

Steelman Telecom Limited

(Formerly known as Steelman Telecom Private Limited)



Dated: 23.02.2026

To,
The Manager
Corporate Relationship Department
Bombay Stock Exchange Limited
1st Floor, New Trading Wing,
Phiroze Jeejeebhoy Tower
Dalal Street, Fort, Mumbai-400001

Scrip Code: BSE: 543622

Dear Sir/Madam,

Subject: Submission of Notice of an Extra Ordinary-General Meeting of the Company to be held on Thursday, 19th March, 2026.

We hereby enclose the **Notice of an Extra-Ordinary General Meeting** of the Company to be held on **THURSDAY, 19TH MARCH, 2026 AT 12.00 NOON (IST) AT MANI CASADONA, FLAT NO 15E1, FLOOR NO-15, PLOT NO-IIF/04, STREETNO- 372, ACTION AREA-IIF, NEW TOWN, KOLKATA-700156.**

The said Notice of Extra-Ordinary General Meeting is being sent only through e-mails to the shareholders of the Company at their registered e-mail addresses and the same has also been uploaded on the website of the Company <http://www.steelmantelecom.com/>

This is for your information and record.

Please acknowledge receipt.

Thanking You,
Yours faithfully,

FOR STEELMAN TELECOM LIMITED
(Formerly Steelman Telecom Pvt Ltd)

**APARUPA
DAS**

APARUPA DAS
(Company Secretary & Compliance Officer)
Mb No:42450

Digitally signed by APARUPA.DAS
DN: c=IN, st=West Bengal,
2.5.4.20=2765656314359462887234793261e15e3b12b4bf387b5dd2bf
166552395446, postalCode=700030, street=CO SATYAJIT GHOSH
MEGHODOT APARTMENT 24DA 5KB SARANI S.K.B SARANI South
Dum Dum, m.pseudonym=1124cd6d641924810b7aee4846f6c,
serial=1805,
serialNumber=948391, c23=C=IN, cn=APARUPA.DAS
76B4e855cac47db1, o=Personal, cn=APARUPA.DAS
Date: 2026.02.23 15:09:00 +05'30'

Encl.: As above

Corporate Office: Mani Casadona, Flat No 15E1, Floor No-15, Plot No-IIF/04, Street No-372, Action Area-IIF, New Town, Kolkata-700156. Website: www.steelmantelecom.com | Email: contact@steelmantelecom.in | Phone No. +91-8443022233

| CIN No. L55101WB2003PLC096195

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT AN EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF M/S STEELMAN TELECOM LIMITED ('THE COMPANY') WILL BE HELD ON THURSDAY, 19TH MARCH, 2026 AT 12.00 NOON (IST) AT MANI CASADONA, FLAT NO 15E1, FLOOR NO-15, PLOT NO-IIF/04, STREETNO-372, ACTION AREA-IIF, NEW TOWN, KOLKATA-700156, TO TRANSACT THE FOLLOWING SPECIAL BUSINESSES:

SPECIAL BUSINESS:

ORDINARY RESOLUTION

- 1. APPROVAL FOR INCREASE IN AUTHORISED SHARE CAPITAL AND ALTERATION OF THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.**

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

“RESOLVED THAT, pursuant to the provisions of Section 61 read with Section 64 and other applicable provision, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereto) and the rules framed thereunder, the consent of the members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from existing **Rs. 11,00,00,000/- (Rupees Eleven Crore only) divided into 1,10,00,000 (One Crore Ten Lakhs) Equity Shares of Rs 10/- each to Rs. 12,50,00,000/- (Rupees Twelve Crore Fifty Lakhs only) divided into 1,25,00,000 (One Crore Twenty-Five Lakhs) Equity Shares of Rs. 10/- each** by creation of additional Rs.1,50,00,000 (One Crore Fifty Lakh) Equity Share Capital consisting of 15,00,000 (Fifteen Lakhs) Equity Share of Rs. 10/- each ranking Pari passu in all respects with the existing Equity Shares of the Company.

“FURTHER RESOLVED THAT, in compliance with the provisions of section 13,61,64 of the Companies Act,2013 and other applicable provisions of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) the existing Clause V appearing in the of the Memorandum of Association be substituted with the following new clause:

- V.** The Authorized Share Capital of the Company is Rs. 12,50,00,000/- (Rupees Twelve Crore Fifty Lakhs) divided into 1,25,00,000 (One Crore Twenty-Five Lakhs) Equity Shares of Rs 10/- each with the right, privileges and conditions attached thereto are provided by the regulations of the Company for the time being , with the power to increase and reduce the capital of the company and to divide all the shares in the capital for the time being into several classes and to attach thereto respectively such preferential rights, privileges and conditions as may be determined by or in accordance with the regulations of the Company . The rights of the preference shall be determined at the time of issue thereof.

“RESOLVED FURTHER THAT, Mr. Mahendra Bindal(DIN:00484964),Managing Director, Mr. Girish Bindal (DIN:00484979) Executive Director cum Chairman and Mrs. Aparupa Das, Company Secretary cum Compliance Officer of the Company be and are hereby severally authorized to do all such acts,

deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

SPECIAL BUSINESS:

SPECIAL RESOLUTION

2. APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS TO BE ENTERED INTO BY THE COMPANY WITH ITS RELATED PARTIES

To consider, and, if thought fit, approve the material related party transaction(s) proposed to be entered into by the Company during Financial Years 2025-26 and 2026-27 and to pass the following resolutions as a Special Resolution:

“RESOLVED THAT, pursuant to the applicable provisions of the Companies Act, 2013 read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (“Board”), for entering into and / or carrying out and / or continuing with existing contracts / arrangements/ transactions or modification(s) of earlier/ arrangements/transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise), with the Related Parties of the company, as per the details set out in the explanatory statement annexed to this notice, notwithstanding the fact that the aggregate value of all these transaction(s), whether undertaken directly by the Company or along with its subsidiary(ies), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time, provided, however, that the said contract(s)/ arrangement(s)/ transaction(s) shall be carried out at an arm’s length basis and in the ordinary course of business of the Company.

“RESOLVED FURTHER THAT, Mr. Mahendra Bindal (DIN: 00484964), Managing Director, Mr. Girish Bindal (DIN: 00484979), Executive Director & Chairman, and Mrs. Aparupa Das, Company Secretary & Compliance Officer of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things, and to execute all such documents, agreements, undertakings, filings and writings as may be necessary, proper or expedient to give effect to this Resolution, including making necessary filings with statutory authorities and settling any questions, difficulties or doubts that may arise in this regard.”



BY ORDER OF THE BOARD OF DIRECTOR

Sd/-Aparupa Das

APARUPA DAS
COMPANY SECRETARY & COMPLIANCE OFFICER
(Membership No: A42450)

DATE: 18.02.2026

PLACE: Mani Casadona, Flat No 15E1, Floor No-15, Plot No-IIF/04, Street No-372, Action Area-IIF,
New Town, Kolkata-700156

Notes:

1. **PURSUANT TO THE PROVISIONS OF THE COMPANIES ACT,2013 (ACT) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRA ORDINARY GENERAL MEETING (THE "EGM")** is entitled to appoint a proxy to attend and vote on a poll instead of him/herself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight (48) hours before the commencement of the Meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. Corporate members intending to send their authorised representatives pursuant to Sections 112 and 113 of the Act, as the case may be, to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the EGM or remote e-voting system, not later than 48 hours before the scheduled time of the commencement of the Meeting. They are also requested to send their resolution through email cs@steelmantelecom.com and info@steelmantelecom.in mentioning within the stipulated time, as mentioned above.
3. The Explanatory Statement, according to Section 102 of the Act setting out material facts concerning business under Item Nos 1 to 2 of the Notice is annexed hereto.
4. The Register of Member and Share Transfer Book of the company will remain closed from **Friday, 13th March 2026 to Thursday, 19th March, 2026** (both days inclusive).

Corporate Office: Mani Casadona, Flat No 15E1, Floor No-15, Plot No-IIF/04, Street No-372, Action Area-IIF, New Town,
Kolkata-700156. Website: www.steelmantelecom.com | Email: contact@steelmantelecom.in | Phone No. +91-8443022233

| CIN No. L55101WB2003PLC096195

5. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company / Registrar.
6. The Securities and Exchange Board of India (SEBI) recently mandated furnishing of PAN, KYC details (i.e. Postal Address with PIN Code , E-mail Address, Mobile No, Bank Account details) and Nomination details of Holders of Securities effective from 1st January, 2022 , any service requests or complaints received from the member, will not be processed by RTA till the aforesaid details / documents are provided to RTA .On and after 1st April,2023, in case any of the cited document/ details are not available in the Folio(s) , RTA shall be constraint to freeze such Folio(s) .Relevant details and the Forms are prescribed by SEBI.
7. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company by submitting Form No.SH-13 If the member desired to cancel the earlier Nomination and Record a fresh Nomination, He / She may submit the same in Form SH-14.
8. As per Regulation 40 of the SEBI (LODR), as amended, securities of Listed Companies can be transferred only in dematerialized form with effect from 1st April 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company's Registrar for assistance in this regard.
9. Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules 2014, the company is pleased to provide the member the facility to exercise their right to vote at the Extra Ordinary General Meeting held as on date 19.03.2026 by electronic means. The Business may be transacted through e-voting service provided by NSDL.
10. The Members can enter the venue and join the EGM 30 minutes before the scheduled time of the commencement of the Meeting.
11. The Notice of an Extra Ordinary General Meeting of the Company is being sent only by email to those members whose email addresses are registered with the Company/Depository Participant(s). The Notice convening the Extra Ordinary General Meeting of the Company has been uploaded on the website of the Company.
12. In case of Joint Holders attending the Meeting, the Member whose name appears as the first holders in the order of names as per the Register of Members of the Company will be entitled to vote.
13. Members who have cast their vote on Resolution (s) by remote e-Voting prior to EGM will also be eligible to participate at the EGM but shall not be entitled to cast their vote on such Resolution(s) again.

14. **Mr. Saurabh Basu (C.P. No.14347, Mb No: 18686) Practicing Company Secretary, proprietor of M/S S. BASU & ASSOCIATES**, Practicing Company Secretary Firm has been appointed as the Scrutinizer by the Board for providing facility to the Members of the Company to scrutinize remote e-Voting process in a fair and transparent manner.
15. The Chairman shall, at the EGM, at the end of discussion on the Resolutions on which voting is to be held, allow voting. The e-voting module during the EGM shall be disabled by NSDL for voting 15 minutes after the conclusion of the Meeting.
16. The Scrutinizer shall immediately after the conclusion of voting at the EGM, unblock the votes cast and make, not later than 48 hours of conclusion of the EGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who will acknowledge the receipt of the same and declare the result of the voting forthwith.
17. The results will be declared within 48 hours of conclusion of the Extra Ordinary General Meeting. The results declared along with the Scrutinizer's Report shall be placed on the Company's website.
18. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of EGM i.e Thursday, 19th march, 2026.
19. Members are requested to put their signature at the space provided on the attendance slip annexed to the proxy form and handover the slip at the entrance of the place of the meeting.
20. Members are requested to bring their copies of the Notice to the meeting.
21. Shareholders desiring any information are requested to write to the Company at an early date so as to enable the management to keep the information ready at the meeting, to reach the Company Email address at cs@steelmantelecom.com and info@steelmantelecom.in before 1 P.M. (IST) on Thursday, 12th March, 2026. Members who would like to express their views / ask questions at the Meeting may pre-register themselves by send a request from their registered email address mentioning their names , DP ID and Client id, Mobile No at cs@steelmantelecom.com and info@steelmantelecom.in between Monday, 02nd March, 2026 to Thursday, 12th March, 2026.
22. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays and Sundays, during business hours up to the date of the Meeting.
23. Members who have not registered their e-mail addresses so far are requested to register their email address for receiving all communication including Notices, Circulars, etc. from the Company electronically.
24. The Notice is being sent to all the Shareholders vide email, whose names appear on the Register of Shareholders.
25. The process and manner for remote e-voting are as under:

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER: -

The remote e-voting period begins on Monday, 16th March, 2026 at 09:00 A.M and ends on Wednesday, 18th March, 2026 at 05.00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Thursday, 12th March, 2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Thursday, 12th March, 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility. Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 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 e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-



	<p>Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are 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</p> <ol style="list-style-type: none"> 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>   </div> <div style="display: flex; justify-content: space-around; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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. Additionally, there is also links provided to access the system of all e-



	<p>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 & New System Myeasi 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>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

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

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

Login type	Helpdesk details
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>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</p>

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.



How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?



- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsd.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsd.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 8. Now, you will have to click on "Login" button.
 9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.**How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to pcs.saurabhbasu@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@steelmantelecom.com and info@steelmantelecom.in
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to (cs@steelmantelecom.com and info@steelmantelecom.in). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode**.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.



4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

BY ORDER OF THE BOARD OF DIRECTOR

Sd/-Aparupa Das

APARUPA DAS
COMPANY SECRETARY & COMPLIANCE OFFICER
(Membership No: A42450)

DATE: 18.02.2026

PLACE: Mani Casadona, Flat No 15E1, Floor No-15, Plot No-IIF/04, Street No-372, Action Area-IIF, New Town, Kolkata-700156.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013.

The following explanatory statement relating to the accompanying notice set out all material facts:

ITEM NO: 1

The present Authorized Share Capital of the Company is Rs. 11,00,00,000/- (Rupees Eleven Crore only) divided into 1,10,00,000 (One Crore Ten Lakhs) Equity Shares of Rs. 10/- each.

In order to meet the Company's future growth plans, fund raising requirements, expansion activities, and to enable the Company to issue further shares as and when required, it is proposed to increase the Authorized Share Capital of the Company from existing Rs. 11,00,00,000/- (Rupees Eleven Crore only) divided into 1,10,00,000 (One Crore Ten Lakhs) Equity Shares of Rs. 10/- each to Rs. 12,50,00,000/- (Rupees Twelve Crore Fifty Lakhs only) divided into 1,25,00,000 (One Crore Twenty-Five Lakhs) Equity Shares of Rs. 10/- each by creation of additional 15,00,000 (Fifteen Lakhs) Equity Shares of Rs. 10/- each ranking pari passu in all respects with the existing Equity Shares of the Company.

Pursuant to the provisions of Section 61 and Section 64 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder, increase in Authorized Share Capital requires approval of the Members of the Company. Consequent upon the increase in Authorized Share Capital, Clause V of the Memorandum of Association of the Company is required to be altered to reflect the increased share capital.

The proposed alteration of **Clause V** of the Memorandum of Association is set out in the Resolution forming part of the Notice.

A copy of the Memorandum of Association of the Company along with the proposed amendments will be available for inspection by the Members at the Registered Office of the Company during business hours on all working days up to the date of the Extra-Ordinary General Meeting.

None of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 1 of the Notice, except to the extent of their shareholding, if any, in the Company.

The Board recommends the **Ordinary Resolution** which comes under the Special Business category for approval by the shareholders of the Company.

ITEM NO: 2

As required by Section 102 of the Companies Act, 2013 (the "**Act**"), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**SEBI Listing Regulations**"), the following Explanatory Statement sets out material facts relating to the business mentioned under Item No. 2 of the accompanying Notice dated **18th February, 2026**:

The provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, mandates prior approval of members by means of a special resolution for all material related party transactions and subsequent material modifications as defined by the audit

committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis. Effective from April 1, 2022, a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary(ies), exceed(s) Rs.1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower.

The Company proposes to enter into certain related party transaction(s) as mentioned below, on mutually agreed terms and conditions, and the aggregate of such transaction(s), are expected to cross the applicable materiality thresholds as mentioned above. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the Company. All the said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

The Audit Committee has, on the basis of relevant details provided by the management, as required by the law, at its meeting held on **Wednesday, 18th February, 2026**, reviewed and approved the said transaction(s), subject to approval of the Members, while noting that such transaction shall be on arms' length basis and in the ordinary course of business of the Company.

Your Board of Directors considered the same and recommends passing of the resolution contained in Item No.2 of this Notice.

In terms of SEBI Circular dated June 26, 2025 on Industry Standards on "**Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions**" ("RPT Industry Standards"), which is effective from September 01, 2025, the explanatory statement contained in this Notice provides the required information:

Pursuant to the SEBI Circular dated June 26, 2025, the Minimum Information relating to the proposed related party transaction(s) is provided as under:

Sr No	Particulars of the information	Information provided by the Management	Information provided by the Management
A. Details of the related party and transactions with the related party			
1	Name of the related party	E C WHEEL INDIA PRIVATE LIMITED.	EDP SOFTWARE LIMITED
2	Country of incorporation of the related party	INDIA	INDIA
3	Nature of business of the related party	Electric Vehicle Business	Manpower Service
B. Relationship and ownership of the related party			
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party — including nature of its concern (financial or otherwise) and the following:	SUBSIDIARY	ENTERPRISES HAVING SIGNIFICANT INFLUENCE
2	Shareholding of the listed entity / subsidiary (in case of transaction involving the	50.08%	NIL

	subsidiary), whether direct or indirect, in the related party.		
3	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	N/A	N/A
4	Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	YES	YES
C	Type and particulars of proposed transactions	LOAN	LOAN
D	Material terms of the proposed transactions	Transactions in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in. For tenure, value and applicable terms, refer S/N E & F respectively.	Transactions in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in. For tenure, value and applicable terms, refer S/N E & F respectively.
E	Tenure of the proposed transactions	Upto 31.03.2027	Upto 31.03.2027
F	Value of the proposed transactions during the period	20 CR – LOAN 20 CR - TRANSACTION	10 CR – LOAN 18 CR – TRANSACTION
G	Whether omnibus approval is being sought?	YES	YES
H	Total transactions for past three years	4977.04 LAKHS	969.38 LAKHS
I	Percentage of annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	10.00 %	10.00%
J	Justification of the proposed transactions	The Board considers that the proposed related party transactions are in ordinary course of business and at arm's length basis and play	The Board considers that the proposed related party transactions are in ordinary course of business and at arm's length basis and play

		a vital role in the growth of business of the entity.	a vital role in the growth of business of the entity.
K	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made	N/A	N/A
L	Name of the Director or KMP who is related, if any, and the nature of their relationship	MR. MAHENDRA BINDAL (DIRECTOR) MR. MAYANK BINDAL – (RELATIVE)	MR. MAHENRA BINDAL (DIRECTOR) MR. MAYANK BINDAL – (RELATIVE)
M	Any other relevant information		
Following additional disclosures to be made in case of loans, inter-corporate deposits, advances or investments made or given			
1	Source of funds	LOAN	LOAN
2	In case any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investment: <ul style="list-style-type: none"> • Nature of indebtedness. • Cost of funds; and • Tenure of the indebtedness 	N/A	N/A
3	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	ROI – 9% P.A (UNSECURED)	ROI – 9% P.A (UNSECURED)
4	Purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	ENHANCEMENT OF BUSINESS	ENHANCEMENT OF BUSINESS

The material related party transactions as set out in Item Nos. 2 of this Notice have been unanimously approved by the Independent Directors on the Audit Committee.

Mr. Mahendra Bindal, and their relatives are deemed to be concerned with or interested in resolution no. 2 of this Notice.

None of the other Directors, Key Managerial Personnel of the Company and their respective relatives, are in any way, concerned or interested, financially or otherwise, except to the extent of their shareholding in the Company, if any, in the proposed resolution, as set out in Item no. 2 of this Notice. The Board recommends passing the Special Resolutions as set out in Item no. 2 of this Notice, for approval by the Members of the Company.



BY ORDER OF THE BOARD OF DIRECTOR

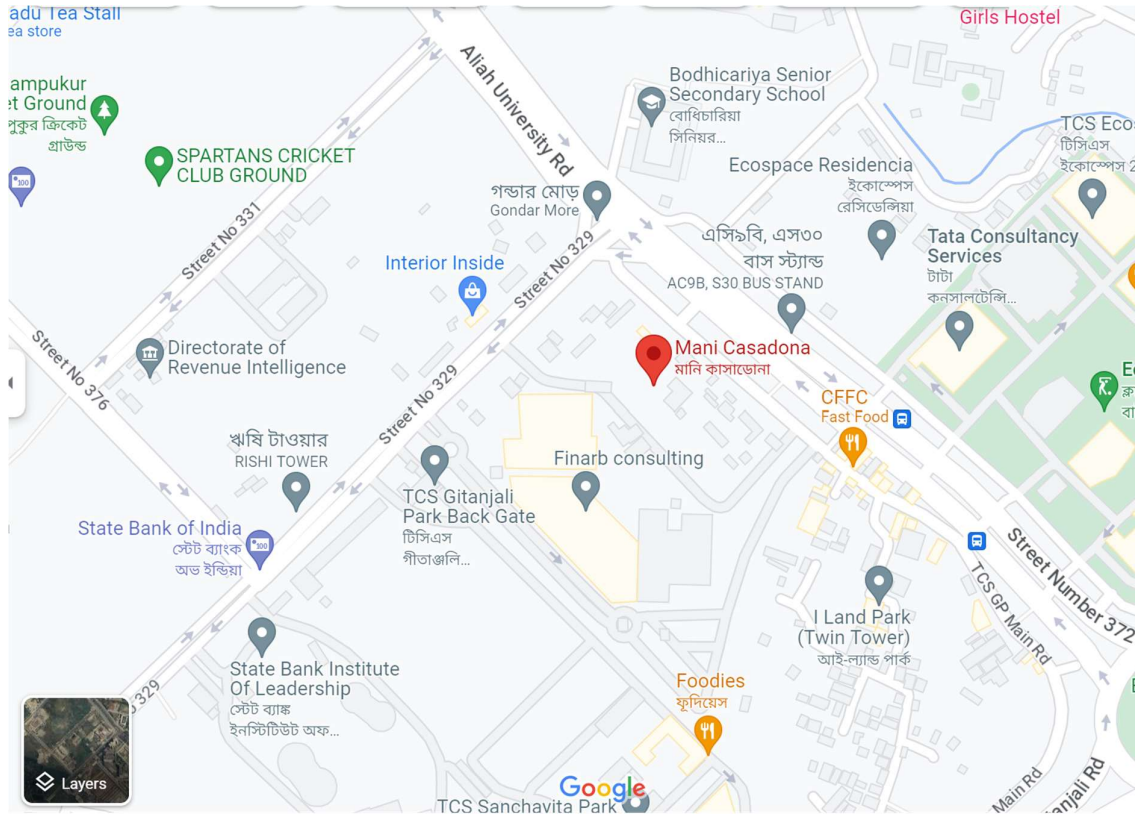
Sd/-Aparupa Das

**APARUPA DAS
COMPANY SECRETARY & COMPLIANCE OFFICER
(Membership No: A42450)**

DATE: 18.02.2026

PLACE: Mani Casadona, Flat No 15E1, Floor No-15, Plot No-IIF/04, Street No-372, Action Area-IIF,
New Town, Kolkata-70015

ROUTE MAP TO THE EGM VENUE



BALLOT PAPER-(MGT-12)

Sr. No.

Date of EGM	Thursday, 19 th day of March, 2026
Time	12:00 NOON (IST)
Venue	MANI CASADONA, FLAT NO 15E1, FLOOR NO-15, PLOT NO-IIF/04, STREETNO-372, ACTION AREA-IIF, NEW TOWN, KOLKATA-700156

Sl. No.	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	
5.	No. of shares	

I hereby exercise my vote in respect of resolutions enumerated below by recording my assent or dissent to the said resolutions in the following manner:

Item No.	SPECIAL BUSINESS	No. of shares held by me	I assent to the resolution	I dissent from the resolution
1.	Approval for increase in Authorized Share Capital and alteration of the capital clause in the memorandum of association of the company.			
2.	Approval of Material Related Party Transactions to be entered into by the company with its Related Parties.			

Place: Kolkata
Date:18.02.2026

(Signature of the shareholder)

Corporate Office: Mani Casadona, Flat No 15E1, Floor No-15, Plot No-IIF/04, Street No-372, Action Area-IIF, New Town, Kolkata-700156.

Website: www.steelmantelecom.com | Email: contact@steelmantelecom.in | Phone No. +91-84430222333 | CIN No.

L55101WB2003PLC096195

PROXY FORM
Form No. MGT-11

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

Name of the Member(s):	
Registered Address:	
E-mail ID:	
Folio No./Client ID:	
DP ID:	

I/We, being the member(s), holding.....shares of the above named company, hereby appoint:

(1) Name..... Address.....
E-mail ID..... Signature.....or failing him/her,

(2) Name..... Address.....
E-mail ID..... Signature.....or failing him/her,

(3) Name..... Address.....
E-mail ID..... Signature.....

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **Extra Ordinary General Meeting** of the Company to be held on **Thursday, 19th March, 2026 at 12:00 NOON at MANI CASADONA, FLAT NO 15E1, FLOOR NO-15, PLOT NO-IIF/04, STREET NO-372, ACTION AREA-IIF, NEW TOWN, KOLKATA-700156** and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	For	Against
Special Business			
1.	Approval for increase in Authorized Share Capital and alteration of the capital clause in the memorandum of association of the company.		
2.	Approval of Material Related Party Transactions to be entered into by the company with its Related Parties.		

Signed this.....day of..... 2026
Signature of Shareholder(s).....
Signature of Proxy holder(s).....

Affix Revenue Stamp

Note:

- This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
- For the RESOLUTIONS and Notes please refer to the Notice of the Extra Ordinary General Meeting.

ATTENDANCE SLIP

Registered Folio/DP ID & Client ID No.	
Name and address of the shareholder(s)	

I/We.....R/o..... hereby record my/our presence at the **Extra Ordinary General Meeting** of the Company to be held on **Thursday, 19th March, 2026 AT 12:00 NOON AT MANI CASADONA, FLAT NO 15E1, FLOOR NO-15, PLOT NO-IIF/04, STREET NO-372, ACTION AREA-IIF, NEW TOWN, KOLKATA-700156.**

 Member's Folio/DP ID/Client ID No. Member's/Proxy's name in Block Letters Member's/Proxy's Signature

ELECTRONIC VOTING PARTICULARS

(EVEN) Electronic Voting particulars	User ID	Password
138632		

Note: Please complete the Folio / DP ID-Client ID No. and name, sign this Attendance Slip and hand it over at the Attendance Verification Counter at the ENTRANCE OF THE MEETING HALL.