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Ref.: Sect/2026-27 **Date: 02.09.2026**

The General Manager
Corporate Relations Department
BSE Limited
Floor 25, P J Towers,
Dalal Street,
Mumbai - 400 001. **Through: BSE Listing Centre**

Scrip Code: 531472
Scrip ID: CYBELEIND

Dear Sir / Madam,

Sub: Notice of the 33rd Annual General Meeting (AGM) for the FY 2025-26

***

Pursuant to Regulation 30 and 34 of Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the following:

- **Notice for the 33rd Annual General Meeting of the Company to be held on Friday, September 25, 2026, from 4.00 p.m. onwards through VC / OAVM**

In compliance with relevant circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India, the Notice of the AGM along with the Annual Report are being sent only by email to those Members whose email addresses are registered with the Company / RTA / Depository Participant(s). Additionally, the copy of the said. Notice and Annual report has also been uploaded on the company's website **https://www.cybele.in.** You are requested to take the information on record.

Thanking you,

Yours faithfully,

For **CYBELE INDUSTRIES LIMITED**
SANTHOSH V
Digitally signed by SANTHOSH V
Date: 2026.09.02 18:38:53 +05'30'

V Santhosh
Company Secretary & Compliance Officer
Encl: As above.

NOTICE FOR THE THIRTY THIRD ANNUAL GENERAL MEETING OF THE COMPANY

NOTICE is here by given that the **Thirty Third Annual General Meeting** of the Company will be held **Friday, September 25, 2026 at 4.00 pm** through Video Conferencing (VC) or Other Audio- Visual Means (OAVM) to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the year ended 31st March, 2026 including Audited Balance Sheet as on 31st March 2026 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Directors ("the Board) and Auditors thereon

2. **Re-appointment of Mr. George Puthuveethil Joy (DIN: 01850086) as a director liable to retire by rotation.**
To re-appoint Mr. George Puthuveethil Joy (DIN: 01850086), who retires by rotation and being eligible, offers himself for reappointment.

Special Business:

3. **To consider and approve the Material Related Party Transactions with Cybele Electra Private Limited, a Subsidiary Company**.

In this regard, consider and if thought fit to pass, with or without modification, the following resolution as an **ordinary Resolution:**

"RESOLVED THAT pursuant to Regulation 23(4) and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), Section 177 and other applicable provisions, if any, of the Companies Act, 2013 along with the Rules made thereunder, and other applicable laws (including any amendments, modifications, variations or re-enactments thereof), and the Related Party Transaction Policy of the Company, subject to the approval of members, based on the recommendations of Audit committee, the approval of the board of directors of the Company, be and is hereby accorded for entering into and/or continuing to enter into contracts/transactions/arrangements (whether by way of an individual transaction or a series of transactions taken together) with Cybele Electra Private Limited, Subsidiary of the Company and a Related Party under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations, in the nature of (a) sale, purchase, lease or supply of goods or business assets or equipment forming part of the business operations; (b) availing or rendering of services; (c) transfer of any resources, services or obligations to meet the Company's business objectives/requirements; (d) providing guarantees or letter of comfort or undertaking and (e) Investment in equity shares ("Related Party Transactions"), on such material terms and conditions as may be agreed between the Cybele Industries Limited ("the company") and Cybele Electra Private Limited ("the Subsidiary"), for an aggregate value not exceeding ₹90,00,00,000/- (Rupees Ninety Crores only) from the date of approval of the Members at the ensuing 33rd Annual General Meeting of the Company and remaining valid up to the conclusion of the ensuing 34th Annual General Meeting or 30th September, 2027, whichever is earlier, subject to such contract(s)/arrangement(s)/transaction(s) being carried out at arm's length and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the board of directors be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the board of directors, or any person so authorised by the board, in connection with any matter referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects."

4. **To consider and approve the Material Related Party Transactions with Cybele Electronics Private Limited, a Subsidiary Company.**

In this regard, consider and if thought fit to pass, with or without modification, the following resolution as an **ordinary Resolution:**

“**RESOLVED THAT** pursuant to Regulation 23(4) and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), Section 177 and other applicable provisions, if any, of the Companies Act, 2013, the applicable provisions of the Companies Act, 2013 along with the Rules made thereunder, and other applicable laws (including any amendments, modifications, variations or re-enactments thereof), and the Related Party Transaction Policy of the Company, subject to the approval of members, based on the recommendations of Audit committee, the approval of the board of directors of the Company, be and is hereby accorded for entering into and/or continuing to enter into contracts/transactions/arrangements (whether by way of an individual transaction or a series of transactions taken together) with Cybele Electronics Private Limited, Subsidiary of the Company and a Related Party under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations, in the nature of (a) sale, purchase, lease or supply of goods or business assets or equipment forming part of the business operations; (b) availing or rendering of services; (c) transfer of any resources, services or obligations to meet the Company’s business objectives/requirements; and (d) providing guarantees or letter of comfort or undertaking (“Related Party Transactions”), on such material terms and conditions as may be agreed between the Cybele Industries Limited (“the company”) and Cybele Electronics Private Limited (“the Subsidiary”), for an aggregate value not exceeding ₹40,00,00,000/- (Rupees Forty Crores only) from the date of approval of the Members at the ensuing 33rd Annual General Meeting of the Company and remaining valid up to the conclusion of the ensuing 34th Annual General Meeting or 30th September, 2027, whichever is earlier, subject to such contract(s)/arrangement(s)/transaction(s) being carried out at arm’s length and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the board of directors be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the board of directors, or any person so authorised by the board, in connection with any matter referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects.”

5. **To consider and approve the Material Related Party Transactions between Cybele Electra Private Limited and Cybele Electronics Private Limited, Subsidiary Companies.**

In this regard, consider and if thought fit to pass, with or without modification, the following resolution as an **ordinary Resolution:**

“**RESOLVED THAT** pursuant to Regulation 23(4) and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), Section 177 and other applicable provisions, if any, of the Companies Act, 2013 along with the Rules made thereunder, and other applicable laws (including any amendments, modifications, variations or re-enactments thereof), and the Related Party Transaction Policy of the Company, subject to the approval of members, based on the recommendations of Audit committee, the approval of the board of directors of the Company, be and is hereby accorded for entering into and/or continuing to enter into contracts/transactions/arrangements (whether by way of an individual transaction or a series of transactions taken together) between Cybele Electra Private Limited, Subsidiary and Cybele Electronics Private Limited, Subsidiary of the Company, Related Parties under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations, in the nature of (a) sale, purchase, lease or supply of goods or business assets or equipment forming part of the business operations; (b) availing or rendering of services; (c) transfer of any resources, services or obligations to meet the Company’s business objectives/requirements; and (d) providing guarantees or letter of comfort or undertaking (“Related Party Transactions”), on such material terms and conditions as may be agreed between them for an aggregate value not exceeding ₹15,00,00,000/- (Rupees Fifteen Crores only) from the date of approval of the Members at the ensuing 33rd Annual General Meeting of the Company and remaining valid up to the conclusion of the ensuing 34th Annual General Meeting or 30th September, 2027, whichever is earlier, subject to such contract(s)/arrangement(s)/transaction(s) being carried out at arm’s length and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the aforesaid Related Party Transactions may be undertaken on a reciprocal basis between the parties, including transactions where either of the subsidiary companies may act as a provider or recipient of goods, services, resources or obligations, as the case may be.

RESOLVED FURTHER THAT the aggregate value of all such transactions, taken together, shall not exceed ₹15,00,00,000/- (Rupees Fifteen Crores only) per entity during the aforesaid period, irrespective of the number or nature of transactions, whether undertaken as a provider or recipient of goods, services, resources or obligations, as the case may be.

RESOLVED FURTHER THAT the board of directors be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the board of directors, or any person so authorised by the board, in connection with any matter referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects."

6. **To appoint Mr. S Muralikrishna (DIN: 11871374) as an Independent Director of the Company.**

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

"RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors in their respective meetings held on August 11, 2026 and pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification (s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. S Muralikrishna (DIN: 11871374), who was appointed by the Board of Directors as an Additional Non-Executive Independent Director under Section 161(1) of the Companies Act, 2013 and who holds office up to the date of this meeting and who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 (1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, from time to time and in respect of whom a notice in writing pursuant to Section 160 of the Act, as amended, has been received by the Company in the prescribed manner, be and is hereby appointed as an Non- Executive Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years commencing from August 11, 2026.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. S Muralikrishna (DIN: 11871374) be paid such fees, remuneration, reimbursement of expenses and profit related commission as the Board may approve from time to time subject to such limits prescribed or as may be prescribed from time to time under the Act.

RESOLVED FURTHER THAT the board of directors be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution."

(By Order of the Board)
For **CYBELE INDUSTRIES LIMITED**

Sd/-
Thomas Puthuveetil Joy
Managing Director
DIN:01850040

Place: Chennai
Date: 11.08.2026

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act,2013 ("The Act") read with Regulation 17(11) of the SEBI (Listing obligation and Disclosure Requirement), Regulations, 2015, [SEBI (LODR), 2015] setting out the material facts with respect to the Special Businesses set out in the Notice is annexed hereto and forms part of this Notice.

2. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM.

3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.

4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.cybele.in The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the EGM/AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

8. EGM/AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

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

The remote e-voting period begins on Tuesday, 22nd September, 2026 at 09:00 A.M. and ends on Thursday, 24th September, 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 18th September, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 18th September, 2026.

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

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

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/ Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	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 users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.

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

Type of shareholders	Login Method
	2 After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

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

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

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

4. Your User ID details are given below :

Mannerof holdingsharesi.e.Demat (NSDL orCDSL)orPhysical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

   a) Click on **"Forgot User Details/Password?"**(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   b) **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to nitesh@linkhpn.org with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to **Ms.Prajakta Pawle, Executive** at evoting@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to secretarial@cybele.in .

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to secretarial@cybele.in . If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

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

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

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted

their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of “VC/OAVM” placed under “Join meeting” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/ Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at secretarial@cybele.in . The same will be replied by the company suitably.

(By Order of the Board)
For **CYBELE INDUSTRIES LIMITED**

Place: Chennai
Date: 11.08.2026

Sd/-
Thomas Puthuveetil Joy
Managing Director
DIN:01850040

EXPLANATORY STATEMENT AS REQUIRED UNDERSECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

The following statement sets out all material facts relating to special business mentioned in the accompanying Notice:

Item No:3-5

The Audit Committee and the Board of Directors of the Company at their respective meetings held on 11-08-2026 have passed resolution to seek approval of shareholders for Material Related Party Transaction on the terms mentioned herein below. The material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval.

Since the Companies are related party/ies within the meaning of Sec. 2 (76) of the Companies Act, 2013 read with Regulation 2 (zb) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and proposed transactions are exceeding limits mentioned in Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is under an obligation to obtain prior approval from the shareholders of the Company irrespective of the transaction being in the ordinary course of business entered into on arm's length basis. The Audit Committee has reviewed the certificate provided by the Whole-time Director and CFO of the Company as required under the RPT Industry Standards issued by SEBI vide its circular dated 26.06.2025.

The Board recommends the Resolution to be passed as Ordinary Resolution to enable the Company to enter into Contracts / transactions / arrangements as approved in the Resolution on arm's length basis.

The information furnished to the Members regarding the material Related Party Transaction pursuant to the prescribed RPT Industry Standards, are detailed in Annexure A1 and A2.

The Directors, Key Managerial Personnel or their relatives holding shares in the Company are deemed to be considered or otherwise interested in the said Ordinary Resolution only to the extent of their Share Holdings, if any in the resolutions set out in Item Nos. 3 to 5 of the Notice. All related parties of the Company shall abstain from voting on the resolutions set out in Item Nos. 3 to 5 of this Notice, whether such related party is a party to the particular transaction or not, in accordance with the provisions of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

All documents where reference is made, are available for inspection in physical or in electronic form during specified business hours at the Registered Office of the company and copies thereof shall also be made available for inspection in physical or electronic form at registered office of the Company during business hours.

Item No.6

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, pursuant to the provisions of Section 149 and 161(1) of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company, appointed Mr. S Muralikrishna as an Additional Independent Director of the Company with effect from August 11, 2026.

Considering his expertise and knowledge, the Board believes that the appointment of Mr. S Muralikrishna as an Independent Director of the Company will be in the interest of the Company. Hence, it recommends the appointment of Mr. S Muralikrishna as an Independent Director of the Company, not liable to retire by rotation, for 5 years term commencing from the date of the Board's approval, i.e., August 11, 2026.

Further, pursuant to the provisions of Regulation 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Company is required to obtain approval of shareholders for the appointment of an Independent Director at the next general meeting or within 3 (three) months from the date of appointment, whichever is earlier.

Mr. S Muralikrishna is not disqualified for being appointed as a Director in terms of Section 164 of the Act. In compliance with BSE Circular No. LIST/COMP/14/2018-19 dated 20th June, 2018, we hereby affirm that Mr. S Muralikrishna (DIN: 11871374) has not been debarred from holding the office of director by virtue of any SEBI order or any other such authority. He has given his consent to act as an Independent Director of the Company. The Company has received a requisite notice in writing from the member under Section 160 of the Companies Act, 2013, proposing the candidature of Mr. S Muralikrishna for the office of Non-Executive Independent Director of the Company.

Details of Mr. S Muralikrishna are provided in the Annexure B to the Notice, pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and (ii) Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India. Therefore, the Board commends the resolution as set out in item no. 6 of the accompanying notice for the approval of the Members to appoint Mr. S Muralikrishna as an Independent Director of the Company for a term of 5 (five) consecutive years from August 11, 2026.

Except Mr. S Muralikrishna and his relatives, no other Director(s) and Key Managerial Personnel(s) or their relatives, are in any way, concerned or interested, financially or otherwise, in this resolution.

(By Order of the Board)
For **CYBELE INDUSTRIES LIMITED**
Sd/-
Thomas Puthuveetil Joy
Managing Director
DIN:01850040

Place: Chennai
Date: 11.08.2026

ANNEXURE TO THE NOTICE
ANNEXURE – A1

Details required to be furnished under the SEBI LODR read with Industry Standards Forum note towards minimum information to be placed before the Shareholders towards related party transactions are placed for approval

S.No	Particulars	Information provided by Management		
		Cybele Electra Private Limited	**Cybele Electronics Private Limited**	**(1) Cybele Electra Private Limited (2) Cybele Electronics Private limited**
I	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Refer below table titled as "Annexure – A2"	Refer below table titled as "Annexure – A2"	Refer below table titled as "Annexure – A2"
II	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	These RPTs contribute to enhanced operational efficiency, cost optimization and overall value creation for the Company and its stakeholders, and are therefore in the best interest of the Company.	These RPTs contribute to enhanced operational efficiency, cost optimization and overall value creation for the Company and its stakeholders, and are therefore in the best interest of the Company.	These RPTs contribute to enhanced operational efficiency, cost optimization and overall value creation for the Company and its stakeholders, and are therefore in the best interest of the Company.
III	Disclosure of the fact that the Audit Committee has reviewed the certificates provided by the CEO/Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards	The Audit Committee has reviewed the certificates issued by the Whole time Director and CFO of the Company, as required under the RPT Industry Standards.	The Audit Committee has reviewed the certificates issued by the Whole time Director and CFO of the Company, as required under the RPT Industry Standards.	The Audit Committee has reviewed the certificates issued by the Whole time Director and CFO of the Company, as required under the RPT Industry Standards.
IV	Disclosure that the material RPT or any material modification thereto has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval.	The Material Related Party Transactions with Cybele Electra Private Limited has been approved by Audit Committee. Board of Directors recommends the proposed transactions to the shareholders for approval.	The Material Related Party Transactions with Cybele Electronics Private Limited has been approved by Audit Committee. Board of Directors recommends the proposed transactions to the shareholders for approval.	The Material Related Party Transactions between Cybele Electra Private Limited and Cybele Electronics Private Limited AND The Material Related Party Transactions between Cybele Electronics Private Limited and Cybele Electra Private Limited has been approved by Audit Committee. Board of Directors recommends the proposed transactions to the shareholders for approval.

V	Web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT	Not Applicable	Not Applicable	Not Applicable
VI	Affirmation that the Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and in its assessment, the redacted disclosures still provide all the necessary information to the public shareholders for informed decision making;	Not Applicable	Not Applicable	Not Applicable
VII	Any other information that may be relevant	Nil	Nil	Nil

ANNEXURE A2

Details required to be furnished under the SEBI LODR read with Industry Standards Forum note towards minimum information to be placed before the Shareholders towards related party transactions are placed for approval

S.No.	Description	Details	Details	Details
(A1) Basic details of the related party				
1	Name of the Related Party	Cybele Electra Private Limited	Cybele Electronics Private Limited	(1) Cybele Electra Private Limited (2) Cybele Electronics Private limited
2	Country of Incorporation of the Related Party	India	India	India
3	Nature of Business of the Related Party	To deal in all types of electrical and electronic items, wires and cables.	To deal in all types of wires, cables and Automotive Wire harness.	(1) To deal in all types of electrical and electronic items, wires and cables. (2) To deal in all types of wires, cables and Automotive Wire harness.

(A2) Relationship and ownership of related party				
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: a) Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. b) Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary). c) Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Subsidiary Company The Cybele Industries Limited (Company) holds 80.72% in Cybele Electra Private Limited Not applicable NIL	Subsidiary Company The Cybele Industries Limited (Company) holds 75% in Cybele Electronics Private Limited Not applicable NIL	Subsidiary Company The Cybele Industries Limited (Company) holds 80.72% in Cybele Electra Private Limited and 75% in cybele Electronics Private Limited. Not applicable NIL
(A3) Details of previous transactions with the related party				
1	Total amount of all the transactions undertaken by the Company or subsidiary with the related party during the last Audited financial year.	During the FY 25-26 the total Amount – Rs. 10.08 Crores	During the FY 25-26 the total Amount – Rs. 6.47 Crores	During the FY 25-26 the total Amount of transactions between Cybele Electra and Electronics are Rs. 0.1905 Crores

Nature of Transactions	FY 2025-26 (in Crs)
Sale of Goods or services	0.07
Purchase of goods or services	0.0005
Loans and Advances	0.12

During the FY 25-26 the total Amount of transactions between Cybele Electronics and Electra are Rs. 0.1905 Crores

Nature of Transactions	FY 2025-26 (in Crs)
Sale of Goods or services	0.0005
Purchase of goods or services	0.07
Loans and Advances	0.12

Nature of Transactions	FY 2025-26 (in Crs)
Sale of Goods or services	3.1
Purchase of goods or services	0.21
Loans and Advances	3.15

Nature of Transactions	FY 2025-2026 (in Crores)
Sale of Goods or services	7.55
Purchase of goods or services	0.14
Loans and Advances	2.39

<table>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the Company or subsidiary with the related party during the current financial year up to the quarter immediately preceding the quarter in which approval is sought.</td><td>Rs. 2.13 Crores

(April 2026 to June 2026)</td><td>Rs. 1.44 Crores

(April 2026 to June 2026)</td><td>Rs. 0.04 Crores

(April 2026 to June 2026)</td></tr>
<tr><td>3</td><td>Default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the Company or its subsidiary during the last financial year.</td><td>NIL</td><td>NIL</td><td>NIL</td></tr>
<tr><td colspan="4">(A4) Amount of the proposed transaction(s)</td><td></td></tr>
<tr><td>1</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.</td><td>Following are the list of estimated proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders:
<table>
<tr><th>Nature of Transactions</th><th>Amount (in Crores)</th></tr>
<tr><td>Purchase of Goods and consumables</td><td>10</td></tr>
<tr><td>Sale of Goods</td><td>70</td></tr>
<tr><td>Loans and Advances</td><td>9</td></tr>
<tr><td>Investment in Equity shares</td><td>1</td></tr>
<tr><td>Total</td><td>90</td></tr>
</table></td><td>Following are the list of estimated proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders:
<table>
<tr><th>Nature of Transactions</th><th>Amount (in Crores)</th></tr>
<tr><td>Purchase of Goods and consumables</td><td>5</td></tr>
<tr><td>Sale of Goods</td><td>25</td></tr>
<tr><td>Loans and Advances</td><td>10</td></tr>
<tr><td>Total</td><td>40</td></tr>
</table></td><td>Following are the list of estimated proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders:
<table>
<tr><th>Nature of Txn</th><th>Trans btwn Cybele Electra Pvt. Ltd. and Cybele Electronics Pvt. Ltd. Amt (in Crs)</th><th>Tran btwn Cybele Electronics Pvt. Ltd. and Cybele Electra Pvt. Ltd. Amt (in Crs)</th></tr>
<tr><td>Purchase of Goods and consumables</td><td>5</td><td>5</td></tr>
<tr><td>Sale of Goods</td><td>5</td><td>5</td></tr>
<tr><td>Loans and Advances</td><td>5</td><td>5</td></tr>
<tr><td>Total</td><td>15</td><td>15</td></tr>
</table></td></tr>
</table>

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, the proposed transaction is a material Related Party Transaction (“RPT”) under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)	Yes, the proposed transaction is a material Related Party Transaction (“RPT”) under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)	Yes, the proposed transaction is a material Related Party Transaction (“RPT”) under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)
3	Value of the proposed transactions as a percentage of the Company’s annual consolidated turnover for the immediately preceding Audited financial year (i.e FY 25-26)	The value of the proposed transaction is 250% of Company’s annual consolidated turnover of Rs. 35.96 Crore for FY 2025-26.	The value of the proposed transaction is 111% of Company’s annual consolidated turnover of Rs. 35.96 Crore for FY 2025-26.	The value of the proposed transaction is 42% of Company’s annual consolidated turnover of Rs. 35.96 Crore for FY 2025-26.
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 Company is not a party to the transaction)	Not Applicable	Not Applicable	Not Applicable
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 Audited financial year (i.e FY 25-26)	The value of the proposed transaction is 1084% of Cybele Electra Private Limited annual standalone turnover of Rs. 8.30 Crore for FY 2025-26.	The value of the proposed transaction is 824% of Cybele Electronics Private Limited annual standalone turnover of Rs. 4.85 Crore for FY 2025-26.	The value of the proposed transaction is 1084% of Cybele Electra Private Limited annual standalone turnover of Rs. 8.30 Crore for FY 2025-26. The value of the proposed transaction is 824% of Cybele Electronics Private Limited annual standalone turnover of Rs. 4.85 Crore for FY 2025-26

6 Financial performance of the related party for the immediately preceding Audited financial year.

Details of Cybele Electra private limited

Particulars	FY 2025-2026 (in Crores)
Turnover	8.30
Profit After Tax	0.01
Net worth	3.22

Details of Cybele Electronics private limited

Particulars	FY 2025-2026 (in Crores)
Turnover	4.85
Profit After Tax	-0.30
Net worth	5.08

Details of Cybele Electra private limited and Cybele Electronics Private Limited

Particulars	FY 2025-2026 (in Crores)	FY 2025-2026 (in Crores)
Turnover	8.30	4.85
Profit After Tax	0.01	-0.30
Net worth	3.22	5.08

(A5) Basic details of the proposed transaction

1 Specific type of the proposed transaction

The estimated proposed transactions are as follows:

Nature of Transactions	Amount (in Crorss)
Purchase of Goods and consumables	10
Sale of Goods	70
Loans and Advances	9
Investment in Equity shares	1
Total	**90**

The estimated proposed transactions are as follows:

Nature of Transactions	Amount (in Crores)
Purchase of Goods and consumables	5
Sale of Goods	25
Loans and Advances	10
Total	**40**

The estimated proposed transactions are as follows:

Nature of Trans	Transaction between Cybele Electra Pvt. Ltd. and Cybele Electronics Pvt. Ltd. Amount (in Crores)	Transaction between Cybele Electronics Pvt. Ltd. and Cybele Electra Pvt. Ltd. Amount (in Crores)
Purchase of Goods and consumables	5	5
Sale of Goods	5	5
Loans and Advances	5	5
Total	**15**	**15**

2	Details of each type of the proposed transaction	Sale of goods/Services, Purchase of goods/services, Lending interim loan for operation purpose and Investment in Equity shares	Sale of goods/Services, Purchase of goods/services and Lending interim loan for operation purpose.	Sale of goods/Services, Purchase of goods/services and Lending interim loan for operation purpose.
3	Tenure of the proposed transaction	From 33rd AGM for the FY 25-26 till the ensuing 34th AGM to be held for the FY 26-27 or 30/09/2027 (whichever is earlier)	From 33rd AGM for the FY 25-26 till the ensuing 34th AGM to be held for the FY 26-27 or 30/09/2027 (whichever is earlier)	From 33rd AGM for the FY 25-26 till the ensuing 34th AGM to be held for the FY 26-27 or 30/09/2027 (whichever is earlier)
4	Whether omnibus approval is being sought?	Yes	Yes	Yes
5	Value of the proposed transaction till the ensuing 34th AGM to be held for the FY 26-27 or 30/09/2027 (whichever is earlier)	Not exceeding Rs. 90 Crores	Not exceeding Rs. 40 Crores	Not exceeding Rs. 15 Crores for transactions between Cybele Electra Private Limited and Cybele Electronics private Limited each company Not exceeding Rs. 15 Crores for transactions between Cybele Electronics Private Limited and Cybele Electra private Limited each company
6	Justification as to why the RPTs proposed to be entered into are in the interest of the Company.	i. Cybele Electra private limited has well established retail market to sell the Finished goods of the company ii.To meet the Company's increasing working capital requirements. iii.To fund ongoing and upcoming projects and business expansion activities. iv.To ensure timely execution of operational commitments The integrated business model between the Company and Cybele Electra Private Limited results in operational synergies, improved resource utilization and cost efficiencies, while minimizing dependency on external third parties. Accordingly, these RPTs contribute to enhanced operational efficiency, cost optimization and overall value creation for the Company and its stakeholders, and are therefore in the best interest of the Company	i.To meet the Company's increasing working capital requirements. ii.To fund ongoing and upcoming projects and business expansion activities. iii.To ensure timely execution of operational commitments The integrated business model between the Company and Cybele Electronics Private Limited results in operational synergies, improved resource utilization and cost efficiencies, while minimizing dependency on external third parties. Accordingly, these RPTs contribute to enhanced operational efficiency, cost optimization and overall value creation for the Company and its stakeholders, and are therefore in the best interest of the Company.	The integrated business model between the Cybele Electra Private Limited and Cybele Electronics Private Limited results in operational synergies, improved resource utilization and cost efficiencies, while minimizing dependency on external third parties. Accordingly, these RPTs contribute to enhanced operational efficiency, cost optimization and overall value creation for the Company and its stakeholders, and are therefore in the best interest of the Company.

<table>
<tr>
<td>7</td>
<td>Details of the promoter(s)/ Director(s) / key managerial personnel (KMP) of the Company who have interest in the transaction, whether directly or indirectly.
a. Name of the Director / KMP

b. Shareholding of the Director / KMP, whether direct or indirect, in the related party</td>
<td>The Company hold 80.72% of shareholding in the Cybele Electra Private limited, Subsidiary company (related party).

Mr. Joykutty and Mr. George P Joy are director of Cybele Electra Private Limited

<table>
<tr><th>Promotors / Directors</th><th>Shareholding in Cybele Electra Private Limited</th></tr>
<tr><td>Mr. Joykutty</td><td>0</td></tr>
<tr><td>Mr. George Puthuveethil Joy</td><td>19.28%</td></tr>
</table>
</td>
<td>The Company hold 75% of shareholding in the Cybele Electronics Private limited, Subsidiary company (related party).

Mr. Joykutty and Mr. George P Joy are director of Cybele Electronics Private Limited

<table>
<tr><th>Promotors / Directors</th><th>Shareholding in Cybele Electronics Private Limited</th></tr>
<tr><td>Mr. Joykutty</td><td>0</td></tr>
<tr><td>Mr. George Puthuveethil Joy</td><td>25%</td></tr>
</table>
</td>
<td>The Company hold 80.72% of shareholding in the Cybele Electra Private limited, Subsidiary company (related party) and holds 75% in Cybele Electronics Private limited, Subsidiary company. (related party)
Mr. Joykutty and Mr. George P Joy are director of Cybele Electra Private Limited

<table>
<tr><th>Promotors / Directors</th><th>Shareholding in Cybele Electra Private Limited</th></tr>
<tr><td>Mr. Joykutty</td><td>0</td></tr>
<tr><td>Mr. George Puthuveethil Joy</td><td>19.28%</td></tr>
</table>

Mr. Joykutty and Mr. George P Joy are director of Cybele Electronics Private Limited

<table>
<tr><th>Promotors / Directors</th><th>Shareholding in Cybele Electronics Private Limited</th></tr>
<tr><td>Mr. Joykutty</td><td>0</td></tr>
<tr><td>Mr. George Puthuveethil Joy</td><td>25%</td></tr>
</table>
</td>
</tr>
<tr>
<td>8</td>
<td>A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.</td>
<td>Not applicable as all the transaction are carried out in arm’s length price.</td>
<td>Not applicable as all the transaction are carried out in arm’s length price.</td>
<td>Not applicable as all the transaction are carried out in arm’s length price.</td>
</tr>
</table>

9	Other information relevant for decision making.	NIL	NIL	NIL
S.No	**Description**	**Details**		
B(1). Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances				
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	No bidding or any other process has been applied for choosing a party for sale, purchase or supply of goods or services. Transactions within the Group provides better economies of scale, ensures cost optimization, reduces administrative burden and associated costs, making the process more efficient	No bidding or any other process has been applied for choosing a party for sale, purchase or supply of goods or services. Transactions within the Group provides better economies of scale, ensures cost optimization, reduces administrative burden and associated costs, making the process more efficient	No bidding or any other process has been applied for choosing a party for sale, purchase or supply of goods or services. Transactions within the Group provides better economies of scale, ensures cost optimization, reduces administrative burden and associated costs, making the process more efficient
2	Basis of determination of price.	The price / consideration for the transactions is determined based on prevailing market prices, cost benchmarks, scope and nature of goods or services, volume, quality specifications, delivery timelines, and other relevant commercial terms, ensuring that the transactions are undertaken in the ordinary course of business and on an arm's length basis.	The price / consideration for the transactions is determined based on prevailing market prices, cost benchmarks, scope and nature of goods or services, volume, quality specifications, delivery timelines, and other relevant commercial terms, ensuring that the transactions are undertaken in the ordinary course of business and on an arm's length basis.	The price / consideration for the transactions is determined based on prevailing market prices, cost benchmarks, scope and nature of goods or services, volume, quality specifications, delivery timelines, and other relevant commercial terms, ensuring that the transactions are undertaken in the ordinary course of business and on an arm's length basis.
3	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	Not applicable	Not applicable	Not applicable
	a. Amount of Trade advance b. Tenure c. Whether same is self-liquidating?	Not applicable	Not applicable	Not applicable

B(2). Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary

1	Source of funds in connection with the proposed transaction.	Internal Accruals	Internal Accruals	Internal Accruals
2	Where any financial indebtedness is incurred to give loan, intercorporate deposit or advance, specify the following: a. Nature of indebtedness b. Total cost of borrowing c. Tenure d. Other details	No financial indebtedness has been incurred at present for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties. In the event such indebtedness is considered in the future, the nature, cost of funds, and tenure will be determined based on prevailing market conditions, internal financial policies, and applicable regulatory guidelines.	No financial indebtedness has been incurred at present for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties. In the event such indebtedness is considered in the future, the nature, cost of funds, and tenure will be determined based on prevailing market conditions, internal financial policies, and applicable regulatory guidelines.	No financial indebtedness has been incurred at present for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties. In the event such indebtedness is considered in the future, the nature, cost of funds, and tenure will be determined based on prevailing market conditions, internal financial policies, and applicable regulatory guidelines.
3	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders.	Interest range is 10% to 11% p.a	Interest range is 10% to 11% p.a	Interest range is 10% to 11% p.a
4	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	Interest rate of borrowing as per MCLR rates	Interest rate of borrowing as per MCLR rates	Interest rate of borrowing as per MCLR rates
5	Maturity / due date	The amount shall be repayable on demand, without any predetermined Repayment schedule or tenure.	The amount shall be repayable on demand, without any predetermined Repayment schedule or tenure.	The amount shall be repayable on demand, without any predetermined Repayment schedule or tenure.
6	Repayment schedule & terms	Repayable on demand, as and when called upon.	Repayable on demand, as and when called upon.	Repayable on demand, as and when called upon.
7	Whether secured or unsecured?	Unsecured	Unsecured	Unsecured

8	If secured, the nature of security & security coverage ratio	Not Applicable	Not Applicable	Not Applicable
9	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	The Funds will be utilized for general business and operational requirements.	The Funds will be utilized for general business and operational requirements.	The Funds will be utilized for general business and operational requirements.
B(3). Disclosure only in case of transactions relating to investment made by the listed entity or its subsidiary				
1	Source of funds in connection with the proposed transaction.	Internal Accruals	Not applicable	Not applicable
2	Where any financial indebtedness is incurred to make investment, specify the following:	No financial indebtedness has been incurred at present for the purpose of Investment proposed to be made.	Not applicable	Not applicable
	a. Nature of indebtedness	Not applicable	Not applicable	Not applicable
	b. Total cost of borrowing			
	c. Tenure			
	d. Other details			
3	Purpose for which funds shall be utilized by the investee company.	The Funds will be utilized for general business and operational requirements.	Not applicable	Not applicable
4	Material terms of the proposed transaction	Ranking parri passu with existing Equity shares	Not applicable	Not applicable

C(1). Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary				
1	Latest credit rating of the related party	NIL	NIL	NIL
2	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. In addition, state the following:			
	a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting;	No	No	No
	b) Whether the related party has been declared a “wilful defaulter” by any of its bankers and whether such status is currently subsisting;	No	No	No
	c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;	No	No	No
	d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	No	No	No
	FY 2025-2026	Not applicable	Not applicable	Not applicable
	FY 2024-2025			
	FY 2023-2024			
C(2). Disclosure only in case of transactions relating to any investment made by the listed entity or its subsidiary				
1	Latest credit rating of the related party	NIL	Not applicable	Not applicable
2	Whether any regulatory approval is required. If yes, whether the same has been obtained.	None	Not applicable	Not applicable

ANNEXURE TO THE NOTICE
ANNEXURE B
DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT VIDE NOTICE DATED 11th August, 2026.
THE DETAILS OF DIRECTORS IN ACCORDANCE WITH THE SECRETARIAL STANDARDS ("SS-2") AND REGULATION 36 (3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ARE AS UNDER:

Name of Director	S Muralikrishna
DIN	11871374
Date of Birth	15/4/1964
Age	62
Qualification	ACS, Post Graduate in Commerce & Business Administration and also Law Graduate
Expertise in Specific Functional Areas / Experience	S. Muralikrishna is a member of the Institute of Company Secretaries of India (ICSI) and Post Graduate in Commerce & Business Administration and also Law Graduate with over 30 years of experience. He possesses extensive expertise in corporate laws, secretarial compliance, corporate governance, mergers, demergers, corporate restructuring, and regulatory matters. He is also registered as an Independent Director with the Indian Institute of Corporate Affairs (IICA), reflecting his commitment to high standards of corporate governance and board leadership.
Designation (at which appointment to be made)	Non-Executive Independent Director
Shareholding in the Company as on the date of this Notice	Nil
Remuneration last drawn	Nil
Number of meetings of the Board attended during the financial year (2025-26)	Nil
List of Other Companies/LLP in which Directorship on the Date of this Notice	Nil
Chairman / Member of the Committee of the Board across all other Listed/Public companies of which he is a director as on the date of this Notice	Nil
Relationship between Directors inter-se	No Relationship with other Directors
Remuneration proposed to be paid	Nil

(By Order of the Board)
For CYBELE INDUSTRIES LIMITED
Sd/-
Thomas Puthuveetil Joy
Managing Director
DIN: 01850040

Place: Chennai
Date: 11.08.2026