in inbox.
- Select '**View**' icon for '**Company's Name / Event number**'. E-voting page will appear.
- Download sample vote file from 'Download Sample Vote File' option.
- Cast your vote by selecting your desired option 'Favour/Against' in excel and upload the same under 'Upload Vote File' option.
- Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

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
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 evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual shareholders holding securities in physical form has forgotten the password:

- Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>
- Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".
- In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

- User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company.
- User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID.
- User ID for Shareholders holding shares in CDSL demat account is 16 Digit Beneficiary ID.

Institutional shareholders (“Corporate Body/ Custodian/Mutual Fund”) has forgotten the password:

- If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>
- Click on ‘Login’ under ‘Corporate Body/ Custodian/ Mutual Fund’ tab and further Click ‘forgot password?’
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.
- In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address.

Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

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

- Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forgot User ID and Forgot Password option available at above mentioned 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”.

Annexure to the Notice of the 38th AGM of StockHolding

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

ITEM NO.5

Ms. Smita Srivastava is a BA (Political Science) & Associate of the Insurance Institute of India. She is an Executive Director & Financial Advisor carrying 36 years of experience in non-life Insurance Industry in the Executive, Middle and Top cadre. She had worked in various parts of the country handling Marketing, Claims Administration & Management and was also responsible for company's operations in several states. In The New India Assurance Co. Ltd., she had looked after HRM Dept., Training dept., KPI dept., Crop, Rural, Micro Insurance & official language implementation dept. Currently, she is in-charge of Internal Audit, Government Audit, Estate & Establishment dept., Property Cell & CSR dept., and overseeing Delhi RO II, Ahmedabad, Surat, Ludhiana Regional Offices.

The Corporation has received a notice in writing from a Member under Section 160(1) of the Companies Act, 2013 proposing her candidature for the office of Director of the Company and Ms. Smita Srivastava has consented to act as a Director of the Company. In accordance with the proviso to Section 160 (1), the NRC and the Board of the Company has considered and accordingly recommend to the shareholders, appointment of Ms. Smita Srivastava, as a Non-Executive Director of the Company, liable to retire by rotation.

Disclosures, as required under Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, are annexed to this Notice.

The Board and the Corporation will immensely benefit from her rich experience and expertise. Accordingly, the Board recommends this resolution for approval of the members of the Corporation.

Registered office address:

301, Centre Point
Dr. B. Ambedkar Road
Parel, Mumbai – 400012.
CIN : U67190MH1986GOI040506
Website : www.stockholding.com

Place : Mumbai
Date : August 01, 2025

Except Ms. Smita Srivastava being appointee none of the Directors, Key Managerial Personnel and their relatives are interested in the resolution.

ITEM NO.6

Mr. Venudhar Reddy Nukala is a B. Tech in Civil Engineering. He is a seasoned civil servant (IIS 1988) with over three decades of distinguished service, culminating in the role of Director General, All India Radio, in the rank of Secretary to the Government of India. His expertise spans public administration, policy formulation, strategic disinvestment, media management, and international representation. Adept at driving transformational initiatives and fostering transparency in government operations.

The Corporation has received a notice in writing from a Member under Section 160(1) of the Companies Act, 2013 proposing his candidature for the office of Director of the Company and Mr. Venudhar Reddy Nukala has consented to act as a Director of the Company. In accordance with the proviso to Section 160 (1), the NRC and the Board of the Company has considered and accordingly recommend to the shareholders, appointment of Mr. Venudhar Reddy Nukala, as a Non-Executive Director of the Company, liable to retire by rotation.

Disclosures, as required under Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, are annexed to this Notice.

The Board and the Corporation will immensely benefit from his rich experience and expertise. Accordingly, the Board recommends this resolution for approval of the members of the Corporation.

Except Mr. Venudhar Reddy Nukala being appointee none of the Directors, Key Managerial Personnel and their relatives are interested in the resolution.

BY ORDER OF THE BOARD

Rajneesh Singh
Company Secretary

Annexure to the Notice

Details of Directors seeking appointment / reappointment at the 38th AGM

Name of Director	Mr. Bijoy Sankar Mishra	Ms. Smita Srivastava	Mr. Venudhar Reddy Nukala
Director Identification Number (DIN)	10056315	09250237	08894436
Designation / Category of the Director	Non-Executive Director	Non-Executive Director	Non-Executive Director
Date of Birth & Age	10-04-1963 / 62 yrs	17-12-1965 / 59 yrs	29-08-1962 / 62 yrs
Date of the first appointment	13-April-2023	12-November-2024	24-April-2025
Qualifications	MA	BA (Political Science), Associate of the Insurance Institute of India	B. Tech in Civil Engineering
Profile, Experience & expertise in specific functional areas	More than 35 years of experience in LIC. Has worked in various capacities & Verticals of LIC.	36 years of experience in the Indian Non-Life Insurance Industry	A seasoned civil servant (IIS 1988) with over three decades of distinguished service, culminating in the role of Director General, All India Radio, in the rank of Secretary to the Government of India.
Directorships held in other companies (excluding foreign companies)	Nil	The New India Assurance Company Limited – Executive Director	Manukota Farmers Producer Company Limited - Director
Memberships / Chairmanships of committees of other companies (excluding foreign companies)	NA	1. Risk Management Committee 2. Corporate & Social Responsibility Committee 3. Policyholders Protection, Grievance Redressal & Claims Monitoring Committee 4. Board Sub- Committee (HR) 5. Stakeholders Relationship Committee 6. Information Technology Committee	None
Relationship with other Directors and Key Managerial Personnel	None	None	None
Shareholding in the Company	Nil	Nil	Nil
Terms and Conditions of appointment / re-appointment	Re-appointment as a Non-Executive Director	Appointment as a Non-Executive Director liable to retire by rotation.	Appointment as a Non-Executive Director liable to retire by rotation.
Details of Remuneration sought to be paid	The Non-Executive Directors are representing public financial institution and the sitting fees are paid to the institution.		

Note: For other details such as number of meetings of the Board attended during FY 2024-25, please refer to the Corporate Governance Report which is a part of the Annual Report.