



NOTICE OF THE 2ND MEETING OF THE BOARD OF DIRECTORS

NOTICE IS HEREBY GIVEN THAT the 2nd (02/2026-27) meeting of the Board of Directors of M/S SBC Exports Limited will be held as per following details:-

Date & Day : 29th May 2026 i.e. Friday

Time : 04:00 P.M.

Place : 49/95 Site-IV Sahibabad Industrial Area,
Ghaziabad Uttar Pradesh-201010.

The Agenda of the business to be transacted at the Meeting is enclosed/ will follow.

You are requested to make it convenient to attend the above meeting.

Please submit leave of absence in case you are not in a position to attend the meeting.

Please acknowledge receipt of this notice.

For and on behalf of
SBC Exports Limited
For SBC Exports Limited


Company Secretary

Hariom Sharma
(Company Secretary)

Date: 22.05.2026

Place: Sahibabad

Encl: Agenda



AGENDA FOR THE FIRST MEETING (02/2026-27) OF THE BOARD OF DIRECTORS OF THE COMPANY

Day : Friday

Date : 29.05.2026

Time : 04:00 P.M.

Venue : 49/95 Site-IV Sahibabad Industrial Area Ghaziabad Uttar Pradesh- 201010.

Sr.No.	Particular
1.	Election of chairperson
2.	Ascertainment of the quorum
3.	Leave of absence
4.	To take note of minutes of the previous board meeting.
5.	To review and take on record the internal audit report for the financial year ended March 31, 2026.
6.	To take note of the status of audit work and significant findings during audit period pursuant to the NFRA circular reviewed by the Audit Committee.
7.	To consider and approve the Audited Financial Results (Standalone and Consolidated) for the Quarter and Year ended March 31st, 2026.
8.	To Take Note of Certification of Financial Results by CFO
9.	To consider and approved the issuance of equity shares to promoters and promoter Group by conversion of existing unsecured loans on a preferential basis.
10.	To consider and approve the Fixation of Day, Date, Time and Venue of Extraordinary General Meeting (EGM) and approve draft notice of EGM.
11.	To fix the Cut-off Date for determining eligibility of Members for dispatch of Notice of Extraordinary General Meeting and remote e-voting.
12.	To Consider and appointment of M/s Kumar Mandal and Associate as a scrutinizer for e-voting Process.
13.	To Appoint Bigshare Service Private Limited for providing remote e-voting facility and e-voting during the Extraordinary General Meeting.
14.	To Consider and approve the increase in Authorized Share Capital of the Company and consequent alteration of Capital Clause of the Memorandum of Association

CIN: L18100UP2011PLC043209

Corp. Office : 49/95, Site-IV, Sahibabad Industrial Area, Ghaziabad, Uttar Pradesh - 201010

Head Office : 9, Lohiya Talab, Chhoti Basahi, P.O. Vindhyachal Mirzapur, Uttar Pradesh - 231307

Tel. : 0120-2895246, Customer Care : +8303-300-100, E-mail : info@sbcexportslimited.com, Web. : www.sbcexportslimited.com

15.	To take note of Quarterly submitted Integrated Filing (Finance) with stock exchanges for the Quarter Ended March 31, 2026 in accordance with various provisions of SEBI (LODR) Regulations, 2015
16.	To Consider any other business with the permission of chair.
17.	Vote of Thanks.

For and on behalf of
SBC Exports Limited
For SBC Exports Limited


Company Secretary

Hariom Sharma
(Company Secretary)

Date: 22.05.2026
Place: Sahibabad

ITEM NO. 1 Election of Chairperson

The Board shall elect the Chairperson of the Meeting and shall be welcomed by the members of the Board.

ITEM NO. 2 Ascertainment of the Quorum

Chairperson will confirm the presence of quorum of the meeting.

ITEM NO. 3 Leave of absence

Leave of absence may be granted to those Directors who are not present in the meeting.

ITEM NO.4 To take note of minutes of the previous board meeting

The Board of Director shall take note of Minutes of the previous Meeting of Board of Directors shall be considered for confirmation purpose Pursuant to the provision of companies Act, 2013 read with Rules made thereunder and Secretarial Standard -1.

ITEM No. 5 To review and take on record the internal audit report for the financial year ended March 31, 2026.

Pursuant to the applicable provisions of the Companies Act, 2013 and other applicable laws, if any, read with Rules made thereunder, the Internal Auditor of the Company has submitted the Internal Audit Report to the Board for the financial year ended March 31, 2026.

The report contains observations, recommendations and comments on the internal financial controls, operational efficiency, compliance systems and risk management processes of the Company for the aforesaid period. The Board is review the Internal Audit Report placed before the meeting and take the same on record.

ITEM NO.6 To take note of the status of audit work and significant findings during audit period pursuant to the NFRA circular reviewed by the Audit Committee

The Board of Director shall take note of the status of audit work and significant findings during audit period pursuant to the NFRA circular review and observe by the Audit Committee.

ITEM NO.7 To Consider and Approve the Audited Financial Results (Standalone and Consolidated) for the Quarter and Year ended March 31st, 2026.

The Chairperson shall place before the Board, the Audited Financial Statement (Standalone and Consolidated) including Balance Sheet, profit and Loss Account, cash Flow statement along with Auditor's Report of the Company for the Quarter and Year ended March 31st, 2026, duly reviewed by the audited committee, for their approval subject to some modification, if any.

ITEM NO.8 To Take Note of Certification of Financial Results by CFO

The Chairperson shall inform the Board that in accordance with the provisions of Regulation 33(2)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and any other applicable Law as amended time to time, the CFO are required to certify that the

financial results do not contain any misleading statements or figures and do not omit any material fact.

Accordingly, the Board take note that the certification of financial results by CFO shall be placed before the Board as mandated.

ITEM NO.9 To consider and approved the issuance of equity shares to promoters and promoter Group by conversion of existing unsecured loans on a preferential basis.

The Board is informed that the Company has received unsecured loans from certain members of the Promoter and Promoter Group from time to time to meet its business and operational requirements.

In order to strengthen the capital structure of the Company and reduce its debt obligations, it is proposed to convert the outstanding unsecured loans, in whole or in part, into equity shares of the Company by way of preferential allotment to the concerned Promoters and Promoter Group entities/persons, in accordance with the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Securities and Exchange Board of India Listing Obligation and Disclosure Requirements) Regulations, 2015, Companies Act, 2013 read with Rules made thereunder and other applicable laws, rules, regulations and guidelines as amended time to time.

The proposed issuance of equity shares shall be subject to receipt of necessary approvals from the shareholders of the Company and such regulatory/statutory authorities as may be required.

ITEM NO.10 To consider and approve the Fixation of Day, Date, Time and Venue of Extraordinary General Meeting (EGM) and approve draft notice of EGM.

The Board shall inform to the Board that the subject to the approval of the proposed preferential issue of equity shares by the Board, approval of the shareholders of the Company is required under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Securities and Exchange Board of India Listing Obligation and Disclosure Requirements) Regulations, 2015, Companies Act, 2013 read with Rules made thereunder and other applicable laws, rules, regulations and guidelines as amended time to time.

Accordingly, it is proposed to convene an Extraordinary General Meeting ("EGM") of the Members of the Company to seek shareholders' approval for the proposed preferential issue and related matters. The Board shall also consider and approved the draft notice of Extraordinary General Meeting ("EGM").

ITEM NO.11 To fix the Cut-off Date for determining eligibility of Members for dispatch of Notice of Extraordinary General Meeting and remote e-voting

Pursuant to the applicable provisions of the Companies Act, 2013 read with the rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required to determine the eligibility of Members entitled to receive the Notice of Extraordinary General Meeting ("EGM") and to participate in the remote e-voting process in respect of the business proposed to be transacted at the EGM.

Accordingly, it is proposed to fix the cut-off date/record date for the purpose of determining the eligibility of Members for dispatch of the Notice of EGM and for availing remote e-voting facility in connection with the proposed Extraordinary General Meeting of the Company.

ITEM NO.12 To Consider and appointment of M/s Kumar Mandal and Associate as a scrutinizer for e-voting Process

The Board shall inform that, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, the Company is required to appoint a Scrutinizer for conducting the remote e-voting process and voting at the Extraordinary General Meeting (“EGM”) in a fair and transparent manner.

Accordingly, it is proposed to appoint M/s Kumar Mandal and Associate, Practicing Company Secretary, as the Scrutinizer for the purpose of scrutinizing the remote e-voting process and voting conducted at the EGM.

ITEM NO. 13 To appoint Bigshare Service Private Limited for providing remote e-voting facility and e-voting during the Extraordinary General Meeting

In accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, the Company is required to provide its members the facility of remote e-voting as well as e-voting during the Extraordinary General Meeting (“EGM”).

In this regard, it is proposed to appoint **Bigshare Services Private Limited** as the agency for providing remote e-voting facility and e-voting during the EGM, and for assisting in the conduct of the voting process in a fair and transparent manner.

ITEM NO. 14 To consider and approve the increase of Authorized Share Capital of the Company and consequent alteration of Capital Clause of the Memorandum of Association

The Board is informed that, in order to facilitate the proposed preferential issue of equity shares and warrants and to accommodate the resultant increase in issued and subscribed share capital of the Company, it is proposed to increase the Authorised Share Capital of the Company.

Accordingly, subject to the approval of proposed preferential issue by the shareholders, it is proposed to increase the Authorised Share Capital of the Company and to make the necessary alteration in the Capital Clause (Clause V) of the Memorandum of Association of the Company.

The proposed increase in Authorised Share Capital and consequent alteration of the Memorandum of Association is required to ensure compliance and to enable the Company to proceed with the proposed preferential allotment, subject to requisite approvals under the Companies Act, 2013, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, and other applicable laws.

ITEM NO. 15 To take note of Quarterly submitted Integrated Filing (Finance) with stock exchanges for the Quarter Ended March 31, 2026 in accordance with various provisions of SEBI (LODR) Regulations, 2015



The Board shall take note of quarterly submitted Integrated Filing (Finance) with stock exchanges for the Quarter Ended March 31, 2026 in accordance with various provisions of Regulation 33 of SEBI (LODR) Regulations, 2015 and any other applicable law.

ITEM NO.16 To Consider any other business with the permission of chair

If any other businesses proposed to be placed before the Board then the same will be transacted accordingly and vice versa.

ITEM NO.17 Vote of Thanks

The meeting will be conclude with a vote of thanks to the Chair.

For and on behalf of
SBC Exports Limited
For SBC Exports Limited


Company Secretary

Hariom Sharma
(Company Secretary)

Date: 22.05.2026
Place: Sahibabad