NOTICE

Notice is hereby given that the **Fifty First Annual General Meeting (AGM)** of Lamina Suspension Products Limited will be held on **Wednesday, 26th August 2026, 4.00 p m**. at the Registered Office of the Company at 8th Floor, Rambhavan Complex, Kodialbail, Mangalore-575003, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statements (including conasolidated financial statements) for the year ended 31.03.2026 and the report of the Directors, the Auditors thereon.
2. To declare dividend.
3. To appoint a Director in place of Sri Madiyala Rajendra (DIN:00136307), who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

4. **TO APPROVE THE APPOINT MR VISHAL HEGDE (DIN:00043245) AS MANAGING DIRECTOR OF THE COMPANY**

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

RESOLVED THAT, pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 the Company hereby approves the appointment of Sri Vishal Hegde, (holding DIN 00043245) as the Managing Director of the Company for a further period of three years w.e.f. 01.02.2026, on the remuneration and on such other terms and conditions as set out in the Explanatory Statement annexed to the Notice .

RESOLVED FURTHER THAT, notwithstanding anything hereinabove contained where, in any financial year during his tenure, the Company incurs loss or its profits are inadequate, the Company shall pay to Sri Vishal Hegde, the remuneration by way of salary, perquisites and other allowances as aforesaid as a minimum remuneration, remuneration notwithstanding the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013, or such other limits as may be prescribed by the Central Government from time to time as minimum remuneration.

RESOLVED FURTHER THAT, the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary to give effect to this resolution including an authority to vary or modify the terms and conditions of the appointment.

RESOLVED FURTHER THAT, not withstanding anything here inabove contained where, in any financial year during her tenure, the Company incurs loss or its profits are inadequate, the Company shall pay to Smt Lalana Guruprasad Adyanthaya, the remuneration by way of salary, perquisites and other allowances as aforesaid as a minimum remuneration, not withstanding the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013, or such other limits as may be prescribed by the Central Government from time to time as minimum remuneration.

RESOLVED FURTHER THAT, the Board of Directors of the Company be and is hereby authorized file necessary E-forms with Registrar of Companies, Karnataka and to take such steps as may be necessary to give effect to this resolution including an authority to vary or modify the terms and conditions of the appointment.

5. **TO APPROVE THE APPOINT SRI AVINASH SHENOY (DIN:00043540) AS TECHNICAL DIRECTOR OF THE COMPANY**

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

RESOLVED THAT, pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 the Company hereby approves the re appointment of Sri Avinash Shenoy,(holding DIN 00043540) as a Whole time Director, in the designation of Technical Director, of the Company for a further period of three years w.e.f. 01.02.2026, on the remuneration and on such other terms and conditions as set out in the Explanatory Statement annexed to the Notice .

RESOLVED FURTHER THAT, notwithstanding anything hereinabove contained where, in any financial year during his tenure, the Company incurs loss or its profits are inadequate, the Company shall pay to Sri Avinash Shenoy, the remuneration by way of salary, perquisites and other allowances as aforesaid as a minimum remuneration, remuneration notwithstanding the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013, or such other limits as may be prescribed by the Central Government from time to time as minimum remuneration.

RESOLVED FURTHER THAT, the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary to give effect to this resolution including an authority to vary or modify the terms and conditions of the appointment.

6. **TO RE-APPOINT SRI BANTWAL SRINIVAS BALIGA (DIN:00043194) AS DIRECTOR (PLANNING AND DEVELOPMENT**

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

RESOLVED THAT, pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 the Company hereby approves the re appointment of Bantwal Srinivas Baliga,(holding DIN 00043194) as the Director (Planning and Development) of the Company for a period of three years w.e.f. 30.11.2026 as a Director liable to retire by rotation, on the remuneration and on such other terms and conditions as set out in the Explanatory Statement annexed to the Notice .

RESOLVED FURTHER THAT, notwithstanding anything hereinabove contained where, in any financial year during his tenure, the Company incurs loss or its profits are inadequate, the Company shall pay to Sri Bantwal Srinivas Baliga, the remuneration by way of salary, perquisites and other allowances as aforesaid as a minimum remuneration, remuneration notwithstanding the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013, or such other limits as may be prescribed by the Central Government from time to time as minimum remuneration.

RESOLVED FURTHER THAT, the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary to give effect to this resolution including an authority to vary or modify the terms and conditions of the appointment.

7. **TO APPOINT SMT SUJATHA VINAYA HEGDE (DIN:00053886) AS DIRECTOR**

To consider and if thought fit to pass with or without modification the following resolution as Ordinary Resolution:

RESOLVED THAT Mrs Sujatha Vinaya Hegde (DIN: 00053886) who was appointed as an Additional Director of the Company by the Board of Directors with effect from 29.01.2026 pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company and whose term of office expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company liable to retire by rotation.

8. To consider and, if thought fit, to pass with or without modification the following resolution as a Special resolution:

RESOLVED THAT pursuant to the provisions of Section 73 of Companies Act and provisions of Companies (Acceptance of Deposits) Rules, 2014 consent of shareholders of the company be and is hereby accorded to the Board of Directors of the Company including any committee thereof, for inviting and accepting / renewing deposits from members of the company subject to the maximum aggregating to not more than an amount representing 35% of the paid-up share capital and free reserves as per the latest audited balance sheet, in accordance with the provisions of Companies (Acceptance of Deposits) Rules, 2014, framed under section 73 of the Companies Act, 2013.

FURTHER RESOLVED THAT the Board of Directors including a committee thereof be and is hereby authorized to create a charge on its assets, obtain credit rating, taking insurance, appointing trustees and to take all other necessary steps as may be required for the above mentioned purpose.”

By the order of Board of Directors of
Lamina Suspension Products Limited

Vishal Hegde
Managing Director
(DIN : 00043245)

Mangalore
11.07.2026

1. A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a Member of the Company. Pursuant to provisions of Section 105 of the Companies Act, 2013, read with the applicable rules thereon, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy, who shall not act as a proxy for any other member. Proxy should carry ID proof which shall be produced at the entrance of the venue.
2. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
3. Members are requested to please bring duly filled attendance slip at the meeting which is enclosed.
4. 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.
5. Shareholders are required to intimate changes in their addresses, if any.

6. Members seeking any information with regard to the Accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the meeting.

7. A Route Map along with Prominent Landmark for easy location to reach the venue of Annual General Meeting is annexed with the notice of Annual General Meeting.

STATEMENT PURSUANT TO SECTION 102 (1) OF COMPANIES ACT, 2013

ITEM NO.4

TO APPROVE THE APPOINTMENT OF MR VISHAL HEGDE (DIN:00043245) AS MANAGING DIRECTOR OF THE COMPANY

The Board of Directors of the Company, at its meeting held on 29.01.2026 subject to the approval of the shareholders, appointed Sri Vishal Hegde as the Managing Director of the Company for a period of 3 years, with effect from 01.02.2026.

Sri. Vishal Hegde has a degree in BBM from SDM College of Business Management. He has a vast experience about the automobile spare parts industry and has good administrative knowledge.

Principal Terms of Appointment and Remuneration:

1. That Mr. Vishal Hegde shall be the Managing Director of the Company for a period of three year with effect from 01.02.2026 and that his headquarters shall be at the Registered Office of the Company, or at such place as may be determined by the Board of Directors from time to time and that he shall hereinafter be referred to as the “Managing Director”.

2. That the Managing Director is hereby entrusted with powers of management.

3. That without prejudice to the generality of powers conferred by Clause (2) above, the Managing Director shall have the following powers and duties:

• The Managing Director, shall be in-charge of overall administration and management of Company’s affairs and he shall exercise his duties judiciously to better understanding. He will be fully assisted by the departmental officers and executives, in successful discharge of his day-to-day duties. He shall have complete control over the staff and workers, with powers to appoint necessary staff and workers and to remove them at his pleasure subject to any law that may be applicable. The Managing Director is vested with requisite power for efficient and effective management of the Company’s affairs and generally to do, execute and perform such acts and things, whether specified herein or not, which the Managing Director shall think fit and proper for the efficient, convenient and smooth conduct of the day-to-day management of company’s affairs, subject however to the overall supervision of the Board of Directors.

• The Managing Director shall devote whole time and attend to his appointed office under the company diligently and faithfully, and shall not divulge any secrets of dealings of the business of the company to any one else.

• The Managing Director shall work under the direct supervision of the Board of Directors and he shall be responsible for all his actions to the Board of Directors. He shall keep due record of his work for the scrutiny of the Board of Directors, and shall submit such statements and particulars as may be required by the Board of Directors.

• The terms and conditions of the Managing Director as to remuneration shall be as under subject however to statutory deductions as may be applicable:

a) Basic Salary : Rs.2,40,000 with increment of Rs.1500 p.a.

PERQUISITES

CATEGORY A

1. Mr Vishal Hegde will be eligible for a house rent allowance of 30% of basic salary or rent free unfurnished accommodation the rent of which shall not exceed 30% of basic pay.

2. He will be eligible for gas, electricity and water free of cost.

3. Medical Reimbursement expenses incurred for Mr Vishal Hegde and his family subject to a ceiling of one month's salary in a year or 3 month's salary over a period of 3 years.

4. Leave Travel Concession shall be for self and family once in a year incurred in accordance with any rules specified by the Company.

5. Club fees: Fees of the Clubs subject to a maximum of two clubs. This will not include admission and life membership fees.

6. Personal Accident Insurance: Premium not to exceed Rs.4000/- per annum.

CATEGORY B

1. He shall be eligible for exgratia, including Variable Dearness Allowance and Provident Fund, as applicable to other Executives of the Company.

2. He will be eligible for encashment of leave at the end of the tenure as per the rules of the Company in this regard.

3. He is entitled for free car for use on Company's business. Personal use of car shall be billed by the Company.

4. Telephone at residence for the Company's use. Personal long distance calls shall be billed by the Company.

Minimum Remuneration:

Notwithstanding anything herein contained, where in any financial year during the period of his office as a Managing Director, the Company shall pay to her the above remuneration by way of salary as a minimum remuneration notwithstanding that the Company incurs a loss or its profits are inadequate and notwithstanding the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013, or such other limits as may be prescribed by the Central Government from time to time.

Accordingly, the Board recommends passing of the resolutions, as set out in the accompanying notice, by the members as special resolution.

The draft agreement setting out the terms and conditions of the appointment is available for inspection by the members. It can be viewed at the Registered Office of the Company on all working days (except Saturdays, Sundays, and public holidays) during business hours up to the date of the General Meeting.

None of the directors, key managerial personnel or their relatives of the company except for Sri Vishal Hegde and Smt. Sujatha Vinaya Hegde, being relative, are concerned or interested financially or otherwise in the above resolution.

ITEM NO.5

TO APPROVE THE APPOINT SRI AVINASH SHENOY (DIN:00043540) AS TECHNICAL DIRECTOR OF THE COMPANY

The Board of Directors of the Company, at its meeting held on 29.01.2026 subject to the approval of the shareholders, appointed Sri Avinash Shenoy as the Technical Director of the Company for a period of 3 years, with effect from 01.02.2026.

Sri. Avinash Shenoy has a degree in Bachelor of Engineering from Manipal Institute of Technology and MBA from T M A Pai Management Institute.He has a vast experience about the automobile spare parts industry and has good technical knowledge.

Principal Terms of Appointment and Remuneration:

1. That Mr. Avinash Shenoy shall be the Technical Director of the Company for a period of three year with effect from 01.02.2026 and that his headquarters shall be at the Registered Office of the Company, or at such place as may be determined by the Board of Directors from time to time and that he shall hereinafter be referred to as the “Technical Director”.

2. That the Technical Director is hereby entrusted with powers of technical management.

3. That his duties will include the following:

• The Technical Director shall devote whole time and attend to his appointed office under the company diligently and faithfully, and shall not divulge any secrets of dealings of the business of the company to any one else.

• The Technical Director shall work under the direct supervision of the Board of Directors and he shall be responsible for all his actions to the Board of Directors. He shall keep due record of his work for the scrutiny of the Board of Directors, and shall submit such statements and particulars as may be required by the Board of Directors.

• The terms and conditions of the Technical Director as to remuneration shall be as under subject however to statutory deductions as may be applicable:

a. Basic Salary : Rs.2,40,000 with increment of Rs.1500 p.a.

PERQUISITES

CATEGORY A

1) Mr Avinash Shenoy will be eligible for a house rent allowance of 30% of basic salary or rent free unfurnished accommodation the rent of which shall not exceed 30% of basic pay.

2) He will be eligible for gas, electricity and water free of cost.

3) Medical Reimbursement expenses incurred for Mr Avinash Shenoy and his family subject to a ceiling of period of 3 years.

4) Leave Travel Concession shall be for self and family once in a year incurred in accordance with any rules specified by the Company.

5) Club fees: Fees of the Clubs subject to a maximum of two clubs. This will not include admission and life membership fees.

6) Personal Accident Insurance: Premium not to exceed Rs.4000/- per annum.

CATEGORY B

1. He shall be eligible for exgratia, including Variable Dearness allowance and Provident Fund, as applicable to other Executives of the Company.

2. He will be eligible for encashment of leave at the end of the tenure as per the rules of the Company in this regard.

3. He is entitled for free car for use on Company's business. Personal use of car shall be billed by the Company.

4. Telephone at residence for the Company's use. Personal long distance calls shall be billed by the Company.

Not withstanding anything herein contained, where in any financial year during the period of his office as a Technical Director, the Company shall pay to her the above remuneration by way of salary as a minimum remuneration not withstanding that the Company incurs a loss or its profits are inadequate and not withstanding the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013, or such other limits as may be prescribed by the Central Government from time to time.

Accordingly, the Board recommends passing of the resolutions, as set out in the accompanying notice, by the members as special resolution.

ITEM NO.6

TO RE-APPOINT SRI BANTWAL SRINIVAS BALIGA (DIN:00043194) AS DIRECTOR(PLANNING AND DEVELOPMENT)

The term of appointment of Sri Bantwal Srinivas Baliga, who was appointed as Director (Planning and Development) for a period of 3 years, is ending on 29.11.2026. The Board of Directors, considering that his continued services are not only necessary but also is in the interest of the Company, have reappointed him as a Director (Planning and Development) at their meeting held on11.07.2026 for a further period of three years w.e.f 30.11.2026 on the following remuneration and terms and conditions:

a) Basic Pay of Rs. 2,30,000 per month with annual increment of Rs.1500.

PERQUISITES

CATEGORY A

1. Reimbursement of Medical expenses incurred for Mr. Bantwal Srinivas Baliga and his family subject to a ceiling of one month's salary in a year or 3 month's salary over a period of 3 years.

2. Personal Accident Insurance: Premium not to exceed Rs.4000/- per annum.

CATEGORY B

1. He will be eligible for encashment of leave at the end of the tenure as per the rules of the Company in this regard.
2. He is entitled for free car for use on Company's business. Personal use of car shall be billed by the Company.
3. Telephone at residence for the Company's use. Personal long distance calls shall be billed by the Company

He shall be entitled to reimbursement by the company of entertainment and all other out of pocket expenses that may be incurred by him for the purpose of business of the company in the course of discharge of his day to day duties as Director of the Company on actual basis.

Period of appointment: For a period of three years from 30th November 2026.
Not withstanding anything herein contained, where in any financial year during the period of his office as a Director (Planning & Development), the Company shall pay to him the above remuneration by way of salary as a minimum remuneration notwithstanding that the Company incurs a loss or its profits are inadequate and notwithstanding the limits specified under Section II of Part II of Schedule V to the Companies Act, 2013, or such other limits as may be prescribed by the Central Government from time to time.

Accordingly, the Board recommends passing of the resolutions, as set out in the accompanying notice, by the members as special resolution.

The draft agreement setting out the terms and conditions of the appointment is available for inspection by the members. It can be viewed at the Registered Office of the Company on all working days (except Saturdays, Sundays, and public holidays) during business hours up to the date of the General Meeting.

None of the directors, key managerial personnel or their relatives of the company except for Sri Bantwal Srinivas Baliga, are concerned or interested financially or otherwise in the above resolution.

Information pursuant to Part II Section II (B) (iv) of Schedule V of Companies Act, 2013 for Item No. 4, 5 and 6(corresponding to Schedule XIII of Companies Act, 1956).

I General Information

The Company which was established in the year 1975, engages in the manufacture of Automobile springs leaves / spring assemblies.

FINANCIAL PARAMETERS

Particulars	**2025-26**
	(Rupees in lacs)
Total Revenue	**9908.59**
Cost of production /Sales	**6511.62**
Employee cost	**1841.29**
Finance cost	**501.49**
Other expenses	**831.80**
Depreciation	**120.90**
Profit before tax	**101.49**

Brief note on the performance of the company

During the year the Company recorded total revenue of Rs.9908.59 lakhs against the figure of Rs. 9653.20 lakhs recorded during the previous year. The profit before tax for the year was Rs. 101.49 lakhs as compared to Rs.121.20 lakhs of previous year. The turnover increased by 2.65% over the figure of previous year. But the profit after tax was less by 16.26% when compared to the previous year.

Foreign investments or collaborations, if any. : NIL II

Information about appointees

Particulars	Vishal Hegde	Avinash Shenoy	Bantwal Srinivas Baliga
Background Details	Mr. Vishal Hegde has a degree in BBM from SDM College of Business Manage ment. He is about 55 years of age. He became a Director of the Company on 23.10.1998.	Mr. Avinash Shenoy has a B.E degree in Chemical Engineering from Manipal Institute of Technology and MBA degree from T M A Pai Manage ment Institute, Manipal. He is about 49 years of age. He became the Director of the Company on 17.08.2007.	Bantwal Srinivas Baliga holds Bachelor of Engineering. He joined the Company in 1981 and has had a distinguished career with the Company. He is about 80 year of age and he became a Whole Time Director of the Company from 01.11.2013. Prior to that he had worked a s Chief Executive Officer of the Company.
Past remuneration	Not Applicable	Not Applicable	Basic : Rs.102500.00 Special Basic : Rs. 19152.00 VDA : Rs. 7660.80 Conveyance Allowance : Rs. 1500.00 House Rent Allowance : Rs. 36495.60 Special Allowance : Rs. 32025.00
Job profile and his suitability	He has a vast experience about the automobile spare parts industry and has good admini-strative Knowledge.	He has very good knowledge of the technical aspects of manufacturing of leaf springs.	Bantwal Srinivas Baliga has a wealth of knowledge in finance and sales.
Remuneration proposed	Basic Salary : Rs.2,40,000 with annual increment of Rs.1500, HRA@30% of Basic Salary, VDA and PF.	Basic Salary : Rs.2,40,000 with annual increment of Rs.1500, HRA @30% of Basic Salary, VDA and PF.	Basic Salary : Rs.2,30,000 per month with annual increment of Rs.1500.
Pecuniary relationship with the company or with managerial personnel.	No other pecuniary relationship other than the remuneration drawn .	No other pecuniary relationship other than the remuneration drawn.	No other pecuniary relationship other than the remuneration drawn.
Comparative remuneration profile with respect to industry, size of the company, profile of the	The following factors were considered : the remuneration being paid by other companies	The following factors were considered : the remuneration being paid by other companies to their	The following factors were considered : the remuneration being paid by other companies to their managerial personnel, the duties and responsibilities of the appointee.

position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	personnel, the duties and responsibilities of the appointee.	managerial personnel, the duties and responsibilities of the appointee.	

ITEM NO.7

TO APPOINT SMT SUJATHA VINAYA HEGDE (DIN:00053886) AS DIRECTOR

Mrs Sujatha Vinaya Hegde, DIN: 00053886, was appointed by the Board of Directors of the Company at its meeting held on 29.01.2026, as Additional Non-Executive Director of the Company effective from 29.01.2026 in terms of Section 161 of the Companies Act, 2013. She will vacate office at this Annual General Meeting. The Board at its meeting held on 11.07.2026, recommended for the approval of the Members, the appointment of Mrs. Sujatha Vinaya Hegde as Non-Executive Director of the Company as set out in the Resolution. Further notice under Section 160 of the Act has been received from a Member proposing her appointment as a Director of the Company. Requisite consent, pursuant to Section 152 of the Act, has been filed by her to act as Director, if appointed.

Except for Mrs. Sujatha Vinaya Hegde, since the resolution relates to her appointment, Mr Vishal Hegde (Managing Director and shareholder) and Mrs Ashwitha Punja (Shareholder), being her relatives, none of the other directors or key Managerial personnel are interested in this resolution.

Details of Director seeking appointment at the General Meeting as per requirements of Secretarial Standard 2 (SS-2)

Particulars

Name	**Vishal Hegde**	**Avinash Shenoy**	**Bantwal Srinivas Baliga**	**Sujatha Vinaya Hegde**
Age	55	49	80	82
Qualification	BBM	1. B.E (Chemical Engineering) from Manipal Institute of Technology 2. MBA from T M A Pai Management Institute.	BE (Electrical)	B Com.
Experience	He has a vast experience about the automobile spare parts industry and has good administrative knowledge.	He has a vast experience about the automobile spare parts industry and has good technical knowledge to their managerial	He has wealth of knowledge in the field of Finance and Sales and he has been a Director of the Company from 01.11.2013.	Has been a Director in private limited companies for more than 25 years.

Terms and conditions of Appointment	Being appointed as Managing Director for a period of 3 years.	Being appointed as Technival Director for a period of 3 years.	Being appointed as Whole Time Director designated as Director (Planning & Development) for a period of 3 years.	Being appointed as Non Executive Director.
Remuneration sought to be paid	Basic Salary of Rs.2,40,000 p.m with annual increment of Rs.1500.	Basic Salary of Rs.2,40,000 p.m with annual increment of Rs.1500 .	Basic Salary of Rs.2,30,000 per month with annual increment of Rs.1500.	Sitting fees of Rs.4,500 for the Board meetings attended.
Remuneration last drawn	Sitting fees of Rs.4500 for attending the Board Meetings	Sitting fees of Rs.4500 for attending the Board Meetings.	Basic : Rs.102500.00Special Basic : Rs. 19152.00VDA : Rs. 7660.80Conveyance Allowance: Rs. 1500.00House Rent Allowance: Rs. 36495.60Special Allowance : Rs. 32025.00.	Sitting fees of Rs.4500 for attending the board meeting in which she was appointed as Additional Director
Date of first appointment on the board	23.10.1998 as Non Executive Director	17.08.2007 as Non Executive Director	01.11.2013 as Director (Planning & Development)	29.01.2026 as Additional Director
Shareholding in the company	13225 equity shares and 14845 equity shares as joint holder	4760 equity shares	Nil	571 equity shares.
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Related to Mr Mrs Sujatha Hegde, Additional Directors	Related to Mr Gopalkrishna Shenoy, Director	Not related to any Director or Key Managerial Personnel of the Company	Related to Mr Vishal Hegde, Managing Director
Number of Meetings of the Board attended during the year	4	4	4	1
Other Directorships, Membership/ Chairmanship of Committees of other Boards	Director in following Companies 1. Lamina Foundries Limited. 2. Manmet Engineering Products Private Limited.	Director in following Companies 1. Lamina Foundries Limited. 2. Elespee Products Private Limited.	Director in following Companies 1. Lamina Foundries Limited.	Director in following Companies 1. Lamina Suspension Products Limited.

	3. Padmashree Hospitals and Research Centre Private Limited 4. Nitte Education International Private Limited. 5. AIC- Nitte Incubation Centre Member in following Companies 1. Lamina Foundries Limited. 2. Manmet Engineering Products Private Limited. 3. Padmashree Hospitals and Research Centre Private Limited 4. Nitte Education International Private Limited. 5. AIC- Nitte Incubation Centre 6.ElespeeProducts Private Limited.	Member infollowing Companies 1. Lamina Foundries Limited. 2. Manmet Engineering Products Private Limited. 3. Elespee Products Private Limited.	Member in following Companies 1. Lamina Foundries Limited.	2. Manmet Engineering Products Private Limited 3. Elespee Products Private Limited 4. Padmashree Hospitals and Research Centre Private Limited. Member in following Companies 1.LaminaFoundries Limited. 2. Nitte Education International Private Limited

ITEM NO.8

Keeping in view the short term fund requirements, the Company may accept deposits from its members and directors as per the provisions of Section 73 and as per provisions of Companies (Acceptance of Deposit) Rules, 2014.

For the above mentioned purpose, a special resolution is to be passed by shareholders for authorizing the Board of Directors of accept the deposits from shareholders up to a maximum acceptance limit of 35% of the paid-up share capital and free reserves as per the latest audited balance sheet, and also for doing all necessary acts regarding the matter.

The Directors recommends the resolution for members’ approval as a **Special Resolution**.

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

By the order of Board of Directors of
Lamina Suspension Products Limited

Mangalore
11.07.2026

Vishal Hegde
Managing Director
(DIN: 00043245)