



SINGER INDIA LIMITED

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(CIN: L52109DL1977PLC025405)

POSTAL BALLOT NOTICE

**[Pursuant to Section 110 of the Companies Act, 2013, read with
Rules 20 and 22 of the Companies (Management and
Administration) Rules, 2014]**

Dear Member(s),

Notice of Postal Ballot is hereby given to the members of the Company pursuant to Section 108 and 110 of the Companies Act, 2013, (the "Act"), Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("**Rules**"), read with the General Circular No. 17 / 2020 dated April 13, 2020, in relation to extension of framework "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid -19" and subsequent circulars issued in this regard, the latest being General Circular No. 09/2024 dated September 19, 2024, in relation to extension of the framework provided in the aforementioned circulars up to September 30, 2025, ("MCA Circulars") issued by the Ministry of Corporate Affairs, Government of India, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 and relevant circulars thereof, Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), including any statutory amendment(s), modification(s), variation(s) or reenactment (s) thereof, for the time being in force, and pursuant to such other applicable laws and regulations, the resolution appended herein below are proposed to be passed as Special Resolution by the members of the Company through postal ballot only by voting through

electronic means (remote e-voting/e-voting).

In accordance with the MCA Circulars and in compliance with the provisions of Sections 108 and 110 of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 SEBI Listing Regulations, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. The Postal Ballot Notice is being sent in electronic mode to those Members whose e-mail addresses are registered with the Company /Depositories and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date February 07, 2025. Members are requested to read the instructions in the Notes to this Postal Ballot Notice so as to cast their votes electronically. Each Member's voting rights shall be in proportion to his/her share of the paid-up equity share capital of the Company as on Cut-off date, which will only be considered to avail the facility of remote e-voting. The e-voting will commence on Wednesday, February 12, 2025, from 9:00 a.m. (IST) and will end on Thursday, March 13, 2025 to 5:00 p.m. (IST).

In compliance with the requirements of the MCA Circulars, physical copy of Notice along with Postal Ballot Forms and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot and they are required to communicate their assent or dissent through the remote e-voting system only.

The Explanatory Statement pursuant to Section 102(1) of the Act pertaining to the said Resolution setting out the material facts and the reasons thereof is annexed hereto along with the Postal Ballot Notice. The Notice will also be placed on the website of the Company www.singerindia.com.

In compliance with Rule 22(5) of the Rules, the Board of Directors has appointed M/s. Varuna Mittal & Associates, a Company Secretary in practice and a peer-reviewed firm, as Scrutinizer for conducting the Postal Ballot, through the e-voting process, in a fair and transparent manner.

The Company has engaged the services of National Securities Depository Limited ("NSDL") for facilitating e-voting. The Company has made necessary arrangements with MCS Share Transfer Agents Limited, Registrar and Share Transfer Agent ("RTA") to enable the Members to register their e-mail address. Those Members who have not yet registered their e-mail address are requested to register the same by following the procedure set out in this Postal Ballot Notice.

Members desiring to exercise their vote through the e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice not later than 5:00 p.m. (IST) on Thursday, March 13, 2025. The e-voting facility will be disabled by NSDL immediately thereafter and will not be allowed beyond

the said date and time.

The Scrutinizer will submit its report to the Chairman or any other person authorised by the Chairman in writing for this purpose after completion of the scrutiny and results of the Postal Ballot would be announced not later than 2 working days from the conclusion of the e-voting i.e. by March 15, 2025 and the resolution will be taken as passed, if the results of e-voting indicate that the requisite majority of the Members had assented to the Resolution. The Scrutinizer's decision on the validity of e-voting shall be final. The results will be published on the website of the Company i.e. www.singerindia.com and will be communicated to the Stock Exchanges where the Company's shares are listed. The results will also be posted on the website of BSE Limited i.e. www.bseindia.com and website of National Securities Depository Limited (NSDL) i.e. www.evoting.nsdl.com.

You are requested to peruse the following proposed Resolution along with the Explanatory Statement and thereafter record your assent or dissent by means of remote e-voting facility only.

PROPOSED RESOLUTION:

1. Approval of the appointment of Mr. Hemant Sachdev, (DIN: 01635195) as a Non-Executive Independent Director of the Company.

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160, 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re- enactment(s) thereof, for the time being in force) and Articles of Association of the Company, based on the recommendation of Nomination & Remuneration Committee and Board of Directors of the Company, consent of the members of the Company be and is hereby accorded to appoint Mr. Hemant Sachdev (DIN: 01635195) as Non-Executive Independent Director of the Company, not liable to retire by rotation, who was appointed as an Additional Director (Independent Director) of the Company with effect from December 17, 2024 to hold office up to the date of forthcoming Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act, proposing his candidature for the office of Director, to hold office for a term of 5 (five) consecutive years commencing from December 17, 2024 to December 16, 2029.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof), be and are hereby severally authorized to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to the aforesaid resolution.”

By the order of Board of Directors

Singer India Limited

Sd/-

Rupinder Kaur

Company Secretary

Place: New Delhi

Date: 10.02.2025

NOTES:

1. The relevant Explanatory Statement pursuant to Section 102 read with Section 110 of the Companies Act, 2013 ('Act') and Rule 22 of the Companies (Management and Administration) Rules, 2014 setting out the material facts and reasons for the proposed Resolution of the Postal Ballot Notice is appended herein below for your consideration. The approval of the Members of the Company is being sought through the remote e-voting facility only.
2. In compliance with the MCA Circulars, this postal ballot notice is being sent by e-mail to all the Members, whose names appear on the register of Members/list of beneficial owners as received from National Securities Depository Ltd ("NSDL") and Central Depository Services (India) Ltd ("CDSL") as on Friday, February 07, 2025 (the "Cut-Off Date") and who have registered their e-mail addresses in respect of electronic holdings with the depository through the concerned depository participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, M/s MCS Share Transfer Agents Limited ("RTA") and will be sent to those members who will register their e-mail address in accordance with the process outlined in this Notice. For Members who have not registered their e-mail IDs, please follow the instructions given under point 16.
3. As per the MCA Circulars, physical copies of the Postal Ballot Notice, postal ballot forms and pre-paid business reply envelopes are not being sent to Members for this postal ballot. Members are requested to provide their assent or dissent through Remote e-Voting only. The Company has engaged the services of NSDL to provide Remote e-Voting facility to its members.
4. A copy of the Postal Ballot Notice is available on the website of the Company at www.singerindia.com, website of the stock exchange i.e. BSE Limited at www.bseindia.com and on the website of our e-Voting agency i.e. National Securities Depository Limited

('NSDL') e-voting website at www.evoting.nsdl.com.

5. All material document(s) will be available electronically for inspection by the Members from the date of circulation of this Notice up to the conclusion of the remote e-voting period i.e. Thursday, March 13, 2025. Members seeking to inspect such documents may send a request to secretarial@singerindia.com from their registered e-mail addresses mentioning their names, folio numbers/DP ID and Client ID.
6. The Members are requested to read the instructions carefully and complete the remote e-voting. The voting through electronic means will commence from Wednesday, February 12, 2025, from 9:00 a.m. (IST) and will end on Thursday, March 13, 2025, to 5:00 p.m. (IST). A Member cannot exercise his vote by proxy on postal ballot. The remote e-voting will be blocked by NSDL immediately thereafter and will not be allowed beyond the said date and time.
7. Members are requested to cast their vote through the remote e-voting process not later than 5:00 p.m. IST on Thursday, March 13, 2025, in order to be eligible for being considered, failing which it will be strictly considered that no vote has been received from the Member. Once the votes on the Resolution are casted by the Member, the Member shall not be allowed to change these subsequently.
8. The Board of Directors of the Company, at its meeting held on Monday, February 10, 2025, has appointed M/s. Varuna Mittal & Associates, a Company Secretary in practice and a peer-reviewed firm, as the Scrutinizer (hereinafter referred as the "Scrutinizer"), for conducting the Postal Ballot and e-voting process in a fair and transparent manner and in accordance with the provisions of the Act and the rules made thereunder. After completion of scrutiny of the votes, the Scrutinizer will submit its report to the Chairman or any other authorized officer of the Company. The results of the remote e-voting conducted through postal ballot (through the remote e-voting process) will be announced by the Chairman or any other person authorised by the Chairman in writing for this purpose on or before Saturday, March 15, 2025. The Scrutinizer's decision on the validity of the e-voting shall be final and binding. The results declared along with the Scrutinizer's Report would be displayed at the Registered Office of the Company as well as communicated to BSE Limited

("BSE") where the shares of the Company are presently listed. Additionally, the results will also be displayed on the Company's website viz. www.singerindia.com.

9. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off Date i.e. Friday, February 07, 2025. Members whose names appear in the Register of Members / List of Beneficial Owners as on the Cut-off Date shall only be considered eligible for the purpose of Remote e-Voting and those members would be able to cast their votes and convey their assent or dissent to the proposed resolution only through the Remote e-Voting process. Any person who is not a Member as on the Cut-off date should treat this Postal Ballot Notice for information purpose only.

10. Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/RTA/Depositories) shall be entitled to vote in relation to the aforementioned resolution in accordance with the process specified in this Postal Ballot Notice. A Member cannot exercise his vote by proxy on Postal Ballot.

11. Resolutions, if passed by the Members through postal ballot are deemed to have been duly passed on the last date specified for the remote e-voting i.e. Thursday, March 13, 2025, in terms of Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India.

12. After sending the notice of Postal Ballot through email, an advertisement shall be published in English newspaper and Hindi newspaper, each with wide circulation in the district, where the Registered Office of the Company is situated, and also on the Company's website: www.singerindia.com.

13. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.singerindia.com and on the website of NSDL www.evoting.nsdl.com immediately after the result is declared by the Chairman or any other person authorized by him, and the same shall be communicated to the Stock Exchange, where the equity shares of the Company are listed. The results shall also be displayed on the noticeboard at the Registered Office of the Company.

14. The Resolution, if approved by the requisite majority through Postal Ballot, shall be deemed to have been passed on Thursday, March 13, 2025, i.e. the last date specified for receipt of votes through the remote e-voting process.

15. SEBI vide its Circular dated 3rd November, 2021, has reiterated that it is mandatory for all holders of physical securities to furnish their PAN as well as KYC to the RTA (Registrar and Share Transfer Agent) of the Company in respect of all concerned Folios and the Folios wherein even any one of the PAN, Address with PIN Code, Email address, Mobile Number, Bank Account details, Specimen Signature and Nomination by holders of physical securities are not available on or after April 1, 2023, shall be frozen by the RTA. SEBI has introduced Form ISR - 1 along with other relevant forms to lodge any request for registering PAN, KYC details or any change/ updation thereof. In terms of the aforesaid SEBI Circular, effective from 1st January 2022, any service requests or complaints received from the member, are not processed by RTA till the aforesaid details/ documents are provided to RTA.

Members may also note that SEBI vide its Circular dated January 25, 2022, has mandated listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/ splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to dematerialize the shares held by them in physical form. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4.

Relevant details and forms prescribed by SEBI in this regard is available on the website of the Company at www.singerindia.com ,for information and use by the Shareholders. Members can send the documents by any one of the following modes.

Sending hard copy of the said forms along with required documents to our RTA, M/s MCS Share Transfer Agent Limited (Unit: Singer India Limited) **MCS SHARE TRANSFER AGENT LIMITED, 179-180, DSIDC Shed, 3rd Floor, Okhla Industrial Area, Phase – 1, New Delhi –**

110020, Phone: 011 – 41406149 – 51 Email:admin@mcsregistrars.com; or

- In Person Verification (IPV) of the said forms and required documents at the office of our RTA, M/s MCS Share Transfer Agent Limited (Unit: Singer India Limited), **179-180, DSIDC Shed, 3rd Floor, Okhla Industrial Area, Phase – 1 , New Delhi - 110020**; or;
- Through electronic mode, by downloading the said forms and filling the same through electronic mode with e-signature. The required documents should be emailed to the RTA of the Company at admin@mcsregistrars.com / helpdeskdelhi@mcsregistrars.com

You are requested to kindly take note of the same and update your particulars timely.

Members who are holding shares in demat mode are requested to notify any change in their residential address, Bank A/c details and/ or email address immediately to their respective Depository Participants.

16.The details of the process and manner for Remote e-Voting are explained herein below:

Process to 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
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> 1. 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-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. 2. 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 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>  App Store  Google Play </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 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. 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. 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. 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>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
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000.
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911.

B) Login Method 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.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in 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.
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 vmcorporatelifings@gmail.com with a copy marked to evoting@nsdl.co.in. 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. Palkavi Mhatre at evoting@nsdl.co.in

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 secretarial@singerindia.com.

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 secretarial@singerindia.com. If you are an Individual shareholder 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.co.in 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 the order of Board of Directors

Singer India Limited

Sd/-

Rupinder Kaur

Company Secretary

Place: New Delhi

Date: 10.02.2025

Explanatory Statement under Section 102 of the Companies Act, 2013:

Item No. 1:

The Board of Directors of the Company based on the recommendation of Nomination and Remuneration Committee, has appointed Mr. Hemant Sachdev (DIN: 01635195) as an Additional Director (Non-Executive Independent Director) of the Company w.e.f. December 17, 2024, and recommended his appointment as a Non-Executive Independent Director of the Company for a term of five consecutive years, not liable to retire by rotation, subject to the approval of Members.

The Company has received a notice under Section 160 of the Act, from him proposing his candidature as a Director of the Company.

The Company has received requisite consent and declarations from Mr. Hemant Sachdev (including confirmation that he meets the criteria of independence as prescribed under Section 149(6), Schedule IV and relevant rules of the Act and Regulation 16(1)(b) & 25 of Listing Regulations. He is neither disqualified from being appointed as Director in terms of provisions of the Act nor debarred from being appointed to the office of Director by virtue of any order of SEBI or any such other authority.

Considering his tremendous experience in the industry and appropriate skills, experience, expertise and knowledge that, he possesses, it is strongly believed that with his appointment on Board as an Independent Director the Company would be immensely benefitted by way of strategic guidance. In the opinion of the Board, he fulfils the conditions specified in the said Act and SEBI Listing Regulations and is independent to the Management. Further, the role and capabilities as required in the case of an independent director along with defined list of core skills/expertise/ competencies etc., in the context of its business and sector for it to function effectively have also been well defined. The NRC of the Board has evaluated the profile of Mr. Sachdev and concluded that he possesses the relevant skill and capabilities to discharge the role of Independent Director.

Therefore, it is proposed that Mr. Hemant Sachdev be appointed as an Independent Director of the Company for a term of 5 (five) consecutive years i.e. from December 17, 2024, to December 16, 2029, and he shall not be liable to retire by rotation.

A brief profile of Mr. Hemant Sachdev along with format of Letter of Appointment of Independent Director setting out the terms and conditions is available on the website of the Company i.e. www.singerindia.com.

Other requisite details of Mr. Hemant Sachdev as required under Regulation 36 of Listing Regulations and Secretarial Standards on General Meetings (SS-2) is provided under **Annexure-1** to this Notice.

Except Mr. Hemant Sachdev, none of the Directors, Promoters and Key Managerial Personnel of the Company or their respective relatives are in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 1 of this Notice.

The Board recommends the resolution as set out at Item No. 1 of this Notice for approval by the Members as a Special Resolution in accordance with Regulation 25(2A) of the Listing Regulations.

By the order of Board of Directors

Singer India Limited

Sd/-

Rupinder Kaur

Company Secretary

Place: New Delhi

Date: 10.02.2025

Annexure 1

Details of the Directors pursuant to the provisions of Regulation 36 of Listing Regulations and Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, as applicable:

Name of Directors	Hemant Sachdev
DIN	01635195
Date of Birth	25.11.1975
Age	49 years
Qualification	Bachelor's degree in political science from University of Delhi and is an alumni of Harvard Business School.
Terms and Conditions of appointment/ re-appointment along with remuneration details	As set out in the resolution of Item No. 1 and its explanatory
Remuneration sought to be paid	As set out in the resolution of Item No. 1 and its explanatory
Remuneration last drawn	NIL
Date of Original Appointment on the Board	Mr. Hemant Sachdev is being appointed as an Additional Non-Executive Independent Director on the Board of the Company w.e.f. December 17, 2024.
Experience & Brief Resume	<p>Mr. Hemant Sachdev is the Founder and Chairman of Chogori India Retail, the South Asia distributor for Columbia Sportswear, and operates three schools in Delhi NCR. He is also part of the promoter group at Metropolis Healthcare and a philanthropist supporting Tiranga Mountain Rescue and the Jaldhara Foundation.</p> <p>A Harvard Business School alumnus with a Political Science degree from the University of Delhi, Mr. Sachdev is an avid mountaineer who has completed over 10 Himalayan expeditions, including summiting Mount Everest.</p>
Expertise in Specific Functional Areas	Deep knowledge and expertise in Business and decision-making ability and Independence.
Directorships held in other companies (excluding foreign companies) along with listed entities from which the person has resigned in the past three years	<ul style="list-style-type: none">• Metropolis Healthcare Limited• Devi Developers Private Limited• Chogori Distribution Private Limited• Chogori India Retail Limited

	<ul style="list-style-type: none"> Chogori Retail Private Limited
Number of Meetings of the Board attended during the financial year	For FY 2024 – 25 (from December 17, 2024, till February 10, 2025): 01 (One)
Committee position held in listed companies	Metropolis Healthcare Limited
No. of shares held in the Company (as on February 10, 2025)	NIL
(a) Own	-
(b) For other persons on a beneficial basis	-
Relationship with other Directors, Manager and other Key Managerial Personnel (KMP)	Mr. Hemant Sachdev is not related to any Directors, Manager and other Key Managerial Personnel (KMP) of the Company.