NOTICE

NOTICE is hereby given that the 61st Annual General Meeting ("**AGM**") of the Members of Delton Cables Limited ("**the Company**") will be held on Tuesday, September 29, 2026 at 12:00 Noon through Video Conferencing ("**VC**")/ Other Audio Visual Means ("**OAVM**") to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on March 31, 2026, and the reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended on March 31, 2026, and the reports of Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To declare a final dividend of Rs. 2/- (Rupees Two Only) per equity share of Rs. 10 each for the financial year ended on March 31, 2026 and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** a final dividend at the rate of Rs. 2/- (Rupees Two Only) per equity share i.e. 20% on the face value of Rs. 10/- (Rupees Ten Only) each fully paid-up equity share of the Company, as recommended by the Board of Directors, be and is hereby declared for the financial year ended on March 31, 2026, and the same be paid out of the profits of the Company."

3. To appoint a Director in place of Mrs. Shalini Gupta (DIN: 00035938), who retires by rotation and being eligible, offers herself for reappointment and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mrs. Shalini Gupta (DIN: 00035938), who retires by rotation at this Annual General Meeting, and being eligible, offers herself for re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

4. To ratify the remuneration of Cost Auditors for the financial year 2026-27 and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "**RESOLVED THAT** in accordance with the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration, as approved by the Board of Directors being Rs. 4,50,000/- (Rupees Four Lakh Fifty Thousand Only) plus applicable taxes and reimbursement of out of pocket expenses that may be incurred by them, to be paid to M/s. MM & Associates, Cost Accountants (Firm Registration No. 000454), who have been appointed as the Cost Auditors by the Board of Directors, on the recommendation of the Audit Committee to conduct the audit of the cost records of the Company for the financial year ending March 31, 2027, be and is hereby ratified."

5. To approve the re-appointment of Mr. Abhishek Poddar (DIN: 00031175) as a Non-Executive Independent Director of the Company and in this regard, to consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

   "**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, Mr. Abhishek Poddar (DIN: 00031175), who has submitted a declaration that he meets the criteria prescribed for Independent Directors under Section 149(6) of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing, under Section 160 of the Act, from a Member proposing his candidature for the office of Director be and is hereby re-appointed as an Non-Executive Independent Director of the Company, to hold office for a second term of five consecutive years, with effect from September 2, 2027 up to September 1, 2032 or up to the conclusion of the AGM to be held in the calendar year 2032, whichever is earlier.

   RESOLVED FURTHER THAT the Board of Directors and/ or Company Secretary of the Company be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

6. To appoint Mrs. Shriya Gupta to hold office or place of profit in the Company, and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 ("**the Act**") read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, Regulation 23 (to the extent applicable) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), the applicable SEBI Circulars governing Related Party Transactions and such other applicable laws, rules, regulations and guidelines (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendations of the Nomination and Remuneration Committee, the Audit Committee and the approval of the Board of Directors, consent of the Members be and is hereby accorded to Mrs. Shriya Gupta, being a Related Party within the meaning of Section 2(76) of the Act, to continue to hold an office or place of profit in the Company as 'Vice President' of the Company on a total remuneration exceeding Rs. 2.50 Lakhs per month subject to maximum remuneration upto Rs. 7.50 Lakhs per month and such other perquisites/allowances in accordance with the rules and policy of the Company, as applicable, from time to time, with effect from October 1, 2026.

RESOLVED FURTHER THAT the Board be and is hereby authorised to alter, modify and vary the terms and conditions of employment of, and the remuneration, including salary, allowances, perquisites, incentives and benefits payable to Mrs. Shriya Gupta, to the extent the Board may deem fit, and to do all such acts, deeds, matters and things as it may, in its sole and absolute discretion deem necessary, expedient, usual or proper to give effect to this Resolution."

7. To appoint Ms. Isha Gupta to hold office or place of profit in the Company, and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 ("**the Act**") read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, Regulation 23 (to the extent applicable) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), the applicable SEBI Circulars governing Related Party Transactions and such other applicable laws, rules, regulations and guidelines (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and pursuant to the recommendations of the Nomination and Remuneration Committee, the Audit Committee and the approval of the Board of Directors, consent of the Members be and is hereby accorded to Ms. Isha Gupta, being a Related Party within the meaning of Section 2(76) of the Act, to continue to hold an office or place of profit in the Company as 'Vice President' of the Company on a total remuneration exceeding Rs. 2.50 Lakhs per month subject to maximum remuneration upto Rs. 7.50 Lakhs per month and such other perquisites/allowances in accordance with the rules and policy of the Company, as applicable, from time to time, with effect from October 1, 2026.

RESOLVED FURTHER THAT the Board be and is hereby authorised to alter, modify and vary the terms and conditions of employment of, and the remuneration, including salary, allowances, perquisites, incentives and benefits payable to Ms. Isha Gupta, to the extent the Board may deem fit, and to do all such acts, deeds, matters and things as it may, in its sole and absolute discretion deem necessary, expedient, usual or proper to give effect to this Resolution."

By Order of the Board
For Delton Cables Limited

Sd/-
Jitender Kumar
Company Secretary
ACS- 30349

Place : Faridabad
Date : August 11, 2026

NOTES:

1. The Ministry of Corporate Affairs ("**MCA**") vide its General Circular No. 03/2025 dated September 22, 2025 read with circulars issued earlier in this regard ("**MCA Circulars**") and the Securities and Exchange Board of India ("**SEBI**"), vide its various circulars issued from time to time ("**SEBI Circulars**") has permitted the holding of the Annual General Meeting ("**AGM**") through Video Conferencing ("**VC**") or through Other Audio-Visual Means ("**OAVM**"), without the physical presence of the Members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company.

   The explanatory statement pursuant to Section 102 of the Act, setting out the material facts concerning the Special Business to be transacted at the AGM, is annexed hereto and forms part of the Notice. Further, additional information as required under Listing Regulations and the applicable Secretarial Standards, is set out as **Annexure I** to this Notice.

2. Since this AGM is being held through VC/OAVM, physical attendance of members has been dispensed with. Accordingly, the facility of appointment of proxy would not be available to the Members for this AGM. Hence, the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

3. Since the AGM will be held through VC/OAVM, the Route Map of the venue of the meeting is not annexed hereto.

4. In compliance with the aforesaid MCA Circulars and Listing Regulations, Notice of the AGM along with the Annual Report 2025-26 (“**Annual Report**”) is being sent through electronic mode to those Members whose email addresses are registered with the Company/RTA/Depositories. Members may note that the Notice and Annual Report will also be available on the Company’s website www.deltoncables.com, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of CDSL at www.evotingindia.com. Further, in compliance with Regulation 36(1)(b) of the Listing Regulations, a letter providing the web-link, including the exact path, where complete details of the Annual Report for the financial year 2025-26 are available, is being sent to those Members whose email address is not registered with the Company/RTA/Depositories.

5. In order to enable the Company to comply with MCA Circulars and to participate in the green initiative in Corporate Governance and for receiving all communication (including Annual Report) electronically, Members are requested to register/update their email addresses in respect of shares held in electronic form with their Depository Participant(s) (“**DPs**”) and in respect of shares held in physical form by sending duly filled and signed form ISR-1, the format of the same is available at https://www.deltoncables.com/forms/, to the Registrar and Share Transfer Agent (“**RTA**”) of the Company – Beetal Financial & Computer Services (P) Limited at Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi – 110062.

6. The Institutional/Corporate Members intending to attend the AGM through authorised representatives are requested to send a certified true copy of the Board Resolution (PDF/JPG format) authorising their representative to attend and vote on their behalf at the AGM through VC/ OAVM, to Scrutiniser by an email through its registered email address to ofifcespranjan@gmail.com with a copy marked to beetalrta@gmail.com. Alternatively, you can also upload the Board Resolution/ Power of Attorney/ Authority Letter etc. by clicking on ‘Upload Board Resolution/ Authority Letter’ tab displayed under ‘E- Voting’ tab in your login.

7. Facility of joining the AGM through VC/OAVM shall be available for 1000 Members on first come first served basis. However, participation of members holding 2% or more shares, Promoters and Institutional Investors, Directors, Key Managerial Personnel, Chairpersons of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Auditors etc. are not restricted on account of first come first served basis.

8. The facility for joining the AGM shall be open 15 minutes before the time scheduled to start the AGM and shall not be closed for at least 15 minutes after the conclusion of the proceedings of the AGM.

9. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, September 23, 2026 to Tuesday, September 29, 2026 (both days inclusive). The Company has fixed Tuesday, September 22, 2026 as the ‘Record Date’ for determining eligibility for payment of dividend, if declared at the AGM.

10. The Board has recommended the Final Dividend @ 20 % per share i.e. Rs. 2/- per equity share, subject to the approval of the Members at the AGM.

    The dividend proposed shall be paid within 30 days from the date of declaration. The dividend after deduction of tax at source, if declared at the AGM, would be paid/ dispatched to those persons or their mandates:

    (a) whose names appear as Beneficial Owner as at the end of business hours on Tuesday, September 22, 2026 in the list of beneficial owners furnished by National Securities Depositories Limited **(‘NSDL’)** and Central Depository Services (India) Limited **(‘CDSL’)** in respect of the shares held in electronic mode; and

    (b) whose names appear as Members in the Register of Members of the Company/ RTA on or before Tuesday, September 22, 2026

    As per the provisions of the Income Tax Act, 1961, Finance Act, 2020 and as re-enacted under the Income Tax Act, 2025 (“**IT Act, 2025**”) dividends paid or distributed by the Company effective from April 1, 2020, dividend income is taxable in the hands of shareholders. Hence the Company is required to deduct tax at source (“**TDS**”) from the amount of dividend paid to shareholders at the prescribed rates. The communication on TDS on dividend distribution is set out as **Annexure II** to this Notice.

11. The SEBI has made it mandatory for all companies to use the bank account details of investors furnished by the Depositories/available with the RTA for payment of dividend through National Electronic Clearing Services (“**NECS**”) to the investors, wherever NECS and bank details are available. Members are requested to register/update their complete bank details with their Depository Participant(s), if shares are held in dematerialized mode, by submitting forms and documents as may be required by the Depository Participant(s). Payment of dividend shall be made through electronic mode to those Members, holding shares in dematerialized mode, who have updated their bank account details. The Company will not entertain any direct request from Members holding shares in electronic mode for deletion/change in such bank account details.

As per the Master Circular for Registrars to an Issue and Share Transfer Agent dated February 6, 2026, issued by SEBI, payment of dividend to Members holding shares in physical mode shall only be made electronically. Such payment shall be made only after they have furnished their Permanent Account Number ("PAN"), Contact Details (Postal Address, Mobile Number and E-mail), Bank Account Details, Specimen Signature etc., for their corresponding physical folios with the Company/RTA.

Members who wish to change such bank account details are therefore requested to advise their DP(s) about such change, with complete details of bank account. In case the shares are held in physical form, please submit Form ISR-1 available on our website www.deltoncables.com to Beetal Financial & Computer Services (P) Limited at Beetal House, 3rd Floor, 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi – 110062.

12. (a) SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their DP(s) with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/ RTA.

(b) In compliance of SEBI Circular dated June 10, 2024, read with SEBI Master Circular for RTA dated February 6, 2026, the security holders holding securities in physical form are hereby advised to update/register their PAN, Contact Details (i.e. postal address with PIN and mobile no.), Bank Account Details and Specimen Signatures.

Further, any grievances/services request shall be entertained by RTA/Company only after furnishing PAN and KYC Details. Further, any payment including dividends, interest (if any) in respect of folios, where PAN or KYC details are not updated, shall be made only through electronic mode after updating the requisite details.

(c) A special window, as per mandate of SEBI vide its Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026, is opened till February 4, 2027, to facilitate lodgement of transfer requests executed before April 1, 2019 but were either not lodged for transfer or were lodged and subsequently rejected, retuned or not attended due to deficiency in the documents. Eligible shareholders are requested to submit the requisite documents before February 4, 2027, to Company/RTA. Securities transferred through this mechanism shall be credited only in dematerialised form and will remain under a one year lock in, during which they cannot be transferred, lien marked or pledged.

(d) SEBI vide its Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026, as amended, has made available an online dispute resolution mechanism through the SMART ODR Portal for the investors to raise dispute arising in the Indian Securities Market. After exhausting the options to resolve their grievances directly with the Company/RTA and through the SCORES platform, investors can initiate dispute resolution through the SMART ODR. Link to access to SMART ODR Portal is https://smartodr.in/intermediary/login

13. To enable compliance with TDS requirement on Dividend, Members are requested to complete and/or update their Residential Status, PAN, Category as per the IT Act, 2025 with their DP(s) or in case shares are held in physical form, with the RTA by submitting Form ISR-1 as mentioned in point no. 5 above.

14. The Company has engaged the services of Central Depository Services (India) Limited ("**CDSL**"), as the Authorised Agency for providing remote e-voting facility during the meeting for casting the votes by the Members using an electronic voting system. E-voting will be commence on Saturday, September 26, 2026 (10:00 AM) and ends on Monday, September 28, 2026 (05:00 PM). During this period, Members of the Company, holding shares as on the cut-off date i.e. Tuesday, September 22, 2026 are entitled to cast their vote electronically. The Remote e-Voting Module shall be disabled by RTA for voting thereafter from their e-Voting module.

15. Any person, who acquires shares of the Company and becomes Member of the Company after e-mailing of Notice by the Company and holding physical/demat shares as on the cut-off date i.e. September 22, 2026, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com.

16. Members attending the AGM through VC/OAVM shall be counted for the purpose of quorum under Section 103 of the Companies Act, 2013.

17. Statutory Registers as maintained under the Act, will be available for inspection electronically by the Members of the Company during the AGM.

18. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names, will be entitled to vote at the Meeting.

19. The notice is being emailed/dispatched to all the Members whose names appear in the Register of Members as on Friday, August 28, 2026.

20. (a) Due dates of transferring unclaimed and/ or unpaid dividend declared by the Company from the financial year ended March 31, 2024, and thereafter to Investor Education and Protection Fund ("**IEPF**") Authority:

Financial Year ended	Type of Dividend	Date of declaration of Dividend	Last date for claiming unpaid/ unclaimed dividend
March 31, 2024	Final	September 25, 2024	October 24, 2031
March 31, 2025	Final	September 26, 2025	October 25, 2032

Members who have not encashed the dividend warrants so far in respect of the aforesaid period, are requested to make their claim well in advance of the above due dates. Members are requested to check the details of unclaimed dividend amount, if any, on the Company's website www.deltoncables.com.

(b) The Company has transferred the unpaid or unclaimed dividends declared upto March 31, 2012, from time to time, to the IEPF established by the Central Government.

(c) Members may note that shares as well as unclaimed dividends transferred to IEPF can be claimed back. Concerned members/investors are advised to visit the website of www.iepf.gov.in or contact Company/RTA for lodging claim for refund of shares and/or dividend from the IEPF.

21. Section 72 of the Act and Rule 19 of the Companies (Share Capital & Debenture) Rules, 2014 has extended the nomination facility to individual shareholders holding shares in physical form. Shareholders are requested to avail the above facility by submitting prescribed Nomination Form SH-13 to the Company/RTA. This form is also available on the Company's website at https://www.deltoncables.com/forms/

22. Member(s) of the Company who are holding shares in physical form and have multiple accounts in identical name(s) or are holding more than one share certificate in the same name under different ledger folio(s) are requested to apply for consolidation of such folio(s).

23. Members may please note that the Listing Regulations mandate that shares held in physical form shall be transfer, transmission and transposition, in demat mode only. Further, SEBI vide its Master Circular No. HO/38/13(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026, has mandated the listed companies to issue securities in dematerialised form only while processing service requests, viz. issue of duplicate securities certificate, claim from unclaimed suspense account, renewal/exchange of securities certificates, endorsement, sub-division/splitting of securities certificates, consolidation of securities certificates/folios, transmission and transposition. Accordingly, members are requested to make service requests for issue of duplicate securities certificate, claim from unclaimed suspense account, renewal/exchange of securities certificates etc. by submitting a duly filled and signed ISR-4 (Request for issue of Duplicate Certificate and other Service Requests) along with requisite supporting documents to RTA as per the requirement of the aforesaid circular.

The aforesaid forms can be downloaded from the Company's website at https://www.deltoncables.com/forms/ and are also available on the website of the RTA at https://beetal.in/.

24. Members holding shares in electronic form are requested to intimate all changes pertaining to their details, ECS mandates, email addresses, nominations, power of attorney, change of address/ name etc. to their DPs. Any changes effected by the DPs will be automatically reflected in the record maintained by the Depositories.

25. Please send all correspondence including requests for transfer/ transmission of shares, change of address & dividend etc. to Beetal Financial & Computer Services (P) Limited at Beetal House, 3rd Floor, 99, Madangir Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi – 110062.

26. Non-resident Indian shareholders are requested to inform about the following immediately to the Company or RTA or the concerned DP(s), as the case may be:

a. The change in the residential status on return to India for permanent settlement.

b. The particulars of the NRE Account with a bank in India, if not furnished earlier.

27. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company/RTA of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DPs and holdings

should be verified.

28. Mr. S.P. Ranjan, Proprietor of M/s SPR & Co., Practicing Company Secretaries (COP No. 18319) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting through electronic system during the AGM in a fair and transparent manner.

29. The Scrutinizer shall immediately after the conclusion of e-voting at the AGM, unblock the votes cast through remote e-voting and e-votes cast during the AGM and will make, not later than two working days from the conclusion of AGM, a Consolidated Scrutinizer's report of total e-votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the results of the voting forthwith.

30. The results declared along with the Scrutinizer's report will be placed on the Company website www.deltoncables.com and on the website of CDSL www.evotingindia.co.in and communicated to the Stock Exchange i.e. BSE Limited within two working from the conclusion of the AGM.

31. Voting through electronic means;

a) Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of Listing Regulations, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company is pleased to provide its Members the facility to exercise their right to vote on resolutions proposed to be considered at the 61st AGM by electronic means and the business may be transacted through e-Voting Services ("**Remote e-Voting**").

The Members who have cast their votes by Remote e-Voting prior to the AGM may also participate in the AGM through VC/ OAVM via link provided in their login ids but shall not be entitled to cast their vote again.

b) E-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/ DPs in order to increase the efficiency of the voting process.

c) Individual demat account holders would be able to cast their vote without having to register again with the E-voting Service Provider ("**ESP**") thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Members are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.

INTRUCTIONS FOR E-VOTING AND JOINING THE AGM ARE AS FOLLOWS:

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

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on Saturday, September 26, 2026 (10:00 AM) and ends on Monday, September 28, 2026 (05:00 PM). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Tuesday, September 22, 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 AGM, would not be entitled to vote at the AGM.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020,** under Regulation 44 of Listing Regulations, 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 and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	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. 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 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. 3) If the user is not registered for Easi/Easiest, option to register is availableat cdsl website www.cdslindia.com and click on login & My Easi New (Token)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 optionwhere the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
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.nsdl.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 or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) For OTP based login you can click on https://eservices.nsdl.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 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 or joining virtual meeting & voting during the meeting.

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 2109911
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.

(v) Login method for e-Voting and joining virtual meetings 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) • 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. • 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.

(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 Delton Cables 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.**

- 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; secretarial@deltoncables.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their written request in advance at least **7 days prior to the meeting** through their registered email ID mentioning their name, demat account number/folio number, email id, mobile number at secretarial@deltoncables.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 **days prior to meeting** through their registered email ID mentioning their name, demat account number/folio number, email id, mobile number at secretarial@deltoncables.com. These queries will be replied by the Company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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 attending AGM & 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

   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 toll free no. 1800 21 09911.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, ANNEXED TO THE NOTICE

ITEM NO. 4

The Board of Directors of the Company, based on recommendation of the Audit Committee, has approved the appointment and remuneration of M/s. MM & Associates (FRN: 000454), as Cost Auditors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2027.

In terms of the provisions of the Section 148 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors, as recommended by the Audit Committee and approved by the Board of Directors, is required to be ratified by the Members of the Company. Accordingly, the Members are requested to ratify the remuneration payable to the Cost Auditors for the financial year ending March 31, 2027 as set out in item no. 4 of the Notice.

None of the other Directors and Key Managerial Personnel of the Company and their relatives, are in any way concerned or interested, financially or otherwise in the ordinary resolution set out under item no. 4 of the Notice.

Based on the rationale and justification provided above the Board recommends the Ordinary Resolution as set out at item no. 4 of the Notice for approval of the Members.

ITEM NO. 5

Mr. Abhishek Poddar (DIN: 00031175) has been appointed as a Non-Executive Independent Director of the Company for a period of 5 (five) years and his term will be completed on September 1, 2027 and he is eligible for re-appointment for a second term of 5 (five) years as an Independent Director.

Mr. Abhishek Poddar is the Managing Director of M B Group having interests in Manufacture, Trading of Tea and Manufacture of Industrial Explosives. Over the years, he has acquired varied experience in the spheres of Finance, Administration, Human Resources and General Management. He is a prominent art collector and patron of the arts in India. He has created a significant collection of South Asian art, craft and antiquities including modern and contemporary art and photography. He is the Founder-Trustee of Museum of Art & Photography, a Bengaluru based Museum and a unit of Art & Photography Foundation.

Mr. Abhishek Poddar is not disqualified from being appointed as director in terms of Section 164 of the Act and have given his consent to act as director. Accordingly, the Nomination and Remuneration Committee **("NRC")** recommended re-appointment of Mr. Poddar for the second term of 5 (five) years starting from September 2, 2027 and ending on September 1, 2032 or up to the conclusion of the AGM to be held in the calendar year 2032, whichever is earlier. Subsequently, based on such recommendation of NRC, the Board of Directors has approved the proposal for re-appointment subject to approval of the shareholders pursuant to the regulatory requirements.

The NRC and the Board of Directors has taken a note that Mr. Poddar meets the criteria of independence as prescribed under Section 149(6) of the Act and the Listing Regulations and opined that he fulfils all the conditions specified in the Act for such re-appointment. Mr. Poddar being interested, did not participate in relevant discussions at the NRC as well as Board. The Company has received requisite notice in writing from a Member proposing his re- appointment.

The details of Mr. Poddar, pursuant to the Regulation 36 of the Listing Regulations read with the provisions of the Secretarial Standards - 2 are provided in **Annexure-I** to the Notice.

None of the other Directors and Key Managerial Personnel of the Company and their relatives, are in any way concerned or interested, financially or otherwise except Mr. Abhishek Poddar in the special resolution set out under item no. 5 of the Notice.

Basis the rationale and justification provided above the Board recommends the Special Resolution as set out at item no. 5 of the Notice for approval of the Members.

ITEM NO. 6

Pursuant to the provisions of Section 188 of the Act read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, appointment of a Related Party to hold an office or place of profit in the Company carrying remuneration exceeding the prescribed monetary limits (at present limit is Rs. 30 lakhs per annum) requires the prior approval of the Members by way of an '**Ordinary Resolution**'.

Since the proposed transaction does not constitute a Material Related Party Transaction under Regulation 23 of the Listing Regulations, the disclosure requirements prescribed under the SEBI LODR Regulations and the applicable Industry

Standards for obtaining shareholders' approval of Related Party Transaction(s) are not applicable.

Mrs. Shriya Gupta, is a Related Party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, being the grand-daughter of Mr. Vijendra Kumar Gupta and daughter of Mr. Vivek Gupta & Mrs. Shalini Gupta, Directors of the Company.

In 2023, the Board had approved her appointment to hold an office or place of profit in the Company at a remuneration of Rs. 2.5 lakhs/month (Rs. 30 lakhs per annum) i.e. within the limits prescribed under Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014. Since 2019, Mrs. Shriya Gupta has progressively assumed significantly enhanced strategic, managerial and operational responsibilities across various businesses of the Company. Accordingly, upon the recommendation of the Nomination and Remuneration Committee **("NRC")** and the Audit Committee, the Board have approved the proposed revision in her remuneration, subject to the approval of the Members at 61st AGM.

Considering the increasing scale, multi-location, multi products and complexity of its operations, the Company has adopted a structured leadership development framework to ensure the long-term sustainable growth. As part of this said framework, managerial executives are provided progressive exposure across various business functions before grooming for higher enterprise wide leadership responsibilities.

Mrs. Shriya Gupta has been associated with the company for a long time and has cross-functional experience across sustainability initiatives, strategic decision making and business developments. She holds a Bachelor's Degree in Science from School of Arts & Sciences, University of Pennsylvania.

Accordingly, while determining the proposed remuneration, the NRC, Audit Committee and the Board have considered the appropriate market positioning having regard to her qualifications, experience, enterprise wide responsibilities, leadership capabilities, strategic importance of the role and her expected future contribution to the Company.

The Board is of the opinion that the proposed remuneration appropriately reflects the responsibilities both present and future discharged/to be discharged by Mrs. Shriya Gupta and is fair, reasonable, commercially justifiable and aligned with the Company's remuneration philosophy and long-term business objectives. The Board further believes that the proposed remuneration will strengthen the Company's executive leadership framework, support business transformation and strategic growth initiatives and contribute to sustainable long-term value creation for the Company and its shareholders.

The information required to be disclosed pursuant to Section 188 of the Act read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, for approval of Related Party Transactions is set out in **Annexure III** forming part of this Notice.

None of the other Directors and Key Managerial Personnel of the Company and their relatives, are in any way concerned or interested, financially or otherwise except Mr. Vijendra Kumar Gupta, Mr. Vivek Gupta and Mrs. Shalini Gupta in the ordinary resolution set out under item no. 6 of the Notice.

Basis the rationale and justification provided above the Board recommends the Ordinary Resolution as set out at item no. 6 of the Notice for approval of the Members.

ITEM NO. 7

Pursuant to the provisions of Section 188 of the Act read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, appointment of a Related Party to hold an office or place of profit in the Company carrying remuneration exceeding the prescribed monetary limits (at present limit is Rs. 30 lakhs per annum) requires the prior approval of the Members by way of an '**Ordinary Resolution**'.

Since the proposed transaction does not constitute a Material Related Party Transaction under Regulation 23 of the Listing Regulations, the disclosure requirements prescribed under the SEBI LODR Regulations and the applicable Industry Standards for obtaining shareholders' approval of Related Party Transaction(s) are not applicable.

Ms. Isha Gupta, is a Related Party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, being the grand-daughter of Mr. Vijendra Kumar Gupta and daughter of Mr. Vivek Gupta & Mrs. Shalini Gupta, Directors of the Company.

In 2023, the Board had approved her appointment to hold an office or place of profit in the Company at a remuneration of Rs. 2.5 lakhs/month (Rs. 30 lakhs per annum) i.e. within the limits prescribed under Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014. Since 2019, Ms. Isha Gupta has progressively assumed significantly enhanced strategic, managerial and operational responsibilities across various businesses of the Company. Accordingly, upon the recommendation of the Nomination and Remuneration Committee **("NRC")** and the Audit Committee, the Board have approved the proposed revision in her remuneration, subject to the approval of the Members at 61st AGM.

Considering the increasing scale, multi-location, multi products and complexity of its operations, the Company has adopted a structured leadership development framework to ensure the long-term sustainable growth. As part of this said framework, managerial executives are provided progressive exposure across various business functions before grooming for higher enterprise wide leadership responsibilities.

Ms. Isha Gupta has been associated with the Company for a long time and has acquired extensive cross-functional experience across sustainability initiatives, strategic planning, business development, and corporate management. She holds a Bachelor's Degree in Science of Economics from Wharton, University of Pennsylvania.

Accordingly, while determining the proposed remuneration, the NRC, Audit Committee and the Board have, inter alia, taken into consideration her academic qualifications, rich and diverse professional experience, enterprise-wide responsibilities, leadership capabilities, the strategic significance of her role, prevailing industry practices, the size and complexity of the Company's operations, and the value expected to be contributed by her towards the Company's sustained growth and long-term strategic objectives.

The Board is of the opinion that the proposed remuneration is commensurate with the nature and magnitude of the responsibilities entrusted to and proposed to be undertaken by Ms. Isha Gupta. The remuneration is fair, reasonable, commercially justifiable, and in conformity with the Company's Remuneration Policy and the applicable provisions of the Companies Act, 2013 and the rules made thereunder. The Board further believes that the proposed remuneration is appropriate to motivate executive leadership of the highest calibre and will strengthen the Company's leadership framework and facilitate the creation of sustainable long-term value for the Company and its stakeholders.

The information required to be disclosed pursuant to Section 188 of the Act read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, for approval of Related Party Transactions is set out in **Annexure IV** forming part of this Notice.

None of the other Directors and Key Managerial Personnel of the Company and their relatives, are in any way concerned or interested, financially or otherwise except Mr. Vijendra Kumar Gupta, Mr. Vivek Gupta and Mrs. Shalini Gupta in the ordinary resolution set out under item no. 7 of the Notice.

Basis the rationale and justification provided above the Board recommends the Ordinary Resolution as set out at item no. 7 of the Notice for approval of the Members.

By Order of the Board
For Delton Cables Limited

Sd/-
Jitender Kumar
Company Secretary
ACS- 30349

Place : Faridabad
Date : August 11, 2026

ANNEXURE-I TO THE NOTICE

Information pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the provisions of the Secretarial Standards on General Meetings (SS 2) issued by the Institute of Company Secretaries of India

Particulars	Mr. Abhishek Poddar	Mrs. Shalini Gupta
DIN	00031175	00035938
Date of Birth	August 13, 1967	October 15, 1968
Age (in years)	58	57
Date of First Appointment	September 2, 2022	August 14, 2014
Qualification(s) and Experience/ Expertise in specific functional areas along with the skills and capabilities	Mr. Poddar has completed his graduation from St Xaviers College, Calcutta University. He is an industrialist, philanthropist, and art collector. He has varied experiences in the spheres of finance, administration, human resources, and general management.	Mrs. Shalini Gupta has completed her graduation from Bombay University and having rich industrial experience and has inspired and let the implementation of many path-breaking initiatives.
Number of Equity Shares held including shareholding as a beneficial owner	NIL	2,78,151 equity shares
Directorship in Listed Companies	1. Delton Cables Limited 2. Awfis Space Solutions Limited* *Appointed with effect from July 1, 2026	Delton Cables Limited
Membership/Chairmanship of committees of other Companies (considered only Audit Committee and Stakeholder Relationship Committee)	Jindal Lifestyle Limited-Audit Committee - Member	NIL
Name of the listed entities in which director(s) has resigned from the past three years.	NA	NA
Name of the Committees of listed entity in which director(s) has resigned from the past three years.	NA	NA
Last drawn remuneration details along with remuneration sought to be paid	The Non-Executive Independent Director entitled to receive sitting fee only. Details of last remuneration is mentioned in the Annual Report for the Financial Year 2025-26.	The Non-Executive Director entitled to receive sitting fee only. Details of last remuneration is mentioned in the Annual Report for the Financial Year 2025-26.
No. of Board Meetings attended during the FY 2025-26	1/4	4/4
Relationship with other Directors inter se and KMP	There is no inter-se relationship between Mr. Poddar and other directors or Key Managerial Personnel (KMP) of the Company.	Mrs. Shalini Gupta is the daughter-in-law of Mr. Vijendra Kumar Gupta and spouse of Mr. Vivek Gupta.
Terms & Conditions of Appointment & Re-appointment	The Directors have been appointed in terms of the provisions of the Act and are responsible to undertake the roles and responsibilities prescribed under the provisions of the Act and other laws for the time being in force. In addition, they are also responsible to undertake the roles and responsibilities assigned by the Board from time to time.	

ANNEXURE-II TO THE NOTICE

COMMUNICATION ON TAX DEDUCTION AT SOURCE ('TDS') ON DIVIDEND DISTRIBUTION

Please take note of the below TDS provisions and information/ document(s) requirement for each shareholder:

Section 1: For all Members – Details that should be completed and /or updated, as applicable: -

All Members are requested to ensure that the below details are completed and/ or updated, as applicable, in their respective Demat Account(s) maintained with the Depository Participant(s); or in case of shares held in physical form, with the Registrar & Transfer Agent ('RTA') of the Company.

I. Valid Permanent Account Number ('PAN').

II. Residential status as per the Income Tax Act, 2025 ('**IT Act**') i.e. Resident or Non-Resident for FY 2026-27

III. Category of the Member:

   i. Mutual Fund
   ii. Insurance Company
   iii. Alternate Investment Fund ('AIF') Category I and II
   iv. AIF Category III
   v. Government (Central/ State Government)
   vi. Foreign Portfolio Investor ('FPI')/ Foreign Institutional Investor ('FII'): Foreign Company
   vii. FPI/ FII: Others (being Individual, Firm, Trust, Artificial Juridical Person ('AJP'), etc.)
   viii. Individual
   ix. Hindu Undivided Family ('HUF')
   x. Firm
   xi. Limited Liability Partnership ('LLP')
   xii. Association of Persons ('AOP'), Body of Individuals ('BOI') or Artificial Juridical Person ('AJP')
   xiii. Trust
   xiv. Domestic Company
   xv. Foreign Company.

IV Email Address

V Address

Section 2: TDS provisions and documents required, as applicable for relevant category of Members

I. For Resident Members:

i. Mutual Funds: No TDS is required to be deducted as per Section 393(5)(d)(B) of the IT Act subject to specified conditions. Self-attested copy of valid SEBI registration certificate needs to be submitted.

ii. Insurance companies: No TDS is required to be deducted as per Section 393 of the IT Act subject to specified conditions. Self- attested copy of valid IRDA registration certificate needs to be submitted.

iii. Category I and II Alternative Investment Fund: No TDS is required to be deducted as per Section 400(1) of the IT Act read with Notification No. 51/2015 dated June 25, 2015, subject to specified conditions. Self-attested copy of valid SEBI/IFSCA registration certificate needs to be submitted.

iv. Recognised Provident funds: No TDS is required to be deducted as per Circular No.18/2017 subject to specified conditions. Self- attested copy of a valid order from Commissioner under Rule 3 of Part A of Fourth Schedule to the IT Act, or Self-attested valid documentary evidence (e.g. relevant copy of registration, notification, order, etc.) in support of the provident fund being established under a scheme framed under the Employees' Provident Funds Act, 1952 needs to be submitted.

v. Approved Superannuation Fund: No TDS is required to be deducted as per Circular No.18/2017 subject to specified conditions. Self-attested copy of valid approval granted by Commissioner under Rule 2 of Part B of Eleventh Schedule to the IT Act needs to be submitted.

vi. Approved Gratuity Fund: No TDS is required to be deducted as per Circular No.18/2017 subject to specified conditions. Self- attested copy of valid approval granted by Commissioner under Rule 2 of Part C of Fourth Schedule to the IT Act needs to be submitted.

vii. National Pension Scheme: No TDS is required to be deducted as per Section 393(9) of the IT Act.

viii. Government (Central/ State): No TDS is required to be deducted as per Section 393(5)(a) of the IT Act.

ix. Business Trust: No TDS is required to be deducted as per Section 393(1) Table: Sl.No. 7 Sl. No. 10(d) of the IT Act. Self-attested copy of valid SEBI registration certificate needs to be submitted.

x. Any other entity entitled to exemption from TDS: Valid self-attested documentary evidence (e.g. relevant copy of registration, notification, order etc.) in support of the entity being entitled to exemption from TDS needs to be submitted.

xi. Other resident Members:

   a) TDS is required to be deducted at the rate of 10% under u/s 393(1) Table: Sl. No. 7 of the IT Act.

   b) No TDS is required to be deducted, if aggregate dividend distributed or likely to be distributed during the financial year to individual shareholder does not exceed Rs.10,000 as per Section 393(1) Table: Sl. No. 7 Sl. No. 10(f).

c) TDS is required to be deducted at the rate of 20% u/s 397(2)(a) & (b)(i) of the IT Act, if valid PAN of the shareholder is not available or the PAN has become inoperative.

d) TDS is required to be deducted at the rate prescribed in the lower tax withholding certificate issued u/s 395 of the Act, if such valid certificate is provided.

e) No TDS is required to be deducted on furnishing of valid Form 121 by a resident individual. (Format of Form 121 & relevant guidelines for filing Form 121 are available on the website of Income Tax at the following link: https://www.incometaxindia.gov.in/documents/d/guest/form-no-121 & http://www.incometaxindia.gov.in/documents/d/guest/form-121-faqs

Please note that Declaration under Form No. 121 shall not be valid if it does not contain the PAN of the declarant. In such cases TDS shall be deducted at the rate of 20% u/s 397(2)(f) & (g) of the IT Act.

II. For Non-resident Members:

i. FPI and FII:

a) TDS is required to be deducted at the rate of 20% (plus applicable surcharge and cess).

Shareholder may be entitled to avail lower TDS rate as per Double Tax Avoidance Treaty ('DTAA') between India and the country of tax residence of the shareholder, on furnishing the below specified documents: -

1. Self-attested copy of valid PAN;
2. Self-attested copy of valid Tax Residency Certificate ('TRC') obtained from the tax authorities of the country of which the shareholder is a resident;
3. Form 41 filed electronically on income tax e-portal.
4. Self-declaration on letter head of having no Permanent Establishment in India, Beneficial ownership of shares and eligibility to claim treaty benefits (as per **Appendix-1** to this Communication).

b) In case the dividend is payable to 'Specified Fund' (Category – III Alternate Investment Fund) referred to in [Schedule VI, Note 1(g)], TDS rate would be 10% (plus applicable surcharge and cess) as per Section 393(1) Table: Sl. No. 16. The reduced rate of TDS would be subject to the availability of requisite documents demonstrating that the person is covered under the aforesaid category of 'Specified Fund'.

ii. Any entity entitled to exemption from TDS:

Valid self-attested documentary evidence (e.g. relevant copy of registration, notification, order, etc. by Indian tax authorities) in support of the entity being entitled to exemption from TDS needs to be submitted.

iii. Other non-resident Members:

a) TDS is required to be deducted at the rate of 20% (plus applicable surcharge and cess).

b) Shareholder may be entitled to avail lower TDS rate as per Double Tax Avoidance Treaty (DTAA) between India and the country of tax residence of the shareholder, on furnishing the below specified documents: -

1) Self-attested copy of PAN;
2) Self-attested copy of valid Tax Residency Certificate ('TRC') obtained from the tax authorities of the country of which the shareholder is a resident;
3) Form 41 filed electronically on income tax e-portal.
4) Self-declaration on letter head of having no Permanent Establishment in India,

Beneficial ownership of shares and eligibility to claim treaty benefits (as per

Appendix-1 to this communication).

c) TDS is required to be deducted at the rate prescribed in valid lower tax withholding certificate issued u/s 395 of the IT Act, if such valid certificate is provided.

Details and/ or documents as mentioned above in Section 1 and Section 2, as applicable to the Member, need to be sent, duly completed and signed, through registered email address of the Member with PAN being mentioned in the subject of the email to reach secretarial@deltoncables.com by September 22, 2026. Please note that no communication in this regard, shall be accepted post September 22, 2026.

Section 3: Other general information for the Members: -

I. For all self-attested documents, Members must mention on the document '**certified true copy of the original**'. For all documents being sent/ accepted by email, the Member undertakes to send the original document(s) on the request by the Company.

II. In case, the dividend income is assessable to tax in the hands of a person other than the registered Member as on the Book Closure Date, the registered Member is required to furnish a declaration (**as per Appendix-2)** to this communication containing the name, address, and PAN of the person to whom TDS credit is to be given and reasons for giving credit to such person by September 22, 2026.

III. TDS deduction certificate will be sent to the Members' registered email address in due course.

Application of TDS rate is subject to necessary due diligence and verification by the Company of the shareholder details as available in register of Members on the Book Closure Date, documents, information available in public domain, etc. In case of ambiguous, incomplete or conflicting information, or the valid information/ documents not being provided, the Company will arrange to deduct tax at the maximum applicable rate.

IV. In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided/ to be provided by the Member(s), such Member(s) will be responsible to indemnify the Company and also, provide the Company with all information/ documents and cooperation in any appellate proceedings.

Note:

Above communication on TDS sets out the provisions of law in a summarized manner only and does not purport to be a complete analysis or listing of all potential tax consequences. Shareholders should consult with their own tax advisors for the tax provisions applicable to their particular circumstances.

(Appendix-1)

(Refer Section 2(II)(i)(a)(4)/ 2(II)(iii)(b)(4) of Communication on TDS on Dividend Distribution)

FORMAT FOR DECLARATION FOR CLAIMING BENEFITS UNDER DTAA

Delton Cables Limited
17/4, Main Mathura Road,
Sector-16A, Faridabad, Haryana – 121002
Email: secretarial@deltoncables.com

Subject: Declaration for eligibility to claim benefit under Double Taxation Agreement between Government of India and Government of .... (mention country of tax residency) ('DTAA'), as modified by Multilateral Instrument ('MLI'), if applicable.

With reference to above, I/We wish to declare as below:

1. I / We, ... (Full name of the shareholder), having permanent account number (PAN) under the Indian Income Tax Act, ... (mention PAN) and holding .... (mention number of shares held) number of shares of the Company under Demat Account Number/ Folio Number..........................as on the Book Closure Date from ……….. 2026 to ……... 2026 (both days inclusive), am / are a tax resident of ……………..……. (country name) in terms of Article 4 of the DTAA as modified by MLI (if applicable) and do not qualify as a 'resident' of India under Section 6 of the Income-tax Act, 2025 ("the IT Act, 2025"). A copy of the valid tax residency certificate for……………….. (period), which is valid as on the Book Closure Date, is attached herewith.
2. I/ We am/ are eligible to be governed by the provisions of the DTAA as modified by MLI (if applicable), in respect of the dividend income and meet all the necessary conditions to claim treaty rate including, but not limited to, satisfaction of the 'Principal Purpose Test' provided in such MLI.
3. I/ We am/ are the legal and beneficial owner of the dividend income to be received from the Company.
4. I/ We do/ will not have a Permanent Establishment ('PE') in India, during April 01, 2026 to March 31, 2027, in terms of Article 5 of the DTAA as modified by MLI (if applicable) or a fixed base in India and the amounts paid/ payable to us, in any case, are not attributable to the PE or fixed base, if any, which may have got constituted otherwise.
5. I/ We do not have a Business Connection in India according to the provision of Section 9(2) of the IT Act and the amounts paid/ payable to us, in any case, are not attributable to business operations, if any, carried out in India.
6. I/ We hereby confirm that we do/ will not have a place of effective management, during the period April 01, 2026 to March 31, 2027, in India and none of the key management and commercial decisions for the conduct of business in substance are/ will be made in India.

I/ We hereby certify that the declarations made above are true and bonafide. In case in future, any of the declarations made above undergo a change, we undertake to promptly intimate you in writing of the said event. You may consider the above representations as subsisting unless intimated otherwise.

In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by me, I/ We will be responsible to pay and indemnify such income tax demand (including interest, penalty, etc.) and provide the Company with all information/ documents that may be necessary and co-operate in any proceedings before any income tax/ appellate authority.

For .... Mention the name of the payee
(Authorised Signatory)
Name of the person signing:-
Designation of the person signing:-
Contact Number:-
Contact Address:-
Email:-
Date:-
Place:-

(Appendix-2)

(On letterhead of Shareholder)

Date:

To: [Company Name / Registrar & Transfer Agent Name]

[Address]

Sub: Declaration u/s 393 of the Income-tax Act, 2025 r.w. Rule 203 of the Income-tax Rules, 2026 for Transfer of TDS Credit.

1. This declaration is in relation to the equity shares of Delton Cables Limited held by us as the Registered Holder under DP ID/ Client ID: [Insert Details] as on the Record Date for the Financial Year 2026-27.
2. We hereby declare that while the shares are registered in our name, the beneficial interest in the dividend income belongs to the person(s) mentioned in Paragraph 4. These shares are held by us in the capacity of a [Insert Capacity: e.g., Nominee / Joint Holder / Clearing Member / Trustee].
3. In accordance with Section 393 of the Income-tax Act, 2025, and Rule 203 of the Income-tax Rules, 2026, we request that the credit for Tax Deducted at Source (TDS) on the dividend paid be granted to the actual beneficial owner(s) in whose hands the income is assessable.
4. We request you to report the dividend and the corresponding TDS against the PAN(s) listed below:

Sr. No.	Name of Beneficial Owner	Address	PAN	Contact Number	Email ID	Shareholding % / Amount

5. Werequest the Company/Deductor to issue the TDS Certificate (Form 131) in the name and PAN of the aforementioned beneficial owner(s). We further confirm that:
   - The income is assessable in the hands of the persons mentioned above.
   - We shall not claim credit for the said TDS in our own income tax returns.
6. I/We hereby agree to indemnify and hold the Company harmless against any tax, interest, or penalty that may arise due to the Company relying on this declaration for the purpose of TDS reporting and credit allocation.

Verification:

I/We, [Insert Name of Signatory], in my capacity as [Insert Designation], do hereby declare that the information provided above is true and correct to the best of my knowledge and belief.

For **[Name of Registered Holder]**
Signature)
Authorized Signatory
Designation: [Insert]
Company Seal: [If applicable]

ANNEXURE-III TO THE NOTICE

Disclosures pursuant to Section 188 of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, for approval of Related Party Transactions referring to Item No. 6 of notice:

Name of the Related Party	**Mrs. Shriya Gupta**
Name of the Director or Key Managerial Personnel who is related	(1) Mr. Vijendra Kumar Gupta, Chairman & Whole-Time Director (2) Mr. Vivek Gupta, Managing Director & CEO (3) Mrs. Shalini Gupta, Non-Executive Director
Nature of Relationship	Mrs. Shriya Gupta is the grand-daughter of Mr. Vijendra Kumar Gupta and daughter of Mr. Vivek Gupta & Mrs. Shalini Gupta.
Nature, material terms, monetary value and particulars of the Contract or arrangement	To continue to hold an office or place of profit in the Company as 'Vice President' of the Company on a total remuneration exceeding Rs. 2.50 Lakhs per month subject to maximum remuneration upto Rs. 7.50 Lakhs per month and such other perquisites/allowances in accordance with the rules and policy of the Company, as applicable, from time to time, with effect from October 1, 2026.
Any other information relevant or important for the Members to take an informed decision	(i) The proposal has been recommended by the Nomination and Remuneration Committee and the Audit Committee and approved by the Board of Directors. (ii) The Board is of the opinion that the proposed remuneration is fair, reasonable and commensurate with the responsibilities entrusted to Mrs. Shriya Gupta and is in the best interests of the Company and its shareholders.

ANNEXURE-IV TO THE NOTICE

Disclosures pursuant to Section 188 of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, for approval of Related Party Transactions referring to Item No. 7 of notice:

Name of the Related Party	**Ms. Isha Gupta**
Name of the Director or Key Managerial Personnel who is related	(1) Mr. Vijendra Kumar Gupta, Chairman & Whole-Time Director (2) Mr. Vivek Gupta, Managing Director & CEO (3) Mrs. Shalini Gupta, Non-Executive Director
Nature of Relationship	Ms. Isha Gupta is the grand-daughter of Mr. Vijendra Kumar Gupta and daughter of Mr. Vivek Gupta & Mrs. Shalini Gupta.
Nature, material terms, monetary value and particulars of the Contract or arrangement	To continue to hold an office or place of profit in the Company as 'Vice President' of the Company on a total remuneration exceeding Rs. 2.50 Lakhs per month subject to maximum remuneration upto Rs. 7.50 Lakhs per month and such other perquisites/allowances in accordance with the rules and policy of the Company, as applicable, from time to time, with effect from October 1, 2026.
Any other information relevant or important for the Members to take an informed decision	(i) The proposal has been recommended by the Nomination and Remuneration Committee and the Audit Committee and approved by the Board of Directors. (ii) The Board is of the opinion that the proposed remuneration is fair, reasonable and commensurate with the responsibilities entrusted to Ms. Isha Gupta and is in the best interests of the Company and its shareholders.