

Date: September 01, 2025

To,
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex
Bandra East, Mumbai - 400051
Symbol: "SCODATUBES"

To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
BSE SCRIP Code - "544411"

Dear Sir / Madam,

Sub.: Outcome of Board meeting held on today i.e. on Monday, September 01, 2025

In reference to captioned subject, we hereby inform you that the Board of Directors of the Company, in their Board Meeting held on today, i.e. on Monday, September 01, 2025, at the registered office of the Company which was commenced at 05:30 P.M. and concluded at 06:00 P.M. have:

1. Appointed M/s. ALAP & CO. LLP, Practising Company Secretaries, as Secretarial Auditors of the Company for a term of 5 financial years commencing from FY 2025-26 i.e. onwards from April 01, 2025;

In this regards, relevant information of M/s. ALAP & CO. LLP, Practising Company Secretaries, as required under Regulation 30 of SEBI Listing Regulations w.r.t. SEBI circular SEBI/HO/CFD/CFD-PoD- 1/P/CIR/2023/123 dated July 13, 2023) are attached as **Annexure I**.

2. Appointed Mr. Manish B. Analkat, Cost Accountant (Membership No. 19378), as cost Auditor of the Company for the cost audit of the financial year 2025-26.

In this regards, relevant information of Mr. Manish B. Analkat, Cost Accountant (Membership No. 19378), as required under Regulation 30 of SEBI Listing Regulations w.r.t. SEBI circular SEBI/HO/CFD/CFD-PoD- 1/P/CIR/2023/123 dated July 13, 2023) are attached as **Annexure II**.

3. Considered and approved change in designation of Mr. Saurabh Amrutbhai Patel (DIN: 07627068), to Executive Director of the company for a period of five years w.e.f. 01/09/2025;

The details required under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 with respect to change in designation is given in **Annexure III**.

4. Reconstituted Nomination and Remuneration Committee by admitting Mr. Piyush Shah, an independent director as Member and removed Mr. Saurabh Patel due to change in designation;
5. Subject to regulatory approvals and procedural formalities, considered, approved and decided to invest an amount of 7,000 (Seven Thousand) EURO towards acquisition of 100 Equity Shares of Arvind sp.z o.o. i.e. 100.00% Stake;

This acquisition is expected to unlock significant long-term value by combining Scoda Tubes's proven manufacturing and export capabilities with the sectoral expertise and customer base of Arvind sp.z o.o..

Scoda Tubes Limited

Survey no : 2442,2443,2446, Ahmedabad-Mehsana Highway, Village : Rajpur-382715. Tal: Kadi, Dist : Mehsana, Gujarat. India
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Upon such acquisition Arvind sp.z o.o. shall become Wholly Owned subsidiary of Scoda Tubes Limited the details as required under SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 with respect to above disclosures are given in **Annexure- IV**.

6. Approved Draft Directors' Report for the financial year 2024-25 along with its Annexures and other reports to be included in the Annual Report 2024-25;
7. Decided to call the 17th Annual General Meeting of the Company on Monday, September 29, 2025 at 03:00 P.M. IST through Video Conference (VC) or Other Audio-Visual Means (OAVM) in compliance with the applicable circulars of Ministry of Corporate Affairs (MCA) and SEBI and approved the Draft Notice of 17th Annual General Meeting of the Company;
8. Appointed National Securities Depository Limited (NSDL) as Remote E-Voting Agency for resolutions proposed to be passed at Annual General Meeting.
9. Appointed M/s. ALAP & CO. LLP (LLPIN: ACA-1561), Practicing Company Secretaries, as Scrutinizer, who has consented as such, for conducting the remote e-voting process as well as the e-voting system on the date of the Annual General Meeting, in a fair and transparent manner.
10. Discussed all matters contained in the Notice of 17th Annual General Meeting in detail and approved draft of 17th Annual General Meeting's Notice and authorised Executive Directors and Company Secretary to send 17th Annual General Meeting's Notice to all the Members of the Company under the provisions of the Companies Act, 2013 read with rules made thereunder.

The copy of Notice of 17th Annual General Meeting and Annual Report for the financial year 2024-25 will be submitted to the Stock Exchange as soon as the same be dispatched to the Shareholders of the Company through E-mail.

You are requested to take the same on your record.

For, SCODA TUBES LIMITED



Nishita Mayank Sanghvi
Company Secretary and Compliance Officer
Membership No. ACS 28547

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Annexure - I

Appointment of Secretarial Auditor - Details as per Regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023

Sr. No.	Particulars	Details
1.	Name	M/s ALAP & CO. LLP, Practicing Company Secretaries
2.	Designation	Secretarial Auditor
3.	Reason for changes	Appointment as Secretarial Auditor of the company for a period of five years effective from FY 2025-26 i.e. onwards from April 01, 2025, subject to approval of the members at the ensuing Annual General Meeting at such remuneration as mutually agreed between them.
4.	Date of Appointment & Term of Appointment	01/09/2025 for a period of five years effective from FY 2025-26.
5.	Brief Profile	M/s. ALAP & CO. LLP, led by Mr. Anand Lavingia and Ms. Ankita Patel, is a professional services firm and leading corporate advisory firm that offers comprehensive solutions for all the secretarial and legal requirements of businesses. With a team of highly experienced professionals, the firm specializes in providing quality services in the areas of Corporate Laws, Listings and Capital Markets, Corporate Governance issues, Legal matters, and Corporate Restructuring, and other Regulatory Licensing. The firm understands the complex and dynamic nature of the corporate world and strives to provide its clients with a one-stop solution for all their legal and regulatory needs. The firm is characterized by its team of experienced professionals who bring a wealth of knowledge in their respective fields. Their expertise helps clients navigate complex financial regulations and optimize their business strategies. With a focus on delivering exceptional service and building long-term relationships with its clients, the firm has established itself as a trusted partner for businesses across a wide range of industries. Its commitment to excellence and dedication to providing practical and effective solutions have earned it a reputation as a leading corporate advisory firm in India.
6.	Disclosure of relationships between Directors (in case of appointment director)	Not Applicable

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Annexure - II

Appointment of Cost Auditor - Details as per Regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023

Sr. No.	Particulars	Details
1.	Name	Mr. Manish B. Analkat, Cost Accountant (Membership No. 19378)
2.	Designation	Cost Auditor
3.	Reason for changes	Appointment as cost auditor of the company
4.	Date of Appointment & Term of Appointment	01/09/2025 For Financial Year 2025-26
5.	Brief Profile	Mr. Manish B. Analkat is a Fellow Member of The institute of Cost & Works Accountants of india having Membership No MI19378. He has more than 25 Years of experience in his filed. They render independent services in the areas pertaining to System Analysis and/or installation of System and / or Consultant for development / review of information and reporting system for Management through integrated Cost Accounting, financial Accounting, Material Accounting, Production Accounting, Cost Audit and/or development of Cost Data for Cost Audit, Preparation of assets register of fixed assets, internal Audits and Verification of Stocks of stores items, raw materials, work-in-process and finished goods, Finished Product, Work-In-Process, Stores Stock, and Raw Materials, Cost Calculation and/or Certification, for inventory Valuation, Captive Consumption, Modvat etc. for Central Excise and Loan Disbursement from Financial institution etc.
6.	Disclosure of relationships between Directors (in case of appointment director)	Not Applicable

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Annexure - III

Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Circular No. SEBI/HO/CFD/POD2/CIR/P/2023/120 dated July 11, 2023

Sr. No.	Particulars	Details
1.	Reason for change viz. appointment, resignation, removal, death or otherwise;	Change in designation cum appointment of Mr. Saurabh Amrutbhai Patel (DIN: 07627068) from Non-Executive Director to Executive Director of the Company
2.	Date of appointment / cessation /change (as applicable) & term of appointment	for a period of five years w.e.f. 01/09/2025
3.	Brief profile (in case of appointment);	Mr. Saurabh Amrutbhai Patel (DIN: 07627068) is the Non-Executive Director of our Company. He is one of the Promoters of our Company. He holds a bachelor's degree in commerce from Yashwantrao Chavan Maharashtra Open University. He has over years 5 of experience in construction and real estate business. He has been associated with our Company as a Director since December 31, 2020. He oversees project development processes in our Company
4.	Disclosure of relationships between directors (in case of appointment of a director)	NA
5.	Number of Shares held in the Company	61,99,008 Equity Shares
6.	Whether appointee Director is debarred from holding the office of director pursuant to any SEBI order or any other such authority.	No

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Annexure – IV

Details with respect to acquisition of Equity Shares – Arvind sp.z o.o.

Particulars	Details	
Name of the target entity, details in brief such as size, turnover etc.	Name of target Company	Arvind sp.z o.o.
	Authorized Capital	PLN 50,000.00 divided into 100 Shares of nominal value of PLN 500 each.
	Paid-up Capital	PLN 50,000.00 divided into 100 Shares of nominal value of PLN 500 each.
	Turnover for F.Y. 2024 (Unaudited)	PLN 46,226.19
	Net worth for F.Y. 2024 (Unaudited)	PLN 30,641.17
Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm's length”	No, the acquisition would not fall within related party transactions. The promoter/ promoter group/ group companies do not have any interest in the entity being acquired.	
Industry to which the entity being acquired belongs	Steel & Engineering	
Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The acquisition aims to facilitate international business expansion and strategic investment through a foreign holding structure. With this strategic acquisition, Scoda Tubes Limited enters into foreign Market – targeting fast-growing sectors such as oil and gas, hit exchangers, refinery(ies) etc. Arvind sp.z o.o. specializes in trading of coted or uncoated tubes, pipes, casings, hollows, blanks and made of sections, iron and steels or any alloy thereof with. This acquisition is expected to unlock significant long-term value by combining the company's proven manufacturing and export capabilities with the sectoral expertise and customer base of Arvind sp.z o.o. in the European union.	
Brief details of any governmental or regulatory approval for the required acquisition	The acquisition may require certain governmental or regulatory approvals under applicable laws, including compliance with the Foreign Exchange Management Act (FEMA) and related overseas investment regulations. All necessary filings and approvals, as may be applicable, will be undertaken in accordance with prevailing laws.	

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Particulars	Details			
Indicative time period for completion of the acquisition	Pending remittance of subscription amount; expected to be completed shortly			
Nature of consideration whether cash consideration or share swap and details of the same	100% consideration through Bank Transfer			
Cost of acquisition or the price at which the shares are acquired	proposed investment amount is 7000 (Seven Thousand) EURO			
Percentage of shareholding / control acquired and/ or number of shares acquired	Pre-Investment		Post Investment	
	No. of Shares held	% of Shareholding	No. of Shares held	% of Shareholding
	0	0%	100	100.00%
Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3-year turnover, country in which the acquired entity has presence and any other significant information (in brief)	Brief Background and Business: Arvind sp.z o.o. having its registered office in Lodz, Poland (entered in the register of entrepreneurs under KRS number 0000198045) and engaged in the business of trading. Date of Incorporation: March 15, 2004 Registered Office Address: ul. KPT. PILOTA ŻWIRKI 1C/4D, 90-448 ŁÓDŹ ŁÓDZKIE Country in which the acquired entity has presence: Poland History/Turnover (un-audited): Turnover - PLN 46,226.19 (For F.Y. 2024) Other income (un-audited) - PLN 401.90 (For F.Y. 2024)			

Note: PLN means Polish Zloty (PLN), currency of Poland.

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