

POSTAL BALLOT NOTICE

Notice pursuant to Section 110 of the Companies Act, 2013 read with Rule 22(1) of the Companies (Management and Administration) Rules, 2014

Dear Members,

Notice is hereby given that pursuant to the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings / conducting postal ballot through e-voting, vide Ministry's General Circular No. 14/2020 date 08th April, 2020, Circular No. 03/2022 dated 05th May, 2022, Circular No 11/ 2022 dated 28th December, 2022 and Circular No. 09/2023 dated 25th September, 2023 and Circular No. 09/2024 dated 19th September, 2024 03/2025 dated September 22, 2025 (in continuation to the circulars issued earlier in this regard), and Circular no SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07th October, 2023 (in continuation to the circulars issued earlier in this regard) Issued by SEBI and Secretarial Standard – 2 ("SS-2") on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, approval of the Members of the Company is sought for the proposals contained in the resolutions forming part of this Notice of Postal Ballot ("Notice").

In compliance with the aforesaid circulars issued by MCA and SEBI, Regulation 44 of the Listing Regulations and the provisions of Sections 108, 110 and other applicable provisions of the Act read with the Rules, as amended from time to time, and SS – 2 on General Meetings, Notice is being sent by the Company only through electronic mode to all its Members who have registered their email addresses with the Company and / or Cameo Corporate Services Ltd, Registrar and Transfer Agent of the Company or their respective depository participants (NSDL/CDSL). Hard copy of the Notice along with Postal Ballot form and pre-paid business reply envelope will not be sent to the Members for this postal ballot and they are required to communicate their assent or dissent through electronic means by remote e-voting system only. This postal ballot is accordingly being initiated in compliance with the circulars issued by MCA and SEBI.



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Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company, at its meeting held on 27/04/2026 has appointed Mr. Murtuza Mandorwala, Practicing Company Secretaries, (Membership No. F10745 and COP No. 14284) as the Scrutinizer for conducting the postal ballot only through the remote e-voting process in a fair and transparent manner.

In accordance with the MCA circulars, Members can vote only through the remote evoting process. Pursuant to Section 108 of the Act read with Rule 20 of the Rules and Regulation 44 of the Listing Regulations, the Company is pleased to offer remote evoting facility to all its Members to cast their votes by electronic means through the remote e-voting process. Members are requested to read the instructions in the Notes under the section "Voting through remote e-voting facility" at note #13 of this Notice to cast their vote by electronic means through the remote e-voting process. The Company has appointed Central Depository Services (India) Limited (CDSL) to provide remote e-voting facility for its members. The remote e-voting facility is available from 9:00 am (IST) on Thursday, 30/04/2026 up to 5.00 pm (IST) on Friday, 29/05/2026. Remote e-voting module will be blocked by Central Depository Services (India) Limited (CDSL) at 5.00 pm (IST) on Friday, 29/05/2026. and voting shall not be allowed beyond the said date and time. Members are requested to cast their vote through the remote e-voting process not later than 5:00 pm (IST) on Friday, 29/05/2026 to be eligible for being considered, failing which it will be strictly considered that no vote has been received.

Based on the Scrutinizer's report, the results of the remote e-voting will be declared on or before Monday, 01/06/2026 i.e. within two (2) working days from close of voting period. The declared results, along with the Scrutinizer's report, will be available forthwith on the website of the Company i.e. www.sunliteindustries.com and will also be forwarded to NSE Limited, where the equity shares of the Company are listed. Central Depository Services (India) Limited (CDSL), who has provided the platform for facilitating remote e-voting, will also display these results on its website.

The last date of remote e-voting shall be the date on which the resolutions shall be deemed to have been passed, if approved by requisite majority.

ITEM 01:

REGULERIZATION AND APPOINTMENT OF MR. AKSHAYKUMAR HEDA (DIN: 09715674) AS CHAIRMAN AND NON-EXECUTIVE DIRECTOR OF THE COMPANY:

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

SUNLITE RECYCLING INDUSTRIES LIMITED (Formerly known as Sunlite Alucop Private Limited)

CIN: L27200GJ2022PLC134540 | GSTIN: 24ABJCS1297A1ZI

Registered Office: Survey No. 270A & Plot No. 1, Survey No. 267, Chhatha Mile, Vill. Dantali, Ta.Vaso, Dist. Kheda-387350, Gujarat, India.



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“RESOLVED THAT pursuant to Sections 149, 152, 161 and other applicable provisions of the Companies Act, 2013 and rules made thereunder[including any statutory modification(s) or re-enactment(s) thereof for the time being in force], read with applicable provisions of the SEBI (Listing Obligations and Disclosure 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 in accordance with the Articles of Association of the Company, on the recommendation of Nomination and Remuneration of Committee and Board of Directors, approval of the members be and is hereby accorded for the appointment, Mr. Akshaykumar Heda (DIN: 09715674), who was appointed as an Additional Non-Executive Director by the Board of Directors with effect from 01/04/2026 and who shall hold office up to the date of the ensuing Annual General Meeting of the Company, be and is hereby appointed as an Chairman And Non-Executive Director Of The Company, liable to retire by rotation with effect from 01/04/2026.

RESOLVED FURTHER THAT, Mr. Nitinkumar Heda (DIN: 00383855) Managing Director of the Company be and are hereby severally authorised to file necessary e-forms including Form DIR-12 with the Registrar of Companies, to make necessary entries in the statutory registers and records of the Company, and to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution.”

ITEM 02:

REGULERIZATION AND APPOINTMENT OF MR. MANISH HEDA (DIN: 09715675) AS AN EXECUTIVE DIRECTOR OF THE COMPANY AND APOVAL OF REMUNERATION THEREOF

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

“RESOLVED THAT pursuant to Sections 149, 152, 161, 196, 197 and other applicable provisions of the Companies Act, 2013 and rules made thereunder, read with Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], and applicable provisions of the SEBI (Listing Obligations and Disclosure 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 in accordance with the Articles of Association of the Company, on the recommendation of Nomination and Remuneration of Committee and Board of Directors , approval of the members be and is hereby accorded for the appointment of Mr. Manish Heda (DIN: 09715675) who was appointed as an Additional Executive Director by the Board of Directors with effect from 01/04/2026 and who shall hold office up to the

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date of the ensuing Annual General Meeting of the Company, be and is hereby appointed as an Executive Director of the Company with effect from 01/04/2026 to 31/03/2029, liable to retire by rotation.

RESOLVED FURTHER THAT the remuneration payable to Mr. Manish Heda (DIN: 09715675) as an Executive Director shall be up to Rs. 10,00,000/- (Rupees Ten lakh Only) per month w.e.f. 01/04/2026 to 31/03/2029.

RESOLVED FURTHER THAT, in the event of absence or inadequacy of profits in any financial year during the tenure of his appointment, the Company shall pay remuneration to Mr. Manish Heda (DIN: 09715675) Executive Director in accordance with Section II of Part II of Schedule V to the Companies Act, 2013, as amended from time to time, subject to a maximum limit of Rs. 10,00,000/- (Rupees Ten lakh Only) per month.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any Committee thereof) be and is hereby authorized to alter, vary or modify the terms and conditions of the said appointment, including remuneration, in such manner as may be agreed between the board and Mr. Manish Heda (DIN: 09715675) as an Executive Director subject to the provision of the Companies Act, 2013.

RESOLVED FURTHER THAT, Mr. Nitinkumar Heda (DIN: 00383855) Director of the Company be and are hereby severally authorised to file necessary e-forms including Form DIR-12 with the Registrar of Companies, to make necessary entries in the statutory registers and records of the Company, and to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution.”

ITEM 03:

REGULARIZATION AND APPOINTMENT OF MS. KRISA SHAH (DIN: 10377008) AS A NON- EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

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

“**RESOLVED THAT** pursuant to Sections 149, 150, 152, 161 and other applicable provisions of the Companies Act, 2013 and rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], read with and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015(including any

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amendments thereto or re-enactment thereof, for the time being in force) (hereinafter collectively referred to as the "Applicable Laws") , on the recommendation of Nomination and Remuneration of Committee and Board of Directors, approval of the members be and is hereby accorded for the appointment, Ms. Krisa Shah (Din: 10377008) , who was appointed as an Additional Non-Executive independent Director by the Board of Directors with effect from 01/04/2026 and who shall hold office up to the date of the ensuing Annual General Meeting of the Company, be and is hereby appointed as an Non-Executive independent Director of the company with effect from 01/04/2026 to 31/03/2031 and that she shall not be liable to retire by rotation.

RESOLVED FURTHER THAT, Mr. Nitinkumar Heda (DIN: 00383855) Director of the Company be and are hereby severally authorised to file necessary e-forms including Form DIR-12 with the Registrar of Companies, to make necessary entries in the statutory registers and records of the Company, and to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution."

By order of Board of Directors
For, SUNLITE RECYCLING INDUSTRIES LIMITED

NITIN KUMAR HEDA
Managing Director
00383855

Place: Kheda

Date: 27/04/2026

Registered Address: Survey No 270A & Plot No 1 Survey No 267, Chhatha Mile, Kheda, Dantali-387350, Gujarat, India,

Notes:

1. The explanatory statements pursuant to Section 102 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") pertaining to the resolutions of the Company is annexed herewith.
2. In compliance with circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, the Company is sending this Notice of Postal Ballot ("Notice") to the Members in electronic form only. The communication of assent or dissent of the Members shall take place through the process of remote e-voting only.

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3. The Notice is being sent through e-mail only to Members whose names appear in the Register of Members of the Company or the Register of Beneficial Owners maintained by the depositories viz. National Securities Depository Limited (“NSDL”) or Central Depository Services (India) Limited (“CDSL”) as on Friday, 24/04/2026 (“Cut-off Date”) and whose email addresses are registered in the records of the Company or the depositories, as on the Cut-off Date.

4. Members may note that the Notice is also available on the website of the Company i.e. www.sunliteindustries.com, websites of the Stock Exchanges i.e. National Stock Exchange of India Limited (NSE) at www.nseindia.com and on the website of CDSL at www.cdslindia.com. A person who is not a Member as on the Cut-off Date should treat this Notice for information purpose only.

5. After dispatch of the Notice through email, advertisement shall be published in one English daily newspaper having country-wide circulation and in one Gujarati newspaper, having wide circulation in the district where the registered office of the Company is situated and will also be uploaded on the website of the Company i.e. www.sunliteindustries.com and websites of the Stock Exchanges www.nseindia.com

6. Members desirous of receiving communication from the Company in electronic form, may register their e-mail address with their respective depository participant.

7. Members who have not registered their e-mail addresses with the Company / Cameo Corporate Services Ltd, Registrar and Transfer Agent (“RTA”) / depository participant are requested to log in to the website of our RTA i.e. www.cameoindia.com under Investor Services > Email Registration, fill in the details, upload the required documents and submit.

Further, Members are also requested to approach their depository participant to register / revise their e-mail address in their demat account details as per the process defined by the respective depository participant.

8. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off Date

9. Institutional / Corporate Members (i.e. other than Individuals, HUF, NRI, etc.) and custodians are required to log in to the e-voting system of CDSL at www.cdslindia.com and register themselves as ‘Custodian / Mutual Fund / Corporate Body’. They are also required to upload a scanned certified true copy of the board resolution / letter of authority / power of attorney, etc. together with attested

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specimen signature of the duly authorised representative(s) in .pdf format for the Scrutiniser to verify the same.

10. All document(s) mentioned in the Notice will be available for electronic inspection without any fee, from the date of circulation of this Notice up to the date of conclusion of remote e-voting period i.e. up to Friday, 29/05/2026 Members who wish to inspect the relevant document(s) may send an email to cs@sunliteindustries.com in by mentioning their DP ID and Client ID in case of dematerialised shareholding / Folio no. in case of physical shareholding.

11. The last date specified in this Notice for e-voting shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

12. Contact details of the person responsible to address the queries / grievances connected with the voting by electronic means, if any:

Mr. Nitin Kumar Heda , Managing Director, Sunlite Recycling Industries Limited having registered office at Survey No 270A & Plot NO 1 SURVEY No 267, Chhatha Mile, Kheda, Dantali, Gujarat, India, 387350 , Contact: +91 9327828252, Email: cs@sunliteindustries.com

13. The Detailed Procedure with respect to remote e-voting is mentioned below in the notice

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THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

- (i) The voting period begins from 9:00 am (IST) on Thursday, 30/04/2026 up to 5.00 pm (IST) on Friday, 29/05/2026. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, 24/04/2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

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 ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

- (iv) In terms of 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

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Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option.</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>

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Individual Shareholders holding securities in demat mode with NSDL Depository

1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <https://eservices.nsd.com> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.

2) If the user is not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com>. Select "Register Online for IDeAS" "Portal" or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>

3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

4) For OTP based login you can click on <https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or**

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	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.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	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.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. 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 toll free no. 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 : 022 - 4886 7000 and 022 - 2499 7000

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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(v) Login method for Remote e-Voting 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
 - 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	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • 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.
Dividend Bank Details OR Date of Birth (DOB)	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. <ul style="list-style-type: none"> • 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.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.



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- (vii) 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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant M/s. Sunlite Recycling Industries Limited on which you choose to vote.
- (x) 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.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) 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.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

SUNLITE RECYCLING INDUSTRIES LIMITED (Formerly known as Sunlite Alucop Private Limited)

CIN: L27200GJ2022PLC134540 | GSTIN: 24ABJCS1297A1ZI

Registered Office: Survey No. 270A & Plot No. 1, Survey No. 267, Chhatha Mile, Vill. Dantali, Ta. Vaso, Dist. Kheda-387350, Gujarat, India.



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- 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 mandatory 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; selltl_1980@yahoo.co.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- 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/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. 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.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

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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 at toll free no. 1800 21 09911

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EXPLANATORY STATEMENT

(Pursuant to section 102 of the Companies Act, 2013)

ITEM NO. 1

REGULARIZATION AND APPOINTMENT OF MR. AKSHAYKUMAR HEDA (DIN: 09715674) AS CHAIRMAN AND NON-EXECUTIVE DIRECTOR OF THE COMPANY:

Mr. AkshayKumar Heda (DIN: 09715674) has been appointed as an Additional as Chairman and Non-Executive Director of the Company with effect from 01/04/2026. In terms of the provisions of Section 161 of the Companies Act, 2013, he holds office up to ensuing Annual General Meeting of the Company.

However, in terms of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), a listed entity shall ensure that the approval of the shareholders for the appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

The Board of Directors, at its meeting held on 01/04/2026, has, based on the recommendation of the Nomination and Remuneration Committee, approved the appointment of Mr. Akshay Kumar Heda (DIN: 09715674) as Chairman and Non-Executive Director of the Company with effect from 01/04/2026, liable to retired by rotation.

Mr. AkshayKumar Heda (DIN: 09715674) possesses rich experience and expertise in the areas of business management, strategic planning and corporate governance. The Board is of the opinion that his association with the Company would be of immense value and would strengthen the Board in effectively guiding the affairs of the Company.

The Board recommends the resolution set out at Item No. 1 for approval of the members as an Ordinary Resolution.

Pursuant to Section 102 of the Companies Act, 2013, the Board of Directors of the Company do hereby confirm that except the parties as aforementioned involved in this resolution to the extent of their shareholding, along with Mr. Nitin Heda, Maning Director, Ms. Khusboo Heda, Director, Mr. Manish Heda, Additional Director and CFO, Mr. Prahladrai Head, Whole Time Director and none of its Director or Key Managerial Personnel and their immediate relatives are concerned or interested,

financially or otherwise, in the aforesaid item no.01.

Further, as stipulated under Secretarial Standard-2, brief profile of Mr. AkshayKumar Heda (DIN: 09715674) is provided below.

AS REGARDS REGULARISATION OF DIRECTOR AS PER ITEM NO. 1 OF THE NOTICE, THE FOLLOWING DISCLOSURES ARE MADE PURSUANT TO THE SECRETARIAL STANDARD ON GENERAL MEETINGS (“SS-2”), ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA:

Name	Mr. AkshayKumar Heda
DIN	09715674
Age	61 Years
Qualifications	B. Com
Date of proposed Appointment on the Board	01/04/2026
Experience (Skills & Capabilities)	Mr. Akshaykumar Heda is appointed as Chairperson of the Company in view of his extensive experience and ability to provide strategic direction, oversee management and growth initiatives, strengthen stakeholder relationships and promote the Company’s vision, values and long-term objectives.
Date of first appointment on the Board	01/04/2026
Shareholding in the Company as on March 31, 2026	600962 Equity Shares of Rs.10/- each (0.43% Equity Shares)
Relationship with other directors Manager and other Key Managerial Personnel of the company	Mr. Akshaykumar Heda (DIN: 09715674) is a father of Mr. Manish Kumar Heda (DIN: 09715675) and Mr. Nitin kumar Heda (DIN: 00383855) and Father-in-Law of Ms. Khushboo Manishkumar Heda (DIN: 09696263) and Brother of Mr. Prahladrai Ramdayal Heda (DIN:09696242)
Number of Meetings of the Board attended during the year	NA
Terms and Conditions of Appointment	As decided by the Board of Directors from time to time
List of Other Companies in which Directorship held	1 (ONE) SUNLITE ALUMINIUM PRIVATE LIMITED



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Other Membership/ Chairmanship of Committees of other Boards	Nil
Past Remuneration	Nil

ITEM NO. 2

APPOINTMENT OF MR. MANISH HEDA (DIN: 09715675) AS AN EXECUTIVE DIRECTOR OF THE COMPANY AND APPROVAL OF REMUNERATION

Mr. Manish Heda (DIN: 09715675) has been appointed as an Additional Executive Director of the Company with effect from 01/04/2026. In terms of the provisions of Section 161 of the Companies Act, 2013, he holds office up to ensuing Annual General Meeting of the Company.

However, in terms of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), a listed entity shall ensure that the approval of the shareholders for the appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

The Board of Directors, at its meeting held on 01/04/2026, has, based on the recommendation of the Nomination and Remuneration Committee, approved the appointment of Mr. Manish Heda (DIN: 09715675) as an Executive Director of the Company, liable to retired by rotation, with effect from 01/04/2026 to 31/03/2029.

Mr. Manish Heda (DIN: 09715675) is the Promoter of our Company and Chief Financial Officer of our Company. He has completed his Bachelor of Commerce from University of Delhi in year 2009. He has a work experience of 17 years in the field of Accounts and Finance. He is responsible for handling the financial activities of the company including finance, accounts, statutory compliance, General operations, customer relations management of the Company.

The Nomination and Remuneration Committee at its meeting held on 01/04/2026, carried out the evaluation of the performance of individual directors (along with Board and its committees for the year under review) using appropriate evaluation tools/forms, in terms of the requirements of Section 178(2) of the Companies Act, 2013. The overall rating for of Mr. Manish Heda (DIN:

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09715675) as per the evaluation carried out by the Nomination and Remuneration Committee, was found to be “Outstanding and the committee also recommended to approve remuneration payable to Mr. Manish Heda (DIN: 09715675) as an Executive Director for a remuneration upto Rs. 10,00,000/- (Rupees Ten Lakhs) per month with effect from 01/04/2026 to 31/03/2029, subject to approval of the members.

The Board or Nomination and Remuneration Committee, may revise the remuneration during the currency of tenure of office of Mr. Manish Heda (DIN: 09715675) as an Executive Director, in such manner as may be agreed to between the Board including Nomination and Remuneration Committee and him, subject to the condition that, the total remuneration by way of salary, perquisites, loan, other allowances and benefits shall be upto Rs. 10,00,000/- (Rupees Ten Lakhs) per month permissible by way of resolution and as per the Companies Act, 2013, as amended from time to time and in force.

Mr. Manish Heda (DIN: 09715675's extensive expertise will greatly benefit the Company's growth and governance. The Board considers her inclusion on the Board beneficial to the Company in view of her skills and experience.

The remuneration proposed to be paid may exceed the limits specified under Section 197 of the Companies Act, 2013 and shall be calculated in accordance with Section 198 of the Act. In case of absence or inadequacy of profits, the remuneration shall be paid in accordance with Section II of Part II of Schedule V of the Act.

The following additional information as required under Schedule V of the Companies Act, 2013 is given below:

I. General Information:

1. Nature of Industry:

Our Company is a leader in the manufacturing of high-quality copper products, including rods, wires, earthing strips, and conductors, derived from recycled copper scrap. Our products are essential for applications in power generation, transmission, distribution, and the electronics industry and through its subsidiary the manufacture and deal in aluminium road and products thereof.

2. Date or expected date of commencement of commercial production: Since 2017

3. In case of new companies expected date of commencement of activities as per project approved

by financial institutions appearing in the prospectus: Not Applicable.

4. Financial Performance based on given indicators as per the Audited Financial Results for the year ended March 31, 2026:

Particulars	Amount in Lacs
Revenue from Operations	276,471.62
Other Income	20.77
Profit Before tax and Finance Charges and Depreciation	5,989.48
Finance Charges	238.32
Depreciation	370.73
Profit before Taxation	5,380.43
Net Profit	4,014.83

5. Foreign Investments and Collaborations:

The Company has not made any Foreign Investments and neither entered into any collaborations during the last year.

II. Information about the Directors:

1. Background Details:

Mr. Manish Heda (DIN: 09715675) is the Chief Financial Officer of our Company. He has completed his Bachelor of Commerce from University of Delhi in year 2009. He has a work experience of 17 years in the field of Accounts and Finance. He is responsible for handling the financial activities of the company including finance, accounts, statutory compliance, General operations, customer relations management of the Company.

Mr. Manish Heda (DIN: 09715675's extensive expertise will greatly benefit the Company's growth and governance. The Board considers her inclusion on the Board beneficial to the Company in view of her skills and experience.

Considering his experience, responsibilities and contribution to the growth of the Company, the Board of Directors at its meeting held on 01/04/2026 has approved payment of remuneration to him up to Rs. 10,00,000/- (Rupees Ten Lakhs Only) per month w.e.f. 01/04/2026 to 31/03/2029,



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subject to approval of the members.

The remuneration proposed to be paid may exceed the limits specified under Section 197 of the Companies Act, 2013 and shall be calculated in accordance with Section 198 of the Act. In case of absence or inadequacy of profits, the remuneration shall be paid in accordance with Section II of Part II of Schedule V of the Act.

2. Past remuneration of Last Three Years: NA
3. Recognition and Awards: NA
4. Job profile Suitability:

Item No.	Nam of Appointees	Designation	Job profile
1	Mr. Manish Heda (Din: 09715675)	Executive Director	<ul style="list-style-type: none"> - Budget guidelines. - Finance & Accounting - Overseeing the operations of the organization and ensure compliance with legal and statutory requirements. - Providing guidance for creation of the annual operating plan for the organization. - Working with the Board to define & execute strategies, to implement and develop the business plan. - Advise on proper utilisation of resources and further progress. - Proving information to Board so that they are appropriately informed of the company's financial position. <p>To perform other roles as may be determined by the Board of Directors from time to time.</p>

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5. Remuneration proposed:

Item No.	Nam of Appointees	Designation	Amount in Rupees per Month
1	Mr. Manish Heda (Din: 09715675)	Executive Director	10,00,000/-

6. Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):

Though direct comparable data could not be obtained, however, as a normal industry trend, the proposed remuneration paid to Mr. Manish Heda (Din: 09715675) who is a professional, possessing invaluable and rich knowledge, experience and insights complemented with the vast business experience, is comparable with Directors of other Companies and is in parity with the Industry Standards for such a responsible position.

7. Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel:

Mr. Manish Kumar Heda (DIN: 09715675) is a son of Mr. Akshaykumar Heda (DIN: 09715674 and Brother of Mr. Nitin kumar Heda (DIN: 00383855) and Spouse of Ms. Khushboo Manishkumar Heda (DIN: 09696263) have other pecuniary relationship with the Company or relationships with any other managerial personnel and Directors.

III. Other Information:

- Reasons of loss or inadequate profits:

Our Company is engaged in the manufacturing of copper rods, wires, earthing products, conductors, and wire bars through recycling of copper scrap, which find applications in the power, electrical, and electronic industries. The copper industry, being highly capital-intensive and cyclical in nature, requires substantial investment, long gestation periods, and is significantly impacted by global commodity price fluctuations.

In the recent period, the Company's profitability has been adversely affected due to internal and external challenges such as volatility in copper prices, fluctuations in demand from user industries,

increased raw material procurement costs, rising competition, and downward pressure on product margins. Additionally, high operating costs and the time required to achieve economies of scale have further impacted returns.

Despite these challenges, the Company remains committed to sustainable growth by focusing on efficient recycling practices, cost optimization, and maintaining strict quality standards to meet customer requirements. The management is confident that with continued innovation, process improvements, and strategic market positioning, the Company will be able to overcome prevailing challenges and improve its financial performance.

- Steps taken or proposed to be taken for improvement and expected increase in productivity and profits in measurable terms:

The Company has begun to witness encouraging signs of recovery, stability, and gradual growth in its copper manufacturing operations. A steadfast focus is being maintained on cost rationalization across functions and streamlining of business processes to drive efficiency. Key areas such as manpower utilization, supply chain management, procurement strategies, and infrastructure deployment are being reviewed to align with industry practices, optimize working capital, and strengthen cash flows.

To enhance productivity and profitability, the Company is undertaking a calibrated capacity expansion in its manufacturing facilities, with focus on optimized utilization of existing resources while minimizing gestation periods and initial costs. The recycling-based manufacturing model continues to provide sustainable and cost-effective inputs, enabling the Company to remain competitive even during volatile commodity cycles.

Further, the Company is diversifying its product mix by expanding production capabilities for new copper products in high demand within the power, electrical, and electronic industries. To support this growth, a robust marketing and distribution network is being developed both within India and in select international markets. This initiative is expected to broaden the Company's market reach, ensure faster offtake of production, and improve sales realization.

These strategic steps are already beginning to yield operational improvements, and with continued momentum, are expected to result in a steady increase in productivity and profitability in the coming periods. Over the longer term, with its focus on innovation, cost optimization, and sustained investment in the Indian power and electrical sectors, the Company aims to achieve greater market share, improved returns, and enhanced stakeholder value.

IV. Disclosures:

Your company provides utmost importance at best Governance Practices and are designated to act in the best interest of its stakeholders. Better governance practice enables the company to introduce more effective internal controls suitable to the changing nature of business operations, improve performance and also provide an opportunity to increase stakeholders understanding of the key activities and policies of the organization

In line with Regulation 15(2) of the Listing Regulations, the provisions of Corporate Governance shall not apply in respect of the following class of the Companies.

- Listed entity having paid up equity share capital not exceeding Rs. 10 Crore and Net worth not exceeding Rs. 25 Crore, as on the last day of the previous financial year;
- Listed entity which has listed its specified securities on the SME Exchange.

Since, our Company falls in the ambit of aforesaid exemption (b); hence compliance with the provisions of Corporate Governance shall not apply to the Company.

The Board recommends the resolution set out at Item No. 2 for approval of the members as a Special Resolution.

Pursuant to Section 102 of the Companies Act, 2013, the Board of Directors of the Company do hereby confirm that except the parties as aforementioned involved in this resolution to the extent of their shareholding, along with Mr. Nitin Heda, Maning Director, Ms. Khusboo Heda, Director, Mr. Aksha Heda, Chairman and Additional Director, Mr. Manish Heda, Additional Director and CFO, Mr. Prahladrai Head, Whole Time Director and none of its Director or Key Managerial Personnel and their immediate relatives are concerned or interested, financially or otherwise, in the aforesaid item no.02.

AS REGARDS REGULARISATION OF DIRECTOR AS PER ITEM NO. 2 OF THE NOTICE, THE FOLLOWING DISCLOSURES ARE MADE PURSUANT TO THE SECRETARIAL STANDARD ON GENERAL MEETINGS (“SS-2”), ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA:

Name	Mr. Manish Heda
DIN	09715675
Age	38 Years
Qualifications	B.Com



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Date of proposed Appointment on the Board	01/04/2026
Experience (Skills & Capabilities)	Mr. Manish Heda (DIN: 09715675) is the Chief Financial Officer of our Company. He has completed his Bachelor of Commerce from University of Delhi in year 2009. He has a work experience of 17 years in the field of Accounts and Finance. He is responsible for handling the financial activities of the company including finance, accounts, statutory compliance, General operations, customer relations management of the Company.
Date of first appointment on the Board	01/04/2026
Shareholding in the Company as on March 31, 2026	1113124 Equity Shares of Rs.10/- each (8.06% Equity Shares)
Relationship with other directors Manager and other Key Managerial Personnel of the company	Mr. Manish Kumar Heda (DIN: 09715675) is a son of Mr. Akshaykumar Heda (DIN: 09715674 and Brother of Mr. Nitin kumar Heda (DIN: 00383855) and Spouse of Ms. Khushboo Manishkumar Heda (DIN: 09696263)
Number of Meetings of the Board attended during the year	NA
Terms and Conditions of Appointment	As decided by the Board of Directors from time to time
List of Other Companies in which Directorship held	1 (ONE) SUNLITE ALUMINIUM PRIVATE LIMITED
Other Membership/ Chairmanship of Committees of other Boards	Nil
Past Remuneration	Nil

ITEM NO. 3

APPOINTMENT OF MS. KRISA SHAH (DIN: 10377008) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Ms. Krisa Shah (DIN: 10377008) has been appointed as an Additional Independent Director on the

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Board of the Company with effect from 01/04/2026, pursuant to Sections 149, 150, 152 read with Schedule IV and Section 161(1) of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions thereof. In terms of the provisions of Section 161 of the Companies Act, 2013, she holds office up to the ensuing Annual General Meeting of the Company.

However, in terms of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), a listed entity shall ensure that the approval of the shareholders for the appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

The Company has received all statutory disclosures and declarations necessary for the directorship of Ms. Krisa Shah (DIN: 10377008), including her written consent to act as a director (Form DIR-2), intimation in Form DIR-8 confirming non-disqualification under Section 164(2) of the Companies Act, 2013, declaration meeting independence criteria under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, and confirmation of compliance with Rule 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, regarding registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs; Ms. Krisa Shah satisfies all conditions in Schedule IV and Section 149(6) of the Companies Act, 2013 for eligibility, is not disqualified under Section 164, and has provided a declaration confirming her independence as per Section 149(6) and Regulation 16(1)(b).

In the opinion of the Board, Ms. Krisa Shah (DIN: 10377008) fulfils the conditions for appointment as an Independent Director with effect from 01/04/2026 to 31/03/2031 and is independent of the management.

The Board considers that her association would be of immense benefit to the Company and it is desirable to avail her services as an Independent Director. Accordingly, the Board recommends the Resolution for approval of the Members.

The Board recommends the resolution set out at Item No. 3 for approval of the members as a Special Resolution.

Pursuant to Section 102 of the Companies Act, 2013, the Board of Directors of the Company do hereby confirm that except the parties as aforementioned involved in this resolution none of its Director or Key Managerial Personnel and their immediate relatives are concerned or interested,

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financially or otherwise, in the aforesaid item no.03.

Further, as stipulated under Secretarial Standard-2, brief profile of Ms. Krisa Shah (DIN: 10377008) is provided below.

AS REGARDS REGULARISATION OF DIRECTOR AS PER ITEM NO. 3 OF THE NOTICE, THE FOLLOWING DISCLOSURES ARE MADE PURSUANT TO THE SECRETARIAL STANDARD ON GENERAL MEETINGS (“SS-2”), ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA:

Name	Ms. Krisa Shah
DIN	10377008
Age	33
Qualifications	B. Com Bachelor of Laws (LLB) Company Secretary
Date of proposed Appointment on the Board	01/04/2026
Experience (Skills & Capabilities)	Ms. Krisa Shah is a Fellow Member of the Institute of Company Secretaries of India with over 8 years of experience in corporate governance, SEBI compliances and secretarial practices for listed companies. She possesses expertise in SEBI (LODR, PIT, SAST) regulations, board and committee processes and various corporate actions. In view of her professional qualifications and experience, the Board considers her suitable for appointment as an Independent Director of the Company.
Date of first appointment on the Board	01/04/2026
Shareholding in the Company as on March 31, 2026	NA
Relationship with other directors Manager and other Key Managerial Personnel of the company	NA
Number of Meetings of the Board attended during the year	NA

SUNLITE RECYCLING INDUSTRIES LIMITED (Formerly known as Sunlite Alucop Private Limited)

CIN: L27200GJ2022PLC134540 | GSTIN: 24ABJCS1297A1ZI

Registered Office: Survey No. 270A & Plot No. 1, Survey No. 267, Chhatha Mile, Vill. Dantali, Ta.Vaso, Dist. Kheda-387350, Gujarat, India.



SUNLITE

RECYCLING INDUSTRIES LTD.

An ISO 9001:2015 Certified Company

Mfg. of Copper Rods, Wires, Strips & Profiles

+91 94260 09245, 93278 28252

info@sunliteindustries.com www.sunliteindustries.com

A Member of:



Terms and Conditions of Appointment	As decided by the Board of Directors from time to time
List of Other Companies in which Directorship held	1 (ONE) Winy Immigration & Education Services Limited
Other Membership/ Chairmanship of Committees of other Boards	She is Member of Audit Committee and Chairman of Nomination and Remuneration Committee in Winy Immigration & Education Services Limited
Past Remuneration	NA

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