

NOTICE

SHORTER NOTICE is hereby given that the **Eleventh (11th) Annual General Meeting** of the members of **STEAMHOUSE INDIA LIMITED** will be held on **Saturday, 22nd August 2026 at 11:00 A.M.** Indian Standard Time ("IST") through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. **To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2026, together with the Report of the Board of Directors' and Auditors' thereon.**
2. **To appoint a Director in the place of Mr. Ramprakash Bhavdutt Sharma (DIN: 00048703), who retires by rotation in terms of Section 152(6) of Companies Act, 2013 and being eligible, offers himself for re-appointment.**
3. **To re-appoint Natvarlal Vepari & Co, Chartered Accountants (Firm Registration No. 123626W and Peer Review Certificate No. 016970), as the Statutory Auditors of the Company for a second term of five consecutive years, to hold office from the conclusion of the 11th Annual General Meeting until the conclusion of the 16th Annual General Meeting of the Company and to authorize the Board of Directors to fix their remuneration.**

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

"RESOLVED THAT pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), **Natvarlal Vepari & Co**, Chartered Accountants having Firm Registration No. 123626W and Peer Review Certificate No. 016970 be and is hereby re-appointed as the Statutory Auditors of the Company to hold office for a second term commencing from the conclusion of this Annual General Meeting till the conclusion of the 16th Annual General Meeting of the Company to be held in the year 2031, to examine and audit the accounts of the Company, on such remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Statutory Auditors.

RESOLVED FURTHER THAT the Board of Directors and/or any person authorised by the Board, be and is hereby severally authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

Special Business:

4. **TO CONSIDER AND APPROVE THE AMENDMENT AND ADOPTION OF THE NEW ARTICLES OF ASSOCIATION OF THE COMPANY**

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT, on the recommendation of Board of Directors of the company, and pursuant to the provisions of Sections 5, 14, 15 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, each as amended, the applicable provisions of the Securities Contracts (Regulation) Act, 1956, as amended, the Securities Contracts (Regulation) Rules, 1957, as amended and other applicable provisions, if any, and in order to align the articles of association with the requirements of the SEBI ICDR regulations and the Depository Circulars and in accordance with the enabling provisions of the memorandum and articles of association, subject to receipt of any necessary statutory approvals from any statutory, regulatory or governmental authority and other applicable law, if any, the consent and approval of the members of the Company ("Board") be and is hereby accorded for amendment of the existing set of articles of association of the Company as placed before the members, and the same be approved and adopted as the revised articles of association of the Company.

RESOLVED FURTHER THAT Mr. Vishal S. Budhia, Chairman & Managing Director or Mr. Lalankumar Yadav, Director of the company, be and are hereby severally authorised to file, verify and execute necessary forms with the Registrar of Companies, Gujarat at Ahmedabad, and do all such acts, deeds, matters, and things as may be required to be done to give effect to the above resolution and any documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, and confirmed.

NOTICE (Contd.)

RESOLVED FURTHER THAT, certified copies of this resolution be provided to those concerned under the hands of a director or the Company Secretary wherever required and to settle any question or difficulty that may arise with regard to the aforesaid purpose and which it may deem fit in the interest of the Company”

By order of the Board

For Steamhouse India Limited

Sd/-

Shyam Kapadia

Company Secretary & Compliance officer

FCS-13082

Registered Office:

STEAMHOUSE INDIA LIMITED

CIN: U40300GJ2015PLC083493

Office No. – 324, Second Floor, Four Point,

V.I.P. Road, Vesu, Surat-395007, Gujarat

Email: compliance@steamhouse.in

Tel: +91 261 2998109

Website : <https://steamhouse.in/>

Date: 18/08/2026

Place: Surat

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NOTES:

To attend the Meeting, members are requested to access via Zoho meetings:

<https://meet.zoho.in/phbv-htn-dbn>

Meeting ID: 1390267953

Passcode: wYFGqM

1. The Ministry of Corporate Affairs, Government of India ('MCA') has vide its circular no. 03/2025 dated 22nd September 2025, read with general circulars no. 14/2020 dated 8th April 2020, no. 17/2020 dated 13th April 2020, no. 20/2020 dated 5th May 2020 (collectively referred to as 'MCA Circulars'), permitted the holding of the Annual General Meeting ('AGM' or 'Meeting') through Video Conferencing facility / Other Audio Visual Means ('VC/OAVM'), without the physical presence of the shareholders at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ("the Act"), the AGM of the Company is being held through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. In terms of the MCA Circulars, since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and to cast their votes. The voting at the meeting shall be conducted by show of hands unless a poll in accordance with section 109 of the Act is demanded by any Member. compliance@steamhouse.in is the designated e-mail address for the Members to enable them to vote, when Poll is required to be taken during the Meeting on any resolution.
3. The link to join the meeting will be sent to shareholders through email and shareholders are requested to access and join the meeting from the link so provided on their registered email addresses. Shareholders may contact on +91 9727740708 for assistance with using the technology before or during the meeting.
4. The members are requested to note that the facility for attending the Meeting through Video Conferencing shall be kept open at least 15 minutes before the commencement of the Meeting and 15 minutes post the commencement of the Meeting. All the members who join the video conferencing portal during this time shall be considered for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013 at the Meeting.
5. Corporate members who intend to appoint their authorized representatives to attend and vote at the Annual General Meeting (AGM) pursuant to Section 113 of the Companies Act, 2013, are hereby requested to submit a certified copy of the Board resolution or authorization letter, authorizing such representatives to attend and vote on their behalf at the AGM. The said document should be sent to the Company at compliance@steamhouse.in.
6. Any request for inspection of the Register of Directors and Key Managerial Personnel and their Shareholding, maintained under Section 170 of the Act, Register of Contracts and Arrangements in which the Directors and Key Managerial Personnel are interested, maintained under Section 189 of the Companies Act, 2013 read with its rule made thereunder, may please be sent to compliance@steamhouse.in.
7. In accordance with the MCA Circulars, the Notice of calling the AGM will be uploaded on the website of the Company at www.steamhouse.in.
8. All the documents in connection with the accompanying Notice are available for inspection electronically and request regarding the same may please be sent to compliance@steamhouse.in.
9. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
10. Members are requested to notify the company immediately of any change in their address of the company.
11. Members who have still not registered their email IDs are requested to do so at the earliest. Members holding shares in electronic mode can get their email IDs registered by contacting their respective Depository Participant.
12. Members holding shares in physical mode are requested to register their email IDs with the Company or RTA, for receiving the Notice. We urge Members to support this Green Initiative effort of the Company and get their email IDs registered.

NOTICE (Contd.)

13. Members holding shares in electronic form are requested to intimate immediately any changes pertaining to their address/ bank account details/e-mail address/mandates, nominations/power of attorney/contact numbers etc., if any, directly to their Depository Participant(s) with whom they maintain their demat accounts.
14. Pursuant to Section 101 of the Companies Act, 2013 read with rules made there under, soft copy of the Notice of AGM has been sent to those shareholders who have registered their e-mail IDs with the company or whose e-mail IDs have been made available by the Depositories.
15. Members holding shares in electronic form are requested to intimate immediately any changes pertaining to their address/ bank account details/ e-mail address/mandates, nominations/power of attorney/contact numbers etc., if any, directly to their Depository Participant(s) with whom they maintain their demat accounts.
16. Members Seeking any information relating to the Accounts may write to the company at least 1 day before the date of the Meeting, so as to enable the Company to keep the information ready at following address: Accounts Department, Steamhouse India Limited, Plot No. 8108/1, Road No. 2, G.I.D.C., Sachin, Surat - 394230, Gujarat, India Phone: +91 9727740708 or compliance@steamhouse.in.
17. The Annual General Meeting is called at Shorter Notice after obtaining consent of members of the Company Pursuant to Section 101 of the Companies Act, 2013.
18. As per the provisions of the Act and Articles of Association of the Company, Mr. Ramprakash Bhavdutt Sharma (DIN: 00048703), an Executive Director of the Company, retires by rotation in the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board recommends his re-appointment at the 11th Annual General Meeting of the Members of the Company.
19. Since the Annual General Meeting ("AGM" / "Meeting") will be held through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice.

EXTRACT OF STATEMENT TO BE ANNEXED PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 TO THE NOTICE OF ANNUAL GENERAL MEETING OF THE COMPANY

Pursuant to Section 102 of the Companies Act, 2013 ("the Act"), the following Statement sets out all the material facts relating to the Special Business mentioned in the accompanying Notice and should be taken as forming part of the said Notice.

ITEM NO. 3 - TO RE-APPOINT NATVARLAL VEPARI & CO. CHARTERED ACCOUNTANTS (FIRM REGISTRATION NO. 123626W AND PEER REVIEW CERTIFICATE NO. 016970), AS THE STATUTORY AUDITORS OF THE COMPANY FOR A SECOND TERM OF FIVE CONSECUTIVE YEARS, TO HOLD OFFICE FROM THE CONCLUSION OF THE 11TH ANNUAL GENERAL MEETING UNTIL THE CONCLUSION OF THE 16TH ANNUAL GENERAL MEETING OF THE COMPANY AND TO AUTHORIZE THE BOARD OF DIRECTORS TO FIX THEIR REMUNERATION.

At the 06th AGM of the Company held on September 30, 2021 the shareholders had approved the appointment of Natvarlal Vepari & Co, Chartered Accountants (Firm Registration No. 123626W and Peer Review Certificate No. 016970), as Statutory Auditors of the Company, to hold office till the conclusion of the 11th AGM of the Company to be held in the year 2026. Considering Natvarlal Vepari & Co's performance as auditors of the Company during their present tenure, the Audit Committee of the Company, after due deliberations and discussions, recommended to the Board re-appointment of Natvarlal Vepari & Co, as statutory auditors of the Company for a second term of 5 (five) years to hold office from the conclusion of 11th AGM till the conclusion of the 16th AGM of the Company to be held in the year 2031. Based on recommendations of the Audit Committee, the Board of Directors at their meeting held on 18/08/2026, approved the re-appointment of Natvarlal Vepari & Co, as the Statutory Auditors of the Company for a second term of 5 (five) years i.e. from the conclusion of 11th AGM till the conclusion of the 16th AGM of the Company to be held in the year 2031. The re-appointment is subject to approval of the shareholders of the Company.

Natvarlal Vepari & Co, has consented to their appointment as Statutory Auditors and has confirmed that if appointed, their appointment will be in accordance with Section 139 read with Section 141 of the Act.

The proposed remuneration to be paid to Natvarlal Vepari & Co, for FY 2026-27 is ₹19,25,000/- (Rupees Nineteen Lakh Twenty-Five Thousand Only), plus applicable taxes and reimbursement of out-of-pocket expenses.

The remuneration to be paid to Statutory Auditors for the remaining term i.e. from FY 2027-28 to FY 2030-31 (till the conclusion of the 16th AGM of the Company to be held in the year 2031), shall be mutually agreed between the Board of Directors and the Statutory Auditors, from time to time.

NOTICE (Contd.)

None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their shareholding, if any, in the Company.

The Board recommends the resolution set out at Item No. 3 for approval by the Members as an **Ordinary Resolution**.

ITEM NO. 4: TO CONSIDER AND APPROVE THE AMENDMENT AND ADOPTION OF THE NEW ARTICLES OF ASSOCIATION OF THE COMPANY

The members are hereby informed that pursuant to the amendment to the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") dated March 8, 2025, and with a view to ensuring compliance with the circulars issued by Central Depository Services (India) Limited ("CDSL") bearing reference no. CDSL/OPS/RTA/CAIPO/2026/104 dated April 6, 2026 and National Securities Depository Limited ("NSDL") bearing reference no. NSDL/CIR/II/19/2026 dated April 7, 2026 (collectively, the "Depository Circulars"), it is considered necessary to amend the existing Articles of Association of the Company ("Articles").

The proposed amendment to the Articles is intended to align and harmonise the provisions contained therein with the applicable provisions of the SEBI ICDR Regulations, the Depository Circulars and other applicable statutory, regulatory and legal requirements governing the issue, allotment, transfer, transmission, listing, dematerialisation and other matters relating to the securities of the Company.

Accordingly, the Board of Directors of the Company ("Board"), at its meeting held on August 18, 2026, considered and approved, subject to the approval of the members of the Company by way of a Special Resolution and such other approvals, consents, permissions or sanctions as may be necessary, the proposal for amendment of the existing Articles and adoption of a revised set of Articles in substitution of, and to the exclusion of, the existing Articles.

The proposed revised Articles incorporate such amendments as are considered necessary to give effect to and ensure conformity with the requirements prescribed under the SEBI ICDR Regulations, the Depository Circulars and other applicable laws, rules, regulations, circulars, directions and guidelines, as may be applicable to the Company from time to time.

Pursuant to Section 14 of the Companies Act, 2013, alteration of the Articles of Association of the Company requires the approval of the members by way of a Special Resolution. Accordingly, the approval of the members is sought for the amendment of the existing Articles and adoption of the revised Articles as set out in the proposed resolution.

The draft of the revised Articles of the Company shall be available for inspection by the members at the Registered Office of the Company during business hours on all working days, except Saturdays, Sundays and public holidays, up to and including the date of the Annual General Meeting. The same shall also be made available for inspection by the members during the Annual General Meeting.

The proposed amendment is regulatory in nature and is being undertaken to ensure that the Articles of the Company remain consistent with the applicable provisions of law and the requirements prescribed by the SEBI ICDR Regulations and the Depository Circulars.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the accompanying Notice, save and except to the extent of their respective shareholding, if any, in the Company.

The Board recommends the Special Resolution set out at Item No. 4 of the accompanying Notice for approval of the members.

**By order of the Board
For Steamhouse India Limited**

Sd/-

Shyam Kapadia
Company Secretary & Compliance Officer
FCS - 13082

Date: 18/08/2026

Place: Surat

NOTICE (Contd.)**ANNEXURE-A****Details of Directors seeking appointment/re-appointment**

(Pursuant to Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard – 2 on General Meetings)

Particulars	Details
Name of the Director	Mr. Mr. Ramprakash Bhavdutt Sharma
DIN	00048703
Date of Birth	7 th July, 1965
Age	61 years
Date of first appointment on the Board	21 st August, 2018
Experience / Expertise in specific functional areas	Strategic leadership, corporate governance, financial management, operational oversight, stakeholder engagement, risk management
Terms and conditions of appointment / re-appointment	Liable to retire by rotation and being eligible, offers himself for re-appointment.
Remuneration last drawn (FY 2025–26)	₹ 18,54,700/-
Remuneration proposed to be paid	As per applicable provisions approved by shareholders and Board of Directors.
Shareholding in the Company (No. & %)	Nil
Relationship with other Directors, Manager and KMP	None
Directorships held in other companies (excluding foreign, private and Section 8 companies)	None
Memberships / Chairmanships of Committees of other Boards	None
Listed entities from which the Director has resigned in the past three years	None

By order of the Board
For Steamhouse India Limited

Sd/-

Shyam Kapadia

Company Secretary & Compliance officer

FCS-13082

Date: 18/08/2026

Place: Surat