NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 04th Annual General Meeting ("AGM") of Sahasra Electronic Solutions Limited ("The Company") will be held on Monday, 03rd August' 2026 at 10:30 A.M. through video conferencing/ other audio-visual means (VC/OAVM) to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Standalone financial Statements of the Company for the financial year ended March 31st, 2026 together with the Reports of the Board of Directors and Auditors' thereon and if thought fit, to pass, with or without modification(s), the following resolution as an ordinary resolution:

"RESOLVED THAT the audited Standalone financial statements of the Company for the financial year ended 31st March 2026 along with the Auditor's Report and Board of Director's Report thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31st, 2026 together with the Reports of the Board of Directors and Auditors' thereon and if thought fit, to pass, with or without modification(s), the following resolution as an ordinary resolution:

"RESOLVED THAT the audited Consolidated financial statements of the Company for the financial year ended 31st March 2026 along with the Auditor's Report and Board of Director's Report thereon, as circulated to the Members, be and are hereby considered and adopted."

3. To declare dividend on equity shares for the financial year ended March 31, 2026 and, in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT dividend at the rate of ₹ 1/- (Rupees One only) per equity share of ₹ 10/- (Rupees Ten only) each fully paid-up of the Company, as recommended by the Board of Directors, be and is hereby declared for the financial year ended March 31, 2026 and the same be paid out of the profits of the Company."

4. To appoint a director in place of Mrs. Arunima Manwani (DIN:06996141), who retires by rotation and being eligible, offers herself for re-appointment and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mrs. Arunima Manwani (DIN:06996141), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company."

SPECIAL BUSINESS:

5. To Ratify Remuneration of Cost Auditor for the financial year ending March, 31, 2027 and in this regard, to consider and if thought fit, to pass the following resolution as an ordinary resolution:

To ratify the remuneration payable to M/s S Shekhar & Co., Cost Accountants (Firm Registration Number: 000452) the Cost Auditor of the Company for the financial year 2026-27.

To consider and if thought fit, to pass the following resolution as an **ordinary resolution:**

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification (s) or re-enactment(s) thereof for the time being in force) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of Rs.45,000/- (Rupees Forty Five Thousand Only) plus applicable taxes, as approved by the Board of Directors, payable to M/s Shekhar & Co., Cost Accountants (Firm Registration Number: 000452) who are appointed as Cost Auditors to conduct the audit of the cost records maintained by the Company for the financial year ending March 31, 2027."

6. To consider and approve the remuneration of Mr. Amrit Lal Manwani, Chairman & Managing Director of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 197 of the companies Act, 2013 read with Schedule V and other applicable provisions of the Companies Act, 2013, (including any statutory modification(s) or reenactment(s) thereof, for the time being in force) Consent of the members of the company be and is hereby accorded to revise the remuneration payable to Mr. Amrit Lal Manwani, (DIN:00920206) Chairman & Managing Director of the Company, for the remaining period of his tenure ending on 18th June, 2026 along with terms and conditions as mentioned below;

- Salary: Rs. 18,15,000/- per month w.e.f., 01/04/2026
- Salary to increase 10% per annum on progressive basis."

7. To Consider and approve the Remuneration of Mrs. Arunima Manwani, Executive Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Sections 197, and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Rules made there under, Consent of the members of the company be and is hereby accorded to revise the remuneration payable to Mrs. Arunima Manwani, (DIN: 06996141) Executive Director, along with terms and conditions as mentioned below;

- Salary: Rs.3,63,000/- Per month w.e.f. from 01/04/2026
- Salary increases 10% per annum on progressive basis"

8. To Consider and approve the Remuneration of Mr. Varun Manwani, Non-Executive Director of the Company

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

"RESOLVED THAT pursuant to the provisions of Sections 197, and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Rules made there under, Consent of the members of the company be and is hereby accorded to revise the remuneration payable to Mr. Varun Manwani, (DIN: 00921735) Non-Executive Director, along with terms & conditions as mentioned below:

- Salary: Rs. 10,28,500/- Per month w.e.f. from 01/04/2026
- Salary increases 10% per annum on progressive basis"

9. Re-appointment of Mr. Amrit Lal Manwani as Managing Director of the Company designated as "Chairman & Managing Director" with effect from 19th June'2026 to 18th June'2031.

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

"RESOLVED THAT pursuant to the provisions of sections 196, 197 and 198 read with Schedule V and all other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and such other approvals, permissions and sanctions, as may be required and subject to such conditions and modifications, as may be prescribed or imposed by any of the authorities while granting such approvals, permissions and sanctions, approval of the Company be accorded to the re-appointment of Mr. Amrit Lal Manwani (DIN: 00920206) as the Managing Director of the Company designated as "Chairman and Managing Director" with effect from 19th June'2026 to 18th June'2031 (both days inclusive), not liable to retire by rotation, on a salary of Rs. 18,15,000/- per month.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year of the company during the tenure of the office of Mr. Amrit Lal Manwani as Managing Director the remuneration and perquisites set out herein shall be paid or granted to Mr. Amrit Lal Manwani as minimum remuneration.

RESOLVED FURTHER THAT the Board of Directors of the Company and Company Secretary of the Company be and are hereby jointly and/or severally authorized to do all such acts, deeds, matters, things and sign and file all such papers, documents, forms and writings as may be necessary and incidental to the aforesaid resolution."

10. To consider and approve Related Party Transactions of the Company

To consider and if thought fit, to pass the following resolution as an **ordinary resolution:**

"RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("Act") read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to the Company, to enter into the related party transaction(s) / contract(s) / arrangement(s) / agreement(s) (in terms of Regulation 2(1)(zc)(i) of the Listing Regulations) between the Company and the related parties as more specifically set out in Table nos. A1 to A5 , B2 and B4 in the explanatory statement to this resolution on the respective material terms & conditions set out in each of Table nos. A1 to A5;

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

By Order of the Board
For Sahasra Electronic Solutions Limited

Date: 7th July 2026
Place: Noida

Amrit Lal Manwani
Chairman & Managing Director
DIN:00920206

NOTES:

1. The Ministry of Corporate Affairs ("MCA") has, vide its General Circular dated September 22, 2025 read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 (collectively referred to as "MCA Circulars"), permitted convening the Annual General Meeting ("AGM" / "Meeting") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ("Act") read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the registered office of the Company.

2. A statement pursuant to the provisions of Section 102(1) of the Act, relating to the Special Business to be transacted at the AGM, is annexed hereto. Further, additional information as required under Listing Regulations and Circulars issued thereunder are also annexed.

3. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence, the Proxy Form and Attendance Slip are not annexed hereto.

4. Since the AGM will be held through VC / OAVM, the route map of the venue of the Meeting is not annexed hereto.

5. Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended up to date, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is pleased to provide its members the facility to exercise their right to vote on the resolutions proposed to be passed in Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Bigshare Services Private Limited, Registrar & Share Transfer Agent.

6. In compliance with the MCA Circulars and Regulation 36(1)(a) of the Listing Regulations, Notice of the AGM along with the Annual Report for the financial year 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice will also be available on the Company's website www.seslimited.in, websites of the Stock Exchanges i.e. National Stock Exchange of India Limited www.nseindia.com and on the website of Bigshare Services Private Limited, Registrar & Share Transfer Agent https://ivote.bigshareonline.com/ landing

7. The Explanatory Statement pursuant to Section 102 of the Act, setting out material facts concerning the business under Item No. 5,6,7,8,9 ,10 of the Notice, are annexed hereto. The relevant details, pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this AGM are also annexed.

8. The facility for joining Annual General Meeting through Video Conferencing (VC) or Other Audio Visual Means (OAVM) shall open 15 minutes before the time scheduled to start the meeting and shall close after the expiry of 15 minutes after such schedule time.

9. During the Annual General Meeting only those members will be allowed to cast their vote through remote e-voting who will be present in the Annual General Meeting and has not casted their vote on the resolution earlier.

10. Members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants or with Company or with the Registrar and Share Transfer Agent of the Company.

11. Members attending the 4th annual general meeting through VC/OAVM shall be counted for the purpose of determining the quorum under Section 103 of the Act.

12. For the smooth conduct of proceedings of the AGM, Members can submit questions/queries in advance with regard to the resolution to be placed at the AGM, from their registered email address, mentioning their name, DP ID and Client ID number/ folio number and mobile number, to reach the Company's email address maneesh@sahasraelectronics.com at least seven (7) days in advance before the start of the meeting i.e. by cut-off date i.e., 27th July '2026 by 02.00 p.m. IST. Such questions by the Members shall be taken up during the meeting and replied by the Company suitably.

13. The voting rights shall be as per the number of equity shares held by the member(s) as on 27th July'2026. M/s Saurabh Agrawal & Co., Practicing Company Secretary (CP No. 4868) has been appointed as the Scrutinizer to scrutinize voting by remote e-Voting process in a fair and transparent manner.

14. The remote e-Voting period commences on 31st July'2026 (9:00 a.m.) and ends on 02nd August'2026 (5:00 p.m.). During this period shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of 27th July'2026 may cast their vote by remote e-Voting. The remote e-Voting module shall be disabled by Bigshare Services Private Limited for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. The e-voting facility shall also be available to members during the Annual General Meeting.

15. Any person, who acquire shares of the Company and becomes a member of the Company after dispatch of the notice of AGM and is holding shares as on the cutoff date i.e. 27th July'2026 may obtain the login ID and password by sending a request at ivote@bigshareonline.com or maneesh@sahasraelectronics.com

16. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote eVoting and attend AGM through Video Conferencing ("VC") or other Audio Visual Means("OVAM").

17. The company has engaged Bigshare Services Private Limited for Video conferencing system through cisco webex and e-voting services through Bigshare i-Vote services. In case any member required help regarding e voting or joining of Meeting through VC or OAVM can contact with Bigshare Services Private Limited, ivote@bigshareonline.com .

18. The Scrutinizer shall after the conclusion of the AGM, will first count the votes cast during the AGM, unblock the votes cast through remote e-Voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 2 working days of the conclusion of the AGM, a consolidate Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

19. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.seslimited.in and on the website of Bigshare immediately after the declaration of results by the Chairman or a person authorized by him in writing and the same be communicated to National Stock Exchange of India Ltd.

20. In terms of Section 152 of the Act, Mrs. Arunima Manwani (holding DIN: 06996141), Director is liable to retire by rotation at this 04th Annual General Meeting and being eligible, has offered herself for reappointment. Details of Directors seeking appointment / re-appointment at the Annual General Meeting in pursuance to Clause 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 is annexed as Annexure-1.

21. 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 the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection by the Members during the 4th AGM, Members seeking to inspect such documents can send an email to maneesh@sahasraelectronics.com

22. The Record date fixed for determining the entitlement of Members to dividend for the financial year ended March 31, 2026, if approved at the AGM is 15th July'2026.

23. Dividend on Equity Shares, if declared at the AGM, will be credited/ dispatched within the prescribed time-limit mentioned in section 126 of the Companies Act, 2013- to all those beneficial owners holding shares in electronic form, as per the beneficial ownership data made available to the Company by National Securities Depository Limited ('NSDL') and the Central Depository Services (India) Limited ('CDSL') as on the end of the day of 15th July'2026.

24. Members are requested to register / update their complete bank details with their Depository Participant(s), if shares are held in dematerialised mode, by submitting forms and documents as may be required by the Depository Participant(s). Payment of dividend shall be made through electronic mode to those members, holding shares in dematerialised mode, who have updated their bank account details.

25. In terms of the provisions of the Income Tax Act, 1961, (the "Act") as amended by the Finance Act, 2020, dividend paid or distributed shall be taxable in the hands of shareholders. Accordingly, the dividend will be paid after deducting the tax at source ("TDS") at the time of payment at the applicable rates as per the provisions of the Act. The withholding tax rate would vary depending on the residential status, category of the shareholder and the documents submitted by them and accepted by the Company.

Members holding equity shares of the Company as on the Record date i.e., Wednesday, July 15, 2026 will be entitled to receive the dividend after deduction of applicable tax. To avail exemptions/concessions from Tax, shareholders are required to submit necessary documents and details as enumerated in the following paragraphs, which are valid for the financial year 2025-26.

MANDATORY DETAILS APPLICABLE FOR ALL SHAREHOLDERS

It is hereby requested to ensure that the details mentioned herein below are completed and/or updated, as applicable, through the depository participant on or before Wednesday, July 15, 2026.

1. Residential status as per the Act i.e. Resident or Non-Resident for FY 2025-26 along with valid PAN copy, if any

2. Category of shareholder

a.Mutual Fund
b.Insurance Company
c.Alternate Investment Fund (AIF) Category I and II
d.AIF Category III
e.Government (Central/State)
f.Foreign Portfolio Investor (FPI) /Foreign Institutional Investor (FII): Foreign Company
g.FPI/FII: Others (being Individual, Firm, Trust, AJP, etc.)
h.Individual
i.Hindu Undivided Family (HUF)
j.Firm
k.Limited Liability Partnership (LLP)
l.Association of Persons (AOP), Body of individuals (BOI) or Artificial Juridical Person (AJP)
m.Trust
n.Domestic company

o.Foreign company

3. Email ID

4. Address

Please note that the above details as available on record date in the data maintained with depositories will be relied upon by the Company, for the purpose of complying with the applicable TDS provisions.

TDS PROVISIONS AND DOCUMENTS REQUIRED AS APPLICABLE FOR RELEVANT CATEGORY OF SHAREHOLDERS

In addition to ensuring completion and/or updating, as applicable, of above mandatory details, shareholders are also requested to take note of the TDS rates and additional information required by the Company for their respective category in order to comply with the applicable TDS provisions, as mentioned below:

RESIDENT SHAREHOLDER:

Particulars	Applicable Rate	Documents required (if any)
With Valid PAN (not falling in specific categories mentioned below)	10%*	Update/Verify the PAN, and the residential status as per the Act, if not already done, with the depositories (in case of shares held in demat mode).
Without PAN/ Invalid PAN	20%	N.A.
Submitting Form 15G/Form 15H	NIL	Duly verified Form 15G or 15H is to be furnished along with self-attested copy of PAN card. (This form can be submitted only in case the shareholder's tax on estimated total income for FY 2025-26 is Nil.)
Submitting Certificate under Section 197 of the Act	Rate provided in the Certificate	Lower/NIL withholding tax certificate obtained from tax authority. Tax will be deducted at the rate specified in the said certificate, subject to furnishing a... (text is cut off in the image).
An Insurance Company as specified under Sec 194 of the Act	NIL	Self-attested copy of the same. The certificate should be valid for the FY 2025-26 and should cover the dividend income. Self-declaration that it has full beneficial interest with respect to the shares owned by it along with self-attested copy of PAN card and copy of registration certificate issued by the IRDAI.
Mutual Fund specified under clause (23D) of Section 10 of the Act	NIL	Self-declaration that they are specified in Section 10 (23D) of the Act along with self-attested copy of PAN card and registration certificate.
Alternative Investment Fund (AIF) established in India	NIL	Self-declaration that they are specified in Section 10 (23FBA) of the Act and established as Category I or Category II AIF under the SEBI regulations along with self-attested copy of PAN card and registration certificate issued by SEBI.
New Pension System (NPS) Trust	NIL	Self-declaration that it qualifies as NPS trust and income is eligible for exemption under section 10(44) of the Act and being regulated by the provisions of the Indian Trusts Act, 1882 along with self-attested copy of the PAN card.
Corporation established by or under a Central Act	NIL	Declaration that it is a corporation established by or under a Central Act whereby income tax is exempt on the income and accordingly, covered under section 196 of the Act along with self-attested copy of PAN card, registration certificate and relevant extract of the section whereby the income is exempt from tax.
Other Resident Non-Individual Shareholders	NIL	Shareholders who are exempt from the provisions of TDS as per Section 194 or Section 196 of the Act or covered by CBDT Circular No. 18/2017 dated May 29, 2017, provided they submit an attested copy of the valid PAN along with the documentary evidence in relation to the same.

Shareholders are requested to ensure Aadhaar number is linked with PAN, in case of failure of linking Aadhaar with PAN, PAN shall be considered invalid and in such scenario, tax shall be deducted at higher rate of 20%.

*No tax shall be deducted at source on the dividend payable to a resident individual if the total dividend to be received by the said resident individual from the Company during a financial year does not exceed Rs. 10,000/- or if an eligible resident shareholder provides a valid declaration in Form 15G/ Form 15H.

NON-RESIDENT SHAREHOLDERS:

Particulars	Applicable Rate	Documents required (if any)
Foreign Institutional Investors (FII) / Foreign Portfolio Investors (FPI)	20% (plus applicable surcharge and cess). Lower rate if prescribed in relevant treaty would be applied subject to shareholder furnishing requisite documents (refer below).	Update/Verify the PAN and legal entity status as per the Act, if not already done, with the depositories or with the Company's Registrar and Transfer Agents. Provided declaration whether the investment in shares has been made under the general FDI route or under the FPI route.
Other Non-resident shareholders	20% (plus applicable surcharge and cess). Lower rate if prescribed in relevant treaty would be applied subject to shareholder furnishing requisite documents (refer below).	Update/Verify the PAN, legal entity status and the residential status as per the Act, if not already done, with the depositories.

Particulars	Applicable Rate	Documents required (if any)
Lower rate prescribed under the tax treaty which applies to the non-resident shareholder	Tax Treaty Rate	In order to apply the lower Tax Treaty rate, all the following documents would be required: 1. Self-attested copy of Indian Tax Identification Number (PAN). 2. Self-attested copy of the Tax Residency Certificate (TRC) applicable for the period April 2025 to March 2026 obtained from the tax authorities of the country of which the shareholder is a resident. 3. Form 10F to be furnished electronically at income tax e-filing portal as per Notification No. 03/2022 dated 16th July, 2022. The Company will be relying on the information verified by the utility available on the Income Tax website. 4. Self-declaration from Non-resident primarily covering the following: • Non-resident is eligible to claim the Tax Treaty benefit. • Non-resident receives the dividend income as the beneficial owner of the shares. • Dividend income is not attributable/effectively connected to a Permanent Establishment (PE) or Fixed Base in India. • Non-resident complies with the relevant provisions of the applicable tax treaty and the Principal Purpose Test (PPT), wherever applicable. • Non-resident is eligible to claim the benefit of the respective tax treaty; • Non-resident receiving the dividend income is the beneficial owner of such income; • Non-Resident does not have a PE or Fixed Base in India or business connection in India or the dividend income is not attributable/effectively connected to any Permanent Establishment (PE) or Fixed Base in India or business connection in India; • Non-resident complies with any other conditions prescribed in the relevant Tax Treaty and provisions under the Multilateral Instrument ("MLI"); • Non-resident does not have a place of effective management in India.

Particulars	Applicable Rate	Documents required (if any)
Tax resident of any notified jurisdictional area	30%	Where any shareholder is a tax resident of any country or territory notified as a notified jurisdictional area under Section 94A(1) of the Act, tax will be deducted at source at the rate of 30% or at the rate specified in the relevant provision of the Act or at the rates in force, whichever is higher, from the dividend payable to such shareholder in accordance with Section 94A(5) of the Act.
Submitting Certificate u/s 197 (i.e. lower or NIL withholding tax certificate)	Rate provided in the Certificate	Lower/NIL withholding tax certificate obtained from tax authority. Tax will be deducted at the rate specified in the said certificate, subject to furnishing a self-attested copy of the same. The certificate should be valid for the FY 2025-26 and should cover the dividend income.

SHAREHOLDERS HAVING MULTIPLE ACCOUNTS UNDER DIFFERENT STATUS / CATEGORY:

Shareholders holding shares under multiple accounts under different status / category and single PAN, may note that, higher of the tax as applicable to the status in which shares held under a PAN will be considered on their entire holding in different accounts. In case tax on dividend is deducted at a higher rate in the absence of receipt of the aforementioned details / documents on time, you would still have an option of claiming refund of the higher tax paid at the time of filing your income tax return. We also request you to register your email IDs, mobile numbers and update your bank account details with your Depository Participant for receiving electronic credit of dividends directly into your bank accounts.

The above referred documents submitted by you will be verified by us and we will consider the same while deducting the appropriate taxes, if any, provided that these documents are in accordance with the provisions of the Act.

DECLARATION UNDER RULE 37BA OF IT RULES, 1962

In case dividend income under the provisions of the Act is chargeable to tax in hands of any person (holding shares on behalf of registered shareholders or acting as a custodian) other than the Registered Shareholder, then, a declaration to that effect is required to be submitted in terms of section 199 of the Act read with Rule 37BA of the Income Tax Rules, 1962. The aforesaid declaration shall contain (i) name, address, PAN, residential status, of the person to whom credit is to be given; (ii) payment in relation to which credit is to be given; and (iii) the reason for giving credit to such person.

To enable the Company to determine and deduct the appropriate rate of TDS / withholding tax, the aforementioned declaration along with the requisite supporting documents must be submitted on or before Wednesday, July 15, 2026 with Bigshare Services Private Limited at tds@bigshareonline.com .

Please note that **in the absence of the required information, no application under Rule 37BA shall be considered, and no further communication regarding tax determination or deduction will be entertained after the said date.**

Application of TDS rate is subject to necessary due diligence and verification by the Company of the shareholder details as available in Register of Members on the Record Date and above prescribed documents. In case of ambiguous, incomplete or conflicting information, or the valid information/documents not being provided, the Company will arrange to deduct tax at the maximum applicable rate. In such case, the shareholders may consider filing their return of income and claiming an appropriate refund, as may be eligible. No claim shall lie against the Company for such taxes deducted.

The tax credit can also be viewed in Form 26AS by logging in with your credentials (with valid PAN) at TRACES https://www.tdscpc.gov.in/app/login.xhtml or the e-filing website of the Income Tax department of India https://www.incometax.gov.in/home

In the event of any income-tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the Shareholder(s), such Shareholder(s) will be responsible to indemnify the Company, and also provide the Company with all information/ documents and co-operation in any assessment/ appellate proceedings before the Tax/ Government authorities.

Kindly note that above communication on TDS sets out the provisions of law in a summary manner only and does not purport to be a complete analysis or listing of all potential tax consequences. Shareholder(s) should consult with their own tax advisors for the tax provisions applicable to their particular circumstances.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

i. The voting period begins on 31st July'2026 at 09:00 A.M. and ends on 02nd August'2026 at 05:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 27th July'2026 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.

ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

iii. Pursuant to SEBI Circular **No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants.** Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

iv. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

1. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode is given below:**

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL**	**1)** 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 URL for users to login to **Easi/Easiest** is **https://web.cdslindia.com/myeasitoken/home/login** or visit the **CDSL** website **www.cdslindia.com** and click on **Login** icon & **New System Myeasi** tab and then use your existing **Myeasi** username & password. **2)** After successful login, the **Easi/Easiest** user will be able to see the **e-Voting** option for eligible companies where the e-voting is in progress as per the information provided by the company. On clicking the **e-Voting** option, the user will be able to see the **e-Voting page of BIGSHARE**, the e-Voting service provider, and will be re-directed to the **i-Vote** website for casting the vote during the remote e-Voting period. Additionally, links are also provided to access the system of all e-Voting Service Providers, i.e., **BIGSHARE**, so that the user can visit the e-Voting service provider's website directly. **3)** If the user is not registered for **Easi/Easiest**, the option to register is available at: **https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration** **4)** Alternatively, the user can directly access the **e-Voting** page by providing the **Demat Account Number** and **PAN No.** from the link **https://evoting.cdslindia.com/Evoting/EvotingLogin**. The system will authenticate the user by sending an **OTP** to the registered Mobile Number & Email ID recorded in the Demat Account. After successful authentication, the user will be able to see the **e-Voting** option where the e-voting is in progress and will also be able to directly access the system of all e-Voting Service Providers. Click on **BIGSHARE** and you will be re-directed to the **i-Vote** website for casting your vote during the remote e-Voting period.
Individual Shareholders holding securities in demat mode with NSDL	**1)** If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open your web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login", which is available under the "IDeAS" section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see the e-Voting page. Click on the company name or e-Voting service provider name **BIGSHARE** and you will be redirected to the i-Vote website for casting your vote during the remote e-Voting period or joining the virtual meeting and voting during the meeting. **2)** If the user is not registered for IDeAS e-Services, the 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. **3)** Visit the e-Voting website of NSDL. Open your 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 the e-Voting system is launched, click on the "Login" icon available under the "Shareholder/Member" section. A new screen will open. You will have to enter your User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP, and the Verification Code as shown on the screen. After successful authentication, you will be redirected to the NSDL Depository site, where you can see the e-Voting page. Click on the company name or e-Voting service provider name **BIGSHARE** and you will be redirected to the i-Vote website for casting your vote during the remote e-Voting period or joining the virtual meeting and voting during the meeting. **4)** For OTP based login, 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 your registered email ID/mobile number and click on Login. After successful authentication

Type of shareholders	Login Method
	authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page with all e-Voting Service Providers. Click on **BIGSHARE** and you will be re-directed to **i-vote (E-voting website)** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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. After successful login, you will be able to see the e-Voting option. Once you click on the e-Voting option, you will be redirected to the NSDL/CDSL Depository site after successful authentication, wherein you can see the e-Voting feature. Click on the company name or e-Voting service provider name and you will be redirected to the e-Voting service provider website for casting your vote during the remote e-Voting period or joining the 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. CDSL and NSDL

Login type	Helpdesk details
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 22 55 33.
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 022-48867000.

2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on **"LOGIN"** button under the **'INVESTOR LOGIN'** section to Login on E-Voting Platform.
- Please enter you **'USER ID'** (User id description is given below) and **'PASSWORD'** which is shared separately on you register email id.
  - Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
  - Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
  - Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

  Note: If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).
- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

  NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.
- If you have forgotten the password: Click on **'LOGIN'** under **'INVESTOR LOGIN'** tab and then Click on **'Forgot your password?**
- Enter **"User ID"** and **"Registered email ID"** Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on **'Reset'.**

  (In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on **"VIEW EVENT DETAILS (CURRENT)"** under **'EVENTS'** option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on **"VOTE NOW"** option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option **"IN FAVOUR", "NOT IN FAVOUR"** or **"ABSTAIN"** and click on **"SUBMIT VOTE"**. A confirmation box will be displayed. Click **"OK"** to confirm, else **"CANCEL"** to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently
- Shareholder can **"CHANGE PASSWORD"** or **"VIEW/UPDATE PROFILE"** under **"PROFILE"** option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: https://ivote.bigshareonline.com
- Click on **"REGISTER"** under **"CUSTODIAN LOGIN",** to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with **"User id and password will be sent via email on your registered email id".**

  NOTE: If Custodian have registered on to e-Voting system of https://ivote.bigshareonline.com and/or voted on an earlier event of any company then they can use their existing user id and password to login.
- If you have forgotten the password: Click on **'LOGIN'** under **'CUSTODIAN LOGIN'** tab and further Click on **'Forgot your password?**
- Enter **"User ID"** and **"Registered email ID"** Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on **'RESET.**

  (In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address)

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under **"DOCUMENTS"** option on custodian portal.
  - Click on **"DOCUMENT TYPE"** dropdown option and select document type power of attorney (POA).
  - Click on upload document **"CHOOSE FILE"** and upload power of attorney (POA) or board resolution for respective investor and click on **"UPLOAD".**

  Note: The power of attorney (POA) or board resolution has to be named as the **"InvestorID.pdf"** (Mention Demat account number as Investor ID.)

  - Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select **"VOTE FILE UPLOAD"** option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on **"UPLOAD".** Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can **"CHANGE PASSWORD"** or **"VIEW/UPDATE PROFILE"** under **"PROFILE"** option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder's other than individual shareholders holding shares in Demat mode & Physical mode	In case shareholders/investor have any queries regarding E-voting, you may refer the Frequently Asked Questions ("FAQs") and i-Vote e-Voting module available at https://ivote.bigshareonline.com, under the Download section, or you can email us at ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338.

4. Procedure for joining the AGM/EGM through VC/ OAVM:

For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- The Members may attend the AGM through VC/ OAVM at https://ivote.bigshareonline.com under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, **Bigshare E-voting system** page will appear.
- Click on **"VIEW EVENT DETAILS (CURRENT)"** under **'EVENTS'** option on investor portal.
- Select event for which you are desire to attend the AGM/EGM under the dropdown option.
- For joining virtual meeting, you need to click on **"VC/OAVM"** link placed beside of **"VIDEO CONFERENCE LINK"** option.
- Members attending the AGM/EGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The instructions for Members for e-voting on the day of the AGM/EGM are as under:-

- The Members can join the AGM/EGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM/EGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be present in the AGM/EGM 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/EGM.
- Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the AGM/EGM.

Helpdesk for queries regarding virtual meeting:

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions ('FAQs') available at https://ivote.bigshareonline.com, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338

26. Unclaimed Dividend and Investor Education and Protection Fund (IEPF):

Dividends, if not encashed for a period of 7 consecutive years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the IEPF Account. The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/ Claimants are requested to claim their dividends from the Company within the stipulated timeline.
The Members whose unclaimed dividends and/or shares have been transferred to IEPF may write to the Company/RTA and submit the required documents for issue of Entitlement Letter. The Members may then make an application to the IEPF Authority in web Form IEPF-5 (available on www.iepf.gov.in) by attaching the Entitlement Letter and other documents.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 5

Pursuant to Section 148 of the Companies Act,2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company is required to have audit of its cost accounts relating to such products manufactured by the Company.

Based on the recommendation of the Audit Committee, the Board had, at its meeting held on May 27, 2026, approved the appointment of M/s S Shekhar & Co., Cost Accountants having Firm Registration No. 000452) as the Cost Auditors of the Company to conduct audit of cost records maintained by the Company, pertaining to the relevant products, for FY2026-27 at a remuneration of Rs. 45,000/- (Rupees Forty-Five Thousand Only).

In accordance with the provisions of Section 148 of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, ratification for the remuneration payable to the Cost Auditors to audit the cost records of the Company for the said financial year by way of an Ordinary Resolution is being sought from the Members as set out at Item No. of the Notice.

M/s S Shekhar & Co. have furnished a certificate dated May 23, 2026 regarding their eligibility for appointment as Cost Auditors of the Company.

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

The Board recommends the Ordinary Resolution set out at item No. 5 of the Notice for ratification by the Members.

Item No. 6

Mr. Amrit Lal Manwani is a prominent and successful Industrialist with a wide and varied experience in the management of business and industry. Accordingly, looking at his expertise and long experience of business and corporate management, the Board of Directors recommends the Special resolution set out at Item no. 6 of the accompanying Notice for the approval of the Members.

The Board is of the view that the continued association of Mr. Amrit Lal Manwani (DIN:00920206), would benefit the Company, given the knowledge, experience and performance of Mr. Amrit Lal Manwani (DIN:00920206), and contribution to Board processes by him. Your directors foresee a bright future of the Company under his management.

The Board of Directors at its meeting held on 27th May, 2026 considered and passed the resolution for the revision of remuneration of Mr. Amrit Lal Manwani, Chairman & Managing Director of the Company with effect from 1st April, 2026. Mr. Amrit Lal Manwani (DIN:00920206), has Managerial and Administrative experience in industry and he will carry out such duties and exercise such power as may be entrusted to him by the Board of Director. Mr. Amrit Lal Manwani will be paid monthly remuneration of Rs. 18,15,000/- per month and Salary to increase by 10% per annum on progressive basis.

Disclosures under schedule V of the Companies Act, 2013 and Disclosures pursuant to the Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India is given below under Table A and B respectively.

The Board of Directors, therefore, recommend the passing of the resolution as special resolution as per Item No. 06 of the accompanying notice in accordance with the applicable provisions of the Companies Act, 2013.

None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Act is, in any way, financially or otherwise, concerned or interested in this resolution, except to the equity shares held by them in the Company.

Item No. 7

Mrs. Arunima Manwani is playing vital role in creating and formulating strategic business plans, research & development, Track technology advancements and trends to stay competitive. Accordingly, looking at her expertise and long experience of business and corporate management, the Board of Directors recommends the Special resolution set out at Item No.7 regarding increment of remuneration as per industry standards.

The Board is of the view that the continued association of Mrs. Arunima Manwani (DIN: 06996141) would benefit the Company, given the knowledge, experience and performance of Mrs. Arunima Manwani (DIN: 06996141), and contribution to Board processes by her.

Mrs. Arunima Manwani will be paid monthly remuneration of Rs.3,63,000/- Per month and Salary to increase by 10% per annum on progressive basis.

Disclosures under schedule V of the Companies Act, 2013 and Disclosures pursuant to the Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India is given below under Table A and B respectively.

The Board of Directors, therefore, recommend the passing of the resolution as special resolution as per Item No. 07 of the accompanying notice in accordance with the applicable provisions of the Companies Act, 2013.

None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Act is, in any way, financially or otherwise, concerned or interested in this resolution, except to the equity shares held by them in the Company.

Item No. 8

Mr. Varun Manwani has around 24 years of experience in the field of manufacturing, operations to sales and marketing. He is currently responsible for providing his expertise for growth and expansion of our Company. Accordingly, looking at his expertise and long experience of business and corporate management, the Board of Directors recommends the Special resolution set out at Item No.8 regarding increment of remuneration as per industry standards. The Board is of the view that the continued association of Mr. Varun Manwani (DIN:00921735) would benefit the Company, given the knowledge, experience and performance of Mr. Varun Manwani (DIN:00921735), and contribution to Board processes by him.

Mr. Varun Manwani will be paid monthly remuneration of Rs. 10,28,500/- per month and Salary to increase 10% per annum on progressive basis.

Disclosures under schedule V of the Companies Act, 2013 and Disclosures pursuant to the Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India is given below under Table A and B respectively.

The Board of Directors, therefore, recommend the passing of the resolution as special resolution as per Item No. 08 of the accompanying notice in accordance with the applicable provisions of the Companies Act, 2013.

None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Act is, in any way, financially or otherwise, concerned or interested in this resolution, except to the equity shares held by them in the Company.

Item No. 9

Mr. Amrit Lal Manwani was appointed as the Managing Director of the Company for a period of three years with effect from 19th June,2023, post approval of members of the Company. The present term of Mr. Amrit Lal Manwani comes to an end on 18th June'2026.

The Board has on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the members, approved the re-appointment of Mr. Amrit Lal Manwani as Managing Director of the Company designated as Chairman & Managing Director for a further period of five years, post completion of his present term in June 2026.

Details of remuneration to the Managing Director:
Salary: ₹ 18,15,000/- per month
Perquisites: As per Company's policy

Brief Profile:

Mr. Amrit Lal Manwani is a prominent and successful Industrialist with a wide and varied experience in the management of business and industry. Accordingly, looking at his expertise and long experience of business and corporate management, the Board of Directors recommends the re-appointment set out at Item no. 8 of the accompanying Notice for the approval of the Members. The Board is of the view that the continued association of Mr. Amrit Lal Manwani (DIN:00920206), would benefit the Company, given the knowledge, experience and performance of Mr. Amrit Lal Manwani (DIN:00920206), and contribution to Board processes by him. Your directors foresee a bright future of the Company under his management. The Board of Directors at its meeting held on 27th May, 2026 considered and passed the resolution for the re-appointment and remuneration of Mr. Amrit Lal Manwani as Managing Director of the Company with effect from 19th June, 2026 and designated as "Chairman & Managing Director".

Mr. Amrit Lal Manwani (DIN:00920206), has Managerial and Administrative experience in industry and he will carry out such duties and exercise such power as may be entrusted to him by the Board of Director. Mr. Amrit Lal Manwani will be paid monthly remuneration of ₹ 18,15,000/- per month.

The Board of Directors, therefore, recommend the passing of the resolution as special resolution as per Item No. 09 of the accompanying notice in accordance with the applicable provisions of the Companies Act, 2013.

None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Act is, in any way, financially or otherwise, concerned or interested in this resolution, except to the equity shares held by them in the Company.

Item No.10

Pursuant to the provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements), 2015 and Section 188 of the Companies Act,2013 and other applicable provisions, if any of the Listing Regulations, Companies Act, 2013 and Rules made thereunder, including statutory modification(s) or re-enactment thereof for the time being in force and as may be notified from time to time, the Board of Directors of the company had approved the proposed transactions to be enter into with Related Parties for financial year 2026-27.

Further, pursuant to Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing regulations") read with company's policy on related party transactions provides that entering into material transactions with a related party which, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary(ies), exceed(s) Rs. 50 crores, or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, whichever is lower requires approval of members of the company.

The Company proposes to enter into certain related party transaction(s) as mentioned below, on mutually agreed terms and conditions, and the aggregate of such transaction(s), are expected to cross the applicable materiality thresholds as mentioned above.

Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the Company. All the said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

The Audit Committee has, on the basis of relevant details provided by the management, as required by the law, at its meeting held on 27th May, 2026, reviewed and approved the said transaction(s), subject to approval of the Members, while noting that such transaction shall be on arms' length basis and in the ordinary course of business of the Company. The Board of Directors, therefore, recommend the passing of the resolution as special resolution as per Item No. 10 of the accompanying notice in accordance with the applicable provisions of the Companies Act, 2013.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set forth below:

A(1) Basic detailsof the related party

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	Sahasra Semiconductors Private Limited
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Manufacturing of IC Packaging, ATMP, NAND Flash Memory Products and other semiconductor products

A(2) Relationship and ownership of the relatedparty

S. No.	Particulars of the information	Information provided by the management
1.	Relationship between the listed entity/subsidiary[1] (in case of transaction involvingthe subsidiary) and the relatedparty – including nature of its concern (financial or otherwise) and the following:	Subsidiary Company of Sahasra Electronic Solutions Limited

A(3) Details of previous transactions with the related party

S. No.	Particulars of the information	Information provided by the management
1.	Total amountof all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	

S.N.	Nature of Transaction	F.Y. 2025-26 (INR in Lacs)
1.	Sale	-
2.	Purchase	53.90
3.	Reimbursement of Expenses (Current Account)	8.96
4.	Loan Given	1995.00
5.	Interest earned on Loan	218.83

S. No.	Particulars of the information	Information provided by the management
2.	Total amountof all the transactions undertaken by the listed entity or subsidiary with the relatedparty in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	₹ 8.65 Lacs
3.	Any default, if any, made by a related party concerning any obligation undertaken by it undera transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	

A(4) Amount of the proposed transaction (s)

S. No.	Particulars of the information	Information provided by the management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/shareholders.	₹ 7600 Lacs
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	54.77%
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	484.07%
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	-
6.	Financial performance of the related party for the immediately preceding financial year:	Sale: ₹ 1569.31 Lacs

A(5) Basic detailsof the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale/Purchase/Reimbursement of expenses/Loan/Corporate Guarantee/Interest on Loan
2.	Details of each type of the proposed transaction	**1.** Sale: ₹ 300 Lac 2. Purchase: ₹ 1000 Lac **3.** Reimbursement of expenses/sharing of expenses: ₹ 100 Lacs **4.** Loan to Subsidiary Company: ₹ 400 Lacs **5.** Interest on loan given to subsidiary Company: ₹ 300 Lacs **6.** Corporate guarantee in favour of HDFC Bank on behalf of Sahasra Semiconductors Private Limited: ₹ 5500 Lacs
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	One Year (April 26 to March 27)
4.	Whether omnibus approval is being sought?	No
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	No
6.	Justification as to why the RPT is proposed to be entered into are in the interest of the listed entity	-
7.	Details of the promoter(s)/director(s)/key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control.	-
	a. Name of the director / KMP	-
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	-
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	-
9.	Other information relevant for decision making.	-

(B2) Disclosure only incase of transactions relating to loansand advances (otherthan trade advances) or inter-corporate deposits given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1.	Source of funds in connection with the proposed transaction.Note: This item of disclosure is not applicable to listed banks/NBFCs/insurance companies/housing finance companies.	From sale Proceeds/Reserves & Surplus
2.	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following:Note: This item of disclosure is not applicable to listed banks/NBFCs/insurance companies/housing finance companies.	N.A.
	a. Nature of indebtedness	N.A.
	b. Total cost of borrowing	N.A.
	c. Tenure	N.A.
	d. Other details	N.A.
3.	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/other lenders. Note: (1) This item of disclosure is not applicable to listed banks/NBFCs/insurance companies/housing finance companies. (2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.	Between 7.00% to 7.50% P.A.

S. No.	Particulars of the information	Information provided by the management
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	8.50% P.A.
5.	Maturity / due date	-
6.	Repayment schedule & terms	-
7.	Whether secured or unsecured?	Unsecured
8.	If secured, the nature of security & security coverage ratio	-
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	The fund will be utilized for enhancement of production capabilities in subsidiary company. It will also be utilized to meet out the working capital requirement.
	b. Total cost of borrowing	Between 7.00 % to 7.50% P.A.
	c. Tenure	
	d. Other details	
10.	Purpose for which funds shall be utilized by the investee company.	
11.	Material terms of the proposed transaction	

(B4) Disclosure only in case of guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1.	(a) Rationale for giving guarantee, surety, indemnity or comfort letter	The listed company is holding more than 70% stake in subsidiary company.
	(b) Whether it will create a legally binding obligation on listed entity?	Yes
2.	Material covenants of the proposed transaction including:(i) commission, if any to be received by the listed entity or its subsidiary;(ii) contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.	Binding against default of payment (if any)
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary.Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	₹5500 Lacs

A(1) Basic detailsof the related party

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	Sahasra Electronics Private Limited
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Manufacturing of electronics goods, PCBA.

A(2) Relationship and ownership of the relatedparty

S. No.	Particulars of the information	Information provided by the management
1.	Relationship between the listed entity/subsidiary1 (in case of transaction involving the subsidiary) and the related party including nature of its concern (financial or otherwise) and the following:-	Enterprises under common control

A(3) Relationship and ownership of the relatedparty

S. No.	Particulars of the information	Information provided by the management
1.	Total amountof all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	₹ 93.64 Lacs
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	

S.N.	Nature of Transaction	F.Y. 2025-26 (INR in Lacs)
1.	Sale	27.86
2.	Purchase	262.47
3.	Reimbursement of Expenses (Current Account)	929.58
4.	Rent/Hire Charges	113.80
6	Sharing of Electricity	17.53

A(4) Amount of the proposed transaction (s)

S. No.	Particulars of the information	Information provided by the management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	1900
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	No

S. No.	Particulars of the information	Information provided by the management
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	13.69%
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	-
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	-
6.	Financial performance of the related party for the immediately preceding financial year:	Not available

A(5) Basic detailsof the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	**1.** Sale of goods/services **2.** Reimbursement of expenses **3.** Purchase of goods/services
2.	Details of each type of the proposed transaction	Sale: ₹400 Lacs Purchase: ₹1000 Lacs Rent: ₹60 Lacs Payment against sharing of electricity expenses: ₹90 Lacs Reimbursement of expenses (sharing of expenses, freight current account payment etc): ₹350 Lacs
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	One Year (April 26 to March 27)
4.	Whether omnibus approval is being sought?	No
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	₹1900 Lacs
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	Fast & Easy delivery
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.Explanation: Indirect interest shall mean interest held through any person over which an individual has control.	-
	a. Name of the director / KMP	-
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	-
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	-
9.	Other information relevant for decision making.	-

A(1) Basic detailsof the related party

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	Infopower Technologies Private Limited
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Manufacturing of Printed Circuit Board

A(2) Relationship and ownership of the relatedparty

S. No.	Particulars of the information	Information provided by the management
1.	Relationship between the listed entity/subsidiary[1] (in case of transaction involvingthe subsidiary) and the relatedparty – including nature of its concern (financial or otherwise) and the following:	Enterprises under common control

A(3) Details of previous transactions with the related party

S. No.	Particulars of the information	Information provided by the management
1.	Total amountof all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	
2.	Total amountof all the transactions undertaken by the listed entity or subsidiary with the relatedparty in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	₹ 70.60 Lacs
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement enteredinto with the listed entity or its subsidiary during the last financial year.	

S.N.	Nature of Transaction	F.Y.2025-26 (INR in Lacs)
1.	Sale	-
2.	Purchase	270.40
3.	Reimbursement of Expenses (Current Account)	0.73
4.	Interest earned on loan	62.70
5.	Rent Paid	6.10

A(4) Amount of the proposed transaction (s)

S. No.	Particulars of the information	Information provided by the management
1.	Amount of the proposed transactions being placedfor approval in the meeting of the Audit Committee/ shareholders.	₹ 1550 Lac
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year wouldrender the proposedtransaction a materialRPT?	No

S. No.	Particulars of the information	Information provided by the management
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	11.17%
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	-
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	-
6.	Financial performance of the related party for the immediately preceding financial year:Explanations:The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.	

A(5) Basic detailsof the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	
2.	Details of each type of the proposed transaction	Sale: ₹200 Lacs Purchase: ₹1200 Lacs Rent: ₹10 Lacs Reimbursement of expenses (sharing of expenses, freight current account payment etc): ₹40 Lacs Interest on loan received: 100 Lacs
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	One Year (April 26 to March 27)
4.	Whether omnibus approval is being sought?	No
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	₹ 1350 Lac
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	PCB is the key R/M for listed company so buying R/M from IPTL is in the benefit of listed company in many ways. They produce PCB in small lots also for which the TAT and cost from other suppliers is very high compare to IPTL. Since IPTL is located within 1 KM of listed company so it is cost effective also for the listed company in terms of logistics and transportation.

S. No.	Particulars of the information	Information provided by the management
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.Explanation: Indirect interest shall mean interest held through any person over which an individual has control.	-
	a. Name of the director / KMP	-
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	-
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	-
9.	Other information relevant for decision making.	-

A(1) Basic detailsof the related party

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	Sahasra Electronics (Sole Prop. Firm of Mr. Amrit Lal Manwani)
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Trading of Electronics goods, Memory Products

A(2) Relationship and ownership of the relatedparty

S. No.	Particulars of the information	Information provided by the management
1.	Relationship between the listed entity/subsidiary[1] (in case of transaction involvingthe subsidiary) and the relatedparty – including nature of its concern (financial or otherwise) and the following:	Enterprises under common control. KMP and its relatives are able to exercise significante influence.

A(3) Details of previous transactions with the related party

S. No.	Particulars of the information	Information provided by the management
1.	Total amountof all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	
2.	Total amountof all the transactions undertaken by the listed entity or subsidiary with the relatedparty in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	₹ 4.32 Lacs

S.N.	Nature of Transaction	F.Y.2025-26 (INR in Lacs)
1.	Sale	225.18
2.	Purchase	0.25
3.	Reimbursement of Expenses (Current Account)	531.06

S. No.	Particulars of the information	Information provided by the management
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement enteredinto with the listed entity or its subsidiary during the last financial year.	

A(4) Amount of the proposed transaction (s)

S. No.	Particulars of the information	Information provided by the management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	₹ 200 Lac
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	No
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	1.44%
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	-
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	-
6.	Financial performance of the related party for the immediately preceding financial year:Explanations:The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.	

A(5) Basic detailsof the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Reimbursement of expenses
2.	Details of each type of the proposed transaction	Sale: ₹Nil Purchase: ₹ Nil Reimbursement of expenses A/c: ₹200 Lacs
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	One Year (April 26 to March 27)
4.	Whether omnibus approval is being sought?	No
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	₹ 200 Lac

S. No.	Particulars of the information	Information provided by the management
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	Proposed Transactions would be as reimbursement of amount/ expenses incurred by Sahasra Electronics on behalf of Sahasra Electronic Solutions Limited.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.Explanation: Indirect interest shall mean interest held through any person over which an individual has control.	Amrit Lal Manwani who is sole prop. Of Sahasra Electronics and promoter /major shareholder in Sahasra Electronic Solutions Limited
	a. Name of the director / KMP	Mr. Amrit Lal Manwani
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	100%
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	-
9.	Other information relevant for decision making.	-

A(1) Basic detailsof the related party

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	Megma RFID & Labels Pvt Ltd
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Manufacturing of RFID Cards

A(2) Relationship and ownership of the relatedparty

S. No.	Particulars of the information	Information provided by the management
1.	Relationship between the listed entity/subsidiary[1] (in case of transaction involvingthe subsidiary) and the relatedparty – including nature of its concern (financial or otherwise) and the following:	Enterprises under common control/ Significant influence

A(3) Details of previous transactions with the related party

S. No.	Particulars of the information	Information provided by the management
1.	Total amountof all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	

S.N.	Nature of Transaction	F.Y.2025-26 (INR in Lacs)
1.	Sale	-
2.	Purchase	-
3.	Reimbursement of Expenses (Current Account)	6.57

S. No.	Particulars of the information	Information provided by the management
2.	Total amount of allthe transactions undertaken by the listedentity or subsidiary with the relatedparty in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	₹ 2.42 Lacs

S. No.	Particulars of the information	Information provided by the management
3.	Any default, if any, made by a related party concerning any obligation undertaken by it undera transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	

A(4) Amount of the proposed transaction (s)

S. No.	Particulars of the information	Information provided by the management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	225 Lacs
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	No
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	1.62%
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	N.A.
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	N.A
6.	Financial performance of the related party for the immediately preceding financial year:Explanations:The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.	Not available

A(5) Basic detailsof the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale /Purchase/Reimbursement of expenses
2.	Details of each type of the proposed transaction	Sale: ₹100 Lacs Purchase: ₹100 Lacs Reimbursement of expenses (sharing of expenses, freight current account payment etc.): ₹25.00 Lacs
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	One Year (April 26 to March 27)
4.	Whether omnibus approval is being sought?	No
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	-

S. No.	Particulars of the information	Information provided by the management
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	Both the companies are in the distance of 1 Km so timely delivery and cost effectiveness is there.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.Explanation: Indirect interest shall mean interest held through any person over which an individual has control.	-
	a. Name of the director / KMP	-
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	-
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NO
9.	Other information relevant for decision making.	-

A(1) Basic detailsof the related party

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	Optima Technology Associates Inc.
2.	Country of incorporation of the related party	USA
3.	Nature of business of the related party	Trading of Electonics Assemblies

A(2) Relationship and ownership of the relatedparty

S. No.	Particulars of the information	Information provided by the management
1.	Relationship between the listed entity/subsidiary[1] (in case of transaction involvingthe subsidiary) and the relatedparty – including nature of its concern (financial or otherwise) and the following:	Enterprises under common control/Significant Influence

A(3) Details of previous transactions with the related party

S. No.	Particulars of the information	Information provided by the management
1.	Total amountof all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. S.N. | Nature of Transaction | F.Y.2025-26 (INR in Lacs) 1. | Sale | 3343.22 2. | Purchase | 143.68	
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the relatedparty in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	₹ 593.76 Lacs

S. No.	Particulars of the information	Information provided by the management
3.	Any default, if any, made by a related party concerning any obligation undertaken by it undera transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	

A(4) Amount of the proposed transaction (s)

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	Optima Technology Associates Inc.
2.	Country of incorporation of the related party	USA
3.	Nature of business of the related party	Trading of Electronics Assemblies
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	-
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	-
6.	Financial performance of the related party for the immediately preceding financial year: **Explanations:**The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.	Not Available

A(5) Basic detailsof the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale of goods/Purchase of goods
2.	Details of each type of the proposed transaction	Sale: ₹6000 Lacs Purchase: ₹ 2000 Lacs Purchase of Free of cost samples: ₹200 Lac Sale of Free of cost samples: ₹200 Lac
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	One Year (April 26 to March 27)
4.	Whether omnibus approval is being sought?	No
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	NA.

S. No.	Particulars of the information	Information provided by the management
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	OTA intracts with customers on real time basis. They are in US so they know USA customers, their need and associates risk factors very well. It helps us in getting the better prices as well as we reduce Our credit risk.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.Explanation: Indirect interest shall mean interest held through any person over which an individual has control.	-
	a. Name of the director / KMP	-
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	-
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9.	Other information relevant for decision making.	-

A(1) Basic detailsof the related party

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	Sahasra Electronics (Rwanda) Pvt Ltd
2.	Country of incorporation of the related party	Rwanda (Africa)
3.	Nature of business of the related party	Manufacturing of LED Lighting, Distribution of Memory Products

A(2) Relationship and ownership of the relatedparty

S. No.	Particulars of the information	Information provided by the management
1.	Relationship between the listed entity/subsidiary[1] (in case of transaction involvingthe subsidiary) and the relatedparty – including nature of its concern (financial or otherwise) and the following:	Enterprises under common control

A(3) Details of previous transactions with the related party

S. No.	Particulars of the information	Information provided by the management
1.	Total amountof all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	

S.N.	Nature of Transaction	F.Y.2025-26 (INR in Lacs)
1.	Sale	6.29

S. No.	Particulars of the information	Information provided by the management
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the relatedparty in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	₹ 0.45 lacs
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement enteredinto with the listed entity or its subsidiary during the last financial year.	

A(4) Amount of the proposed transaction (s)

S. No.	Particulars of the information	Information provided by the management
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	₹ 500 Lacs
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	No
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	3.60%
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	-
6.	Financial performance of the related party for the immediately preceding financial year: **Explanations:** The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.	Not available

A(5) Basic detailsof the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale of goods
2.	Details of each type of the proposed transaction	Sale: ₹ 500 Lacs
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	One Year (April 26 to March 27)
4.	Whether omnibus approval is being sought?	No
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	NA
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.Explanation: Indirect interest shall mean interest held through any person over which an individual has control.	-
	a. Name of the director / KMP	-
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	-
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9.	Other information relevant for decision making.	-

TABLE A

Disclosures pursuant to the Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India:

Particulars	Amrit Lal Manwani	Varun Manwani	Arunima Manwani
I. General information:			
Nature of industry:	Manufacturing of electrical and electronic equipment and related		
Date or expected date of commencement of commercial production:	The company is already in production from 22nd February, 2023.		
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:	N.A.		
Financial performance based on given indicators	As per the latest audited financial statements for the year ended March 31, 2026 of the company the turnover of the Company is Rs.13135.96 Lakhs and Profit Before Tax (PBT) is Rs.2351.51 Lakhs.		
Foreign investments or collaborations, if any.	No such investment or collaboration.		
II. Information about the appointee:			
(1) Background details:	**Amrit Lal Manwani,** is our Founder Promoter and Chairman & Managing Director of our Company. He has been associated with the Company since incorporation. He has completed his Bachelor of Technology in Electrical Engineering from IIT Kanpur in year 1973 and Master of Business Administration from University of Delhi in year 1983. He has a work experience of more than 50 years in the field of Electronics Industry. He played a significant role in the growth of the company. At present, he looks after functions such as business development and project execution in our Company.	**Varun Manwani,** is one of the Promoters and the Non-Executive Director of our Company. He has been associated with the company since incorporation. He has completed his B.A. (Honours) in Economics from University of Delhi, in year 2003. He has around 23 years of experience in the field of manufacturing, operations to sales and marketing. He is currently responsible for providing his expertise for growth and expansion of the Company.	**Arunima Manwani,** is one of the Promoters and the Director of our Company. She has been associated with the Company since incorporation. She has completed Bachelor of Commerce from University of Mumbai, in year 2004. She has work experience of 10 years in the Industry. She is playing vital role in creating and formulating strategic business plans, research& development, Track technology advancements and trends to stay competitive.
(2) Past remuneration:	1,98,00,000/-Per annum	1,12,20,000/-Per annum	39,60,000/-Per annum

Particulars	Amrit Lal Manwani	Varun Manwani	Arunima Manwani
(3) Recognition or awards:	He played a significant role in the growth of the company. At present, he looks after functions such as business development and project execution in our Company.	He has around 24 years of experience in the field of manufacturing, operations to sales and marketing. He is currently responsible for providing his expertise for growth and expansion of our Company.	She playing vital role in creating and formulating strategic business plans, research & development, Track technology advancements and trends to stay competitive.
(4) Job profile and his suitability:	Mr. Amrit Lal Manwani is a distinguished industrialist with over 50 years of experience in the electronics industry. He has played a vital role in the Company's growth and success. He currently leads business development and project execution, contributing to its continued expansion.	He is currently responsible for providing his expertise for growth and expansion of our Company.	She has a work experience of 11 years in the industry.
(5) Remuneration proposed:	• Salary of Rs.18,15,000/- Per month• Salary to increase 10% per annum on progressive basis.	• Salary of Rs.10,28,500/- Per month• Salary to increase 10% per annum on progressive basis.	• Salary of Rs.3,63,000/- per month• Salary to increase 10% per annum on progressive basis.
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Taking into account the Turnover of the Company and responsibilities of the directors, the remuneration being proposed to be paid to them is reasonable and in line with the remuneration levels in the industry across the Country.		
(7) Pecuniary Relationship directly or indirectly with the company, or relationship with the managerial personnel [or other director], if any.	Mr. Amrit Lal Manwani is a father of Mr. Varun Manwani & Father in law of Arunima Manwani.	Mr. Varun Manwani is a son of Mr. Amrit Lal Manwani and Husband of Mrs. Arunima Manwani.	Mrs. Arunima Manwani is a wife of Mr. Varun Manwani and Daughter in law of Mr. Amrit Lal Manwani.
III. Other information:			
Reasons of loss or inadequate profits:	Not applicable, as the Company has posted a net profit after tax of ₹ 1967.28 Lacs for the financial year 2025-26		
Steps taken or proposed to be taken for improvement: Expanding the business by increasing manufacturing or trading activities of the Company.	The company is planning to expand its existing production capacity within the same line of business while also exploring new business segments for diversification and growth.		
Expected increase in productivity and profits in measurable terms:	The Company is increasing its production capacit		

TABLE B

Disclosures pursuant to the Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India:

Particulars	Amrit Lal Manwani	Varun Manwani	Arunima Manwani
DIN	00920206	00921735	06996141
Age	76 years	44 years	44 years
Qualification	**Amrit Lal Manwani,** is our Founder Promoter and Chairman & Managing Director of our Company. He has been associated with the Company since incorporation. He has completed his Bachelor of Technology in Electrical Engineering from IIT Kanpur in year 1973 and Master of Business Administration from University of Delhi in year 1983. He has a work experience of more than 50 years in the field of Electronics Industry. He played a significant role in the growth of the company. At present, he looks after functions such as business development and project execution in our Company.	**Varun Manwani,** is one of the Promoters and the Non-Executive Director of our Company. He has been associated with the company since incorporation. He has completed his B.A. (Honours) in Economics from University of Delhi, in year 2003. He has around 24 years of experience in the field of manufacturing, operations to sales and marketing. He is currently responsible for providing his expertise for growth and expansion of the Company.	**Arunima Manwani,** is one of the Promoters and the Director of our Company. She has been associated with the Company since incorporation. She has completed Bachelor of Commerce from University of Mumbai, in year 2004. She has work experience of 11 years in the Industry. She is playing vital role in creating and formulating strategic business plans, research development, Track technology advancements and trends to stay competitive.
Experience	He has a work experience of more than 50 years in the field of Electronics Industry.	He has around 24 years of experience in the field of manufacturing, operations to sales and marketing.	She has an overall experience of more than 20 years in the field of Business Development, Operations, Planning and implementation and Team Management.
Terms and conditions of Appointment or re-appointment	For a period of three years, with effect from June 19, 2023, and re-appointment for five years in year 2026, not liable to retire by rotation.	Appointed with effect from February 22, 2023, liable to retire by rotation.	Designated as Executive Director of the Company, w.e.f. January 12, 2024 and shall be liable to retire by rotation.
Details of remuneration sought to be paid	• Salary of Rs.18,15,000/- per month. • Salary to increase 10% per annum on progressive basis.	• Salary of Rs.10,28,500/- per month. • Salary to increase 10% per annum on progressive basis.	• Salary of Rs.3,63,000/- per month. • Salary to increase 10% per annum on progressive basis.
The remuneration last drawn	1,98,00,000/- per annum	1,12,20,000/- per annum	39,60,000/- per annum

Particulars	Amrit Lal Manwani	Varun Manwani	Arunima Manwani
Date of first appointment on the Board	February 22, 2023	February 22, 2023	February 22, 2023
Shareholding in the Company	17464700 Equity shares holding 69.88% stake in the company	1200 Equity shares holding 0.01% stake in the company	1200 Equity shares holding 0.01% stake in the company
Relationship with other Directors / Manager and other Key Managerial Personnel of the Company	Mr. Amrit Lal Manwani is the father of Mr. Varun Manwani & father-in-law of Arunima Manwani.	Mr. Varun Manwani is the son of Mr. Amrit Lal Manwani and husband of Mrs. Arunima Manwani.	Mrs. Arunima Manwani is wife of Mr. Varun Manwani and daughter-in-law of Mr. Amrit Lal Manwani.
The Number of meetings of the Board attended during the year 2025-26 till date	05	05	05
Other Directorships, memberships/chairmanships of committees of other Boards	1. Electronic Industries Association of India 2. Tegna Electronics Private Limited 3. Electronics Sector Skills Council of India 4. Elcina Electronics Manufacturing Cluster Private Limited 5. Infopower Technologies Private Limited 6. Sahara Electronics Private Limited 7. Sahara Semiconductors Private Limited 8. Megaa RFID and Labels Private Limited 9. Wavesense Five Private Limited 10. Optima Tech Associates Inc. USA 11. Sahara Electronics (Rwanda) Private Limited 12. Zafla Kraft Box Private Limited 13. PBW Foods Private Limited 14. Sahara Electronics (last line is cut off in the image) 15. Sahasra Sambhav Skills development Private Limited 16. Ultramax Sahasra Energy Private Limited	1. Sahara Electronics Private Limited 2. Winbond Electronics India Private Limited 3. Sahara Sambhav Skill Development Private Limited 4. Infopower Technologies Private Limited 5. Sahara Semiconductors Private Limited 6. Megaa RFID and Labels Private Limited 7. Sahara Electronics (Rwanda) Private Limited	1. Info Power Technologies Private Limited 2. Sahara Semiconductors Private Limited 3. Sahara Sambhav Skill Development Private Limited 4. Megaa RFID and Labels Private Limited

ANNEXURE-1

Details of Directors seeking appointment / re-appointment at the Annual General Meeting
[In pursuance of Clause 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015]

S. No.	Particulars	Details
a.	A brief resume of the director	**Name:** Arunima Manwani **Date of Birth:** 22nd February 1982 **Actual Date of Appointment:** 22nd February 2023 **Qualifications:** Bachelor of Commerce from University of Mumbai in 2004
b.	Nature of expertise in specific functional areas	**Arunima Manwani,** is one of the Promoters and the Director of our Company. She has been associated with the Company since incorporation. She has completed Bachelor of Commerce from University of Mumbai, in year 2004. She has work experience of 10 years in the industry. She is playing vital role in creating and formulating strategic business plans, research & development, track technology advancements and trends to stay competitive.
c.	Disclosure of relationships between directors inter-se	Mrs. Arunima Manwani is a wife of Mr. Varun Manwani and Daughter in law of Mr. Amrit Lal Manwani.
d.	Names of listed entities in which the person also holds the directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years	**Names of listed entities in which the person also holds the directorship:** 1. Infopower Technologies Private Limited 2. Sahara Semiconductors Private Limited 3. Sahara Sambhav Skill Development Private Limited 4. Megaa RFID and Labels Private Limited **Membership of Committees of the Board:** Arunima Manwani is a member of Corporate and Social Responsibility Committee of the Board.**Listed entities from which the person has resigned in the past three years:** NIL
e.	Shareholding of executive director in the listed entity, including shareholding as a beneficial owner	**1200 Equity Shares**
f.	In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	N.A.

ANNEXURE-2

Details of Directors seeking appointment / re-appointment at the Annual General Meeting
[In pursuance of Clause 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015]

S. No.	Particulars	Details
a.	A brief resume of the director	**Name:** Amrit Lal Manwani **Date of Birth:** 07th March 1950 **Actual date of Appointment:** 22nd February 2023 **Qualifications:** Bachelor of Technology in Electrical Engineering from IIT Kanpur in the year 1973 and Master of Business Administration from University of Delhi in the year 1983.
b.	Nature of expertise in specific functional areas	**Amrit Lal Manwani,** is Founder Promoter and Chairman & Managing Director of our Company. He has been associated with the Company since incorporation. He has a work experience of more than 50 years in the field of Electronics Industry. He played a significant role in the growth of the company. At present, he looks after functions such as business development and project execution in our Company.
c.	Disclosure of relationships between directors inter-se	Mr. Amrit Lal Manwani is father of Mr. Varun Manwani and father-in-law of Mrs. Arunima Manwani.
d.	Names of listed entities in which the person also holds the directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years	**Names of listed entities in which the person also holds the directorship:** 1. Electronic Industries Association of India 2. Tegna Electronics Private Limited 3. Electronics Sector Skills Council of India 4. Elcina Electronics Manufacturing Cluster Private Limited 5. Infopower Technologies Private Limited 6. Sahara Electronics Private Limited 7. Sahara Semiconductors Private Limited 8. Megaa RFID and Labels Private Limited 9. Wavesense Five Private Limited 10. Optima Tech Associates Inc. USA 11. Sahara Electronics (Rwanda) Private Limited 12. Zafla Kraft Box Private Limited 13. PBW Foods Private Limited 14. Sahara Electronics 15. Sahara Sambhav Skills Development Private Limited 16. Ultramax Sahara Energy Private Limited **Membership of Committees of the Board:** Amrit Manwani is a member of the Audit Committee of the Board. **Listed entities from which the person has resigned in the past three years:** NIL
e.	Shareholding of executive director in the listed entity, including shareholding as a beneficial owner	**17464700 Equity Shares**
f.	In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	N.A.