

NOTICE OF 41ST ANNUAL GENERAL MEETING

NOTICE is hereby given that the 41st Annual General Meeting of the Members of **Bansal Wire Industries Limited** will be held on **Thursday, September 17, 2026 at 12:00 Noon** (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"). The venue of the meeting shall be deemed to be the registered office of the Company situated at **F-3, Main Road, Shastri Nagar, Delhi-110052** to transact the following business:

ORDINARY BUSINESS

ITEM NO. 1

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, the Report of Board of Directors and Auditors of the Company thereon and the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026 and the Report of Auditors thereon.

ITEM NO. 2

To appoint a director in place of Shri Arun Gupta (DIN- 00255850), who retires by rotation, and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

ITEM NO. 3

Ratification of Remuneration of M/s. Ashish & Associates, Cost Accountants, appointed as Cost Auditor of the Company for the financial year 2026-27.

To consider and, if thought fit, to pass, with or without modification(s), the following resolutions as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force from time to time), the remuneration payable to M/s. Ashish & Associates, Cost Accountants, Delhi (Firm Registration No. 103521), who have been appointed by the Board of Directors on the recommendation of the Audit Committee, as the Cost Auditor of the Company, to conduct the audit of the cost records maintained by the Company for financial year 2026-27, amounting to ₹ 0.15 Million (plus applicable taxes and reimbursement of out of pocket expenses) be and is hereby ratified.

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

ITEM NO. 4

To approve appointment of Shri Ramesh Kumar Choubey (DIN: 10545097) as an Independent Director of the Company for a term of five consecutive years.

To consider and, if thought fit, to pass, with or without modification(s), the following resolutions as a **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the Act and the Rules made thereunder and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force from time to time), read with the provisions of Articles of Association, Shri Ramesh Kumar Choubey (DIN: 10545097), who was appointed by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee as an Additional Director (Non-Executive Independent Director) of the Company, who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing his candidature for the office of a Non-Executive Independent Director, be and is hereby appointed as Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years, i.e., with effect from August 12, 2026 to August 11, 2031.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Act read with the Rules made thereunder and Regulation 17(6) of the SEBI Listing Regulations, Shri Ramesh Kumar Choubey, be paid such fees and remuneration as the Board may approve from time to time and subject to such limits prescribed from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby severally authorised to do all such acts, deeds, matters and things and execute all such documents, instruments, writings and filling of e-forms with the concerned Registrar of Companies, as may be required to give effect to this resolution."

ITEM NO. 5

To approve sub-division/split of Equity Shares of the Company.

To consider and, if thought fit, to pass, with or without modification(s), the following resolutions as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 61(1)(d), 64 and other applicable provisions of the Companies Act, 2013 ('the Act') and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with the applicable provisions of SEBI (Listing Obligations and Disclosure

Requirements) Regulations, 2015, as amended, and other applicable laws, rules and regulations for the time being in force, if any, prescribed by any relevant authorities from time to time, to the extent applicable, and subject to the relevant provisions of the Memorandum and Articles of Association of the Company, receipt of requisite approvals, consents and permissions from the concerned statutory authorities, compliance with such conditions or modifications as may be prescribed or imposed by such authorities and pursuant to the recommendation of the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded for sub-division/split of equity shares of the Company, such that 1 (one) equity share of face value of ₹ 5/- (Rupees five only) each, fully paid-up, be sub-divided/split into 5 (Five) equity shares of face value of ₹ 1/- (Rupee one Only) each, fully paid-up, ranking pari-passu in all respects with effect from such date as may be fixed for this purpose ("Record Date") by the Board of Directors of the Company.

RESOLVED FURTHER THAT pursuant to the sub-division/split of equity shares of the Company, the Authorised, Issued, Subscribed and Paid-up share capital of face value of ₹ 5/- (Rupees Five only) each, fully paid up, existing on the Record Date, shall stand sub-divided as follows:

Type of capital	Pre Sub-division/Split		Post Sub-division/Split	
	No. of shares	Face Value (₹)	No. of shares	Face Value (₹)
Authorized Share Capital				
Equity Shares	178000000	5	890000000	1
Preference Shares	1000000	10	1000000	10
Issued, Subscribed and Paid-up Equity Share Capital				
Equity Shares	156555952	5	782779760	1

RESOLVED FURTHER THAT upon sub-division/split of equity shares as aforesaid and with effect from the Record Date, the sub-divided equity shares shall be credited proportionately into the respective beneficiary demat account(s) of the members held with their depository participant(s), in lieu of the existing credits present in their respective beneficiary demat account(s), in compliance with the prevailing laws/guidelines in this regard.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolutions, the Board of Directors or/and Company Secretary & Compliance Officer be and is/are hereby authorised to do all such acts, deeds, matters and things as it may deem fit including to fix and announce the Record Date and to carry out/ execute all matters in connection therewith and incidental thereto in order to give full effect to this resolution including execution and filing of all the relevant documents with the Registrar of Companies, Stock Exchanges, Depositories and other appropriate authorities in due compliance of the applicable rules and regulations, without seeking any further consent or approval of the shareholders."

ITEM NO. 6**To approve the alteration of Capital Clause of Memorandum of Association of the Company.**

To consider and, if thought fit, to pass, with or without modification(s), the following resolutions as an **ORDINARY RESOLUTION**:

"RESOLVED THAT pursuant to Section 13, 61 and other applicable provisions of the Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the Members of the Company, be and is hereby accorded to amend the existing Clause V of the Memorandum of Association of the Company and to substitute the same with the following new Clause V:

"V. The Authorized Share Capital of the Company is ₹ 90,00,00,000 (Rupees Ninety Crore only) divided into 890000000 (Eighty-Nine Crore) Equity Shares of ₹ 1/- (Rupees One only) each amounting to ₹ 89,00,00,000 (Eighty-Nine Crore only) and 1000000 (Ten Lakh) 6%

redeemable preference shares of ₹ 10/- (Rupees Ten only) each amounting to ₹ 1,00,00,000/- (Rupees One Crore only)."

RESOLVED FURTHER THAT the Board of Directors or Company Secretary & Compliance Officer, be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution including filing of necessary forms, if any with the Registrar of Companies and to make necessary disclosures to the Stock Exchange(s), wherever required."

For **Bansal Wire Industries Limited**

Sd/-

Sumit Gupta

Company Secretary
and Compliance Officer

Place: Delhi

Date: August 12, 2026

NOTES:

1. Pursuant to the applicable provisions of the Companies Act, 2013 and the rules framed thereunder ("the Act") read with General Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 2/2022 dated May 5, 2022, Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023, Circular No. 09/2024 dated September 19, 2024 and Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities and Exchange Board of India in this regard (hereinafter collectively referred as "Circulars"), physical attendance of the Members to the AGM venue is not required and Annual General Meeting (AGM) of the Company be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM. In accordance with the

Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Guidance/Clarification issued by ICSI, the proceedings of the AGM shall deem to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM.

2. As this AGM is being held through VC/OAVM pursuant to the MCA Circulars, physical attendance of Members has been dispensed with and the attendance of the Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. As such, the facility for the appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip including route map are not appended to this Notice.
3. Corporate Members are requested to send a certified copy of the Board Resolution/Authorisation Letter authorizing their representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization Letter shall be sent to the Company's mail id investorrelations@bansalwire.com.
4. Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the special business with respect to item nos. 3 to 6 forms part of this Notice. Further the relevant details with respect to Director seeking re-appointment & appointment at this AGM are also provided as Annexure- A & B to this Notice which forms part of explanatory Statement.

5. All documents referred to in the Notice and accompanying Explanatory Statement, is open for inspection at the Registered Office of the Company on all working days during normal business hours up to the date of the AGM.

The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act and the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Act will be available for inspection in electronic mode before as well as during the AGM Members can inspect the same by sending an e-mail to investorrelations@bansalwire.com.

6. In case of joint holders attending the Meeting, only such joint holder who is higher in order of names as per the register of members as on cut-off date will be entitled to vote.
7. In compliance with the aforesaid MCA Circulars and SEBI Circulars dated December 28, 2022, January 05, 2023, October 7, 2023 and October 3, 2024 respectively, Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Depositories. Members may note that the Notice and Annual Report 2025-26 will also be available on the Company's website www.bansalwire.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL <https://www.evoting.nsdl.com>.

As per Regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, a letter containing the web-link, including the exact path, where complete details of the Annual Report are available, is being sent to all the Shareholders who have not registered their Email IDs with the Depository Participants.

8. As on the date of this Notice, the entire shareholding of the Company is in dematerialised form and the none of the Company's shareholder holds shares in physical form. Members who have not registered their e-mail address so far are requested to register their e-mail address for receiving all communication(s) including Annual Report, Notices etc. from the Company electronically.

Relevant details and forms prescribed by SEBI in this regard are available on the website of the Company <https://bansalwire.com/service-request-form/> for information and to use by the Shareholders. You are requested to kindly take note of the same and

update your particulars timely.

9. Members desiring any information on the financial statement or any other information thereto are requested to write to the Company at least 7 days in advance at Company's mail id investorrelations@bansalwire.com, the same shall be replied by the Company suitably.
10. 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 the PAN to their Depository Participants with whom they are maintaining their demat account(s).
11. SEBI has established a common Online Dispute Resolution Portal ("ODR Portal - <https://smartodr.in/login>") to raise disputes arising in the Indian Securities Market. Post exhausting the option to resolve their grievances with the RTA/Company directly and through SCORES platform, the investors can initiate dispute resolution through the ODR Portal. Link to access ODR portal is available on Company's website <https://bansalwire.com/wp-content/uploads/2024/09/Online-Dispute-Resolution.pdf> [SEBI Master Circular No. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated July 31, 2023]
12. The recorded transcript of the forthcoming AGM on September 17, 2026, shall also be made available on the website of the Company in the investor relations section, as soon as possible after the meeting is over.
13. Shareholders who would like to express their views/ ask questions during the 41st AGM may register themselves by sending their request, mentioning their name, PAN, demat account number/folio number, DPID, e-mail id and mobile number, at investorrelations@bansalwire.com before September 5, 2026. Only registered speaker shareholders shall be allowed to express their views/ ask questions during the meeting for a maximum time of 3 (three) minutes each, once the floor is open for shareholder queries. The Company reserves the right to restrict the number of speakers and number of questions depending on the availability of time for the AGM.
14. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate

Affairs from time to time, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

15. The Members can join the AGM in the VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the

Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

16. All investor related communication may be addressed to KFin Technologies Limited (RTA) at the following address:

KFin Technologies Limited
Selenium Tower B,
Plot No. 31 & 32, Financial District,
Nanakramguda, Serilingampally,
Hyderabad, Rangareddy, Telangana, India - 500 032
Tel.: +91 - 40 - 67162222
Tel.: 1800 309 4001
E-mail id: einward.ris@kfintech.com
Website: <https://ris.kfintech.com/>

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Sunday, September 13, 2026 at 9:00 A.M. and ends on Wednesday, September 16, 2026 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. Thursday, September 10, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company.

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

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

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

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

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	- 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
	5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	- Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. - After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period 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. - If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. - Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period 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. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

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

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

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

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

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) Your User ID is:	
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
 2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
 3. Now you are ready for e-Voting as the Voting page opens.
 4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
 5. Upon confirmation, the message "Vote cast successfully" will be displayed.
 6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
 7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Deputy Vice President, NSDL at evoting@nsdl.com

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

1. In case shares are held in demat mode, please update your e-mail id with your depository participant.
3. However, if you are an individual share holder you can generate your password as explained above in e-Voting instructions.
4. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e- voting by providing above mentioned documents.
5. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authorization letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Company's mail id investorrelations@bansalwire.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
 2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" option available on www.evoting.nsdl.com to reset the password.
1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
 2. Only those Members/ shareholders, who will be 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 in the AGM.
 3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
 4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at investorrelations@bansalwire.com. The same will be replied by the company suitably.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

• Item No. 3

The Board of Directors, on recommendation of Audit Committee, have approved the appointment of M/s Ashish & Associates, Cost Accountants (Firm Registration No. 103521) as Cost Auditor to conduct audit of the cost records of the Company for the financial year 2026-27 at remuneration of ₹ 0.15 Million (plus applicable taxes and reimbursement of out of pocket expenses)

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the Members of the Company. Accordingly, consent of the Members is sought for ratification of the above remuneration payable to the Cost Auditor.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval of Members.

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in the resolution.

• Item No. 4

The Board of Directors at its meeting held on August 12, 2026, based on the recommendation of the Nomination & Remuneration Committee ("NRC") approved the appointment of Shri Ramesh Kumar Choubey (DIN: 10545097) as an Additional Director (Non-Executive Independent Director) subject to the approval of members of the Company, to hold office as an Independent Director, not liable to retire by rotation, for a term of 5 (five) consecutive years commencing from August 12, 2026 to August 11, 2031.

Shri Ramesh Kumar Choubey is not disqualified from being appointed as a director in terms of Section 164 of the Act. He has confirmed that he is not debarred from holding the office of director by virtue of any order from SEBI or any such authority and has given his consent to act as Director of the Company. The Company has also received a declaration from him that he meets the criteria of independence as prescribed, under Section 149(6) of the Act and under Regulation 16(1)(b) of SEBI Listing Regulations.

The Board noted that the background of Shri Ramesh Kumar Choubey and the experience he holds are aligned to the role and capabilities identified by the NRC and that he is eligible for appointment as an Independent Director.

The Board is of the opinion that Shri Ramesh Kumar Choubey has possesses requisite skills, experience, and knowledge relevant to the Company's business and it would be beneficial to have his association with the Company as an Independent Director of the Company.

Pursuant to Sections 149 and 152 read with Schedule IV to the Act, the Board is of the opinion that the proposed appointment satisfies the conditions prescribed under the Act, the rules made thereunder, as well as the applicable provisions of the SEBI Listing Regulations.

In terms of Section 149(10) of the Act, an Independent Director shall hold office for a term of five consecutive years on the Board of a Company.

Further, pursuant to Regulation 25 of the SEBI Listing Regulations, the appointment of an Independent Director of a listed entity is subject to the approval of the shareholders by way of a Special Resolution. Regulation 17(1C) of the SEBI Listing Regulations requires the Company to obtain shareholders' approval for the appointment of a person to the Board of Directors at the next general meeting or within three months from the date of appointment, whichever is earlier.

Accordingly, upon receipt of the requisite notice under Section 160(1) of the Act, it is proposed to seek approval of the shareholders by way of a Special Resolution for the appointment of Shri Ramesh Kumar Choubey as an Independent Director for a period of five consecutive years, with effect from August 12, 2026 to August 11, 2031.

A brief profile and other requisite information of Shri Ramesh Kumar Choubey, pursuant to Regulation 36(3) of the SEBI Listing Regulations and SS-2, as on date of Notice, are given in **Annexure B**.

Accordingly, the Board of Directors recommends the special resolution set out at Item No. 4 of the Notice for approval by members.

None of the Directors or Key Managerial Personnel or their relatives, except Shri Ramesh Kumar Choubey is directly or indirectly concerned or interested, financially or otherwise, in the special resolution set out at Item No. 4 of the Notice.

• **Item No. 5 & 6**

In order to enhance the liquidity of the Company's equity shares in the stock market, to widen the shareholder base and to make the shares more affordable and accessible to investors, the Board of Directors of the Company at its meeting held on August 12, 2026, subject to the approval of the shareholders and other applicable statutory/regulatory approvals, if any, approved and recommended the sub-division/split of equity shares of the Company such that 1 (One) fully paid-up equity share of face value of ₹ 5/- (Rupees Five Only) is sub-divided into 5 (five) fully paid-up equity shares of face value of ₹ 1/- (Rupees One Only) each., fully paid-up, ranking pari-passu in all respects with effect from such date as may be fixed for this purpose ("Record Date") by the Board of Directors of the Company.

The Pre and post sub-division of the Share Capital of the Company will be as under:

Type of capital	Pre Sub-division/Split		Post Sub-division/Split	
	No. of shares	Face Value (₹)	No. of shares	Face Value (₹)
Authorized Share Capital				
Equity Shares	178000000	5	890000000	1
Preference Shares	1000000	10	1000000	10
Issued, Subscribed and Paid-up Equity Share Capital				
Equity Shares	156555952	5	782779760	1

The Company has Authorised preference share capital of ₹ 1,00,00,000 which shall remain unchanged pursuant to the proposed sub-division/Split of equity shares. The proposed sub-division/split shall apply only to the equity shares and shall not affect the preference shares or their terms.

The proposed sub-division/split of equity shares will not result in any change in the total authorized, subscribed and paid-up share capital of the Company. However, the number of equity shares will increase proportionately and the face value per share will reduce accordingly. The proportionate shareholding and voting rights of each shareholder shall remain unchanged. Further, such sub-division/split shall not be construed as a reduction in the share capital of the Company and shall be undertaken in accordance with the applicable provisions of the Companies Act, 2013 ("Act") and other applicable regulations and provisions in this regard.

Consequent to the sub-division/split of equity shares as proposed in Item No. 5, it is necessary to alter Clause V (Capital Clause) of the Memorandum of Association of the Company to reflect the change in face value of equity shares. Accordingly, the Authorized Share Capital of the Company after split will be ₹ 90,00,00,000/- (Rupees Ninety Crore Only)

divided into 890000000 (Eighty Nine Crore) Equity Shares of ₹ 1/- (Rupees One Only) each amounting to ₹ 89,00,00,000 (Eighty-Nine Crore only) and 1000000 (Ten Lakh) 6% redeemable preference shares of ₹ 10/- (Rupees Ten Only) each amounting to ₹ 1,00,00,000/- (Rupees One Crore only).

The approval sought under Item No. 6 is consequential to and dependent upon the approval of sub-division/split of equity shares under Item No. 5.

Accordingly, the Board of Directors recommends the Ordinary Resolutions set out at Item Nos. 5 and 6 for the approval of the Members.

None of the Directors, Key Managerial Personnel or their relatives are in any way, concerned or interested, financially or otherwise, in the resolutions at Item Nos. 5 and 6 of the Notice, except to the extent of their shareholding, if any, in the Company.

Annexure A (Annexure to Item no. 2)
DETAILS OF THE DIRECTOR(S) PURSUANT TO THE PROVISIONS OF REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA, AS APPLICABLE

Name of Director	Arun Gupta
Date of Birth and Age	16-04-1958, 68 years
Nationality	Indian
DIN	00255850
Brief Resume	Refer the website www.bansalwire.com
Relationship with other Directors inter-se and Key Managerial Personnel	Father of Shri Pranav Bansal, Managing Director & CEO
Date of First Appointment on Board	11-12-1985
Experience	He has over four decades of experience in the steel wire industry. His leadership has guided the Company in long-term strategy, growth, and operational resilience, establishing it as a future-ready and sustainably scaled business.
Expertise in specific functional areas	Expertise in the Company's leadership and management, with a focus on providing strategic direction, effective business management and operational oversight. He brings strong leadership capabilities and contributes to enhancing the Company's overall performance and achieving its long-term objectives.
Qualifications	He has cleared his secondary schooling from Dhanpatmal Virmani Sr. Sec. School, Delhi. He has been associated with our Company since December 11, 1985 and has over four decades of experience in the steel wire industry.
Terms and conditions of re-appointment	Shri Arun Gupta was appointed as the Whole-Time Director of the Company for a term of five years. He is an Executive Director of the Company and is liable to retire by rotation in accordance with the provisions of the Companies Act, 2013.
Directorship held in other companies including listed entities	➤ Bansal Steel & Power Limited ➤ Bansal High Carbons Private Limited ➤ SFIL Stock Broking Limited ➤ Balaji Wires Private Limited ➤ Bansal Aradhya Steel Private Limited ➤ Bansal Strips Private Limited ➤ Manishi Towers Private Limited ➤ Paramhans Wires Private Limited ➤ Shivam Wires Private Limited ➤ S S Bansal Charitable Foundation ➤ Shyam Sunder Arun Kumar Private Limited ➤ BWI Steel Private Limited ➤ Kuntek Fasteners Private Limited ➤ Manglam Wires Private Limited
Listed entities from which the Director has resigned in the past three years	NIL
Shareholding in the Company	19.63%
Remuneration last drawn	₹ 2.00 Million per month
Remuneration sought to be paid	As per existing approved terms of appointment
List of the Committees of Board of Directors (across all companies) in which Chairmanship/ Membership is held	Bansal Steel & Power Limited • CSR Committee - Member
No. of Board Meetings attended	FY 2025-26: 6 meetings held (100%) FY 2026-27 (till the date of this Notice): 3 meetings held (100%)

Annexure B (Annexure to Item no. 4)

DETAILS OF THE DIRECTOR(S) PURSUANT TO THE PROVISIONS OF REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA, AS APPLICABLE

Name of Director	Ramesh Kumar Choubey
Date of Birth and Age	27-08-1963, 62 years
Nationality	Indian
DIN	10545097
Brief Resume	Refer the website www.bansalwire.com
Relationship with other Directors inter-se and Key Managerial Personnel	NIL
Date of First Appointment on Board	12-08-2026
Qualification	He holds a M.Sc. degree in Physics from Patna University and a Post Graduate Diploma in Yoga Science from J.N. Vyas University.
Detailed profile including skills and capabilities and Justification for Appointment	He possesses extensive experience in governance and strategic leadership, which enhances the Board's oversight and strengthens its decision-making capabilities.
Experience	Ramesh Kumar Choubey brings over 33 years of distinguished experience in public administration, having retired as the Chief Commissioner of Income Tax (IRS). He has held key positions at the Indira Gandhi National Centre for the Arts and the National Academy of Direct Taxes, driving administrative excellence and digital transformation. He currently serves as an Independent Director of J. Kumar Infraprojects Limited.
Nature of expertise in specific functional areas and	He has extensive experience in tax administration, investigation, vigilance, and policy implementation.
Terms and conditions of appointment	Terms and Condition for appointment are available on the Company's Website at https://bansalwire.com/wp-content/uploads/2024/07/Terms-and-conditions-of-appointment-of-independent-directors.pdf
Directorship held in other companies including listed entities	J. Kumar Infraprojects Limited
Listed entities from which the Director has resigned in the past three years	NIL
Shareholding in the Company (including shareholding as a beneficial owner)	NIL
Remuneration last drawn	N.A.
Remuneration sought to be paid	He will be eligible for payment of sitting fees @ ` 5000 per Board Meeting and Committee Meeting attended or as may be decided by Board of directors from time to time
List of the Committees of Board of Directors (across all companies) in which Chairmanship/ Membership is held	J. Kumar Infraprojects Limited • Audit Committee - Member • Stakeholders Relationship Committee- Member • Nomination & Remuneration Committee - Member
No. of Board Meetings attended	FY- 2025-26: Not Applicable FY 2026-27 (till the date of this Notice): 1 meeting held (100%)