05th September 2026

To
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (East)
Mumbai – 400 051

NSE Symbol: QPOWER

To
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001

BSE Scrip Code: 544367

ISIN: INE0SII01026

Dear Sir/ Ma'am,

Subject: Notice of 25th Annual General Meeting of the Company.

Pursuant to the provisions of Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the Notice of the 25th Annual General Meeting of the Company for the Financial Year 2025-26, to be held on **Tuesday, 29th September 2026 at 04.00 p.m**. IST through Video Conferencing / Other Audio-Visual Means.

The said Notice which also forms the part of Annual Report for the financial year 2025-26 uploaded on the website of the Company at www.qualitypower.com and the weblink of the said notice is https://qualitypower.com/wp-content/uploads/2026/09/AGM-Notice-FY-2025-26.pdf

We request you to take the above on record and treat the same as compliance under the applicable provisions of the SEBI Listing Regulations.

For QUALITY POWER ELECTRICAL EQUIPMENTS LIMITED

DEEPAK RAMCHANDRA SURYAVANSHI

Digitally signed by DEEPAK RAMCHANDRA SURYAVANSHI
Date: 2026.09.05 18:44:51 +05'30'

Deepak Ramchandra Suryavanshi
Company Secretary and Compliance Officer
ICSI Membership No.: A27641
Place: Sangli

Quality Power Electrical Equipments Limited
CIN No. L31102PN2001PLC016455
Regd. Office: Plot No. L-61, M.I.D.C. Kupwad, Sangli 416 436 Maharashtra INDIA +91 233 2645432 helpdesk@qualitypower.co.in www.qualitypower.com

QUALITY POWER ELECTRICAL EQUIPMENTS LIMITED

(Formerly - Quality Power Electrical Equipments Private Limited)
Regd. Office: Plot No. L - 61, M. I. D. C. Kupwad Block, Sangli, Maharashtra – 416 436
(P): 0233- 2645435; 2645432; (Email): corporate@qualitypower.co.in
CIN: L31102PN2001PLC016455

Notice

NOTICE is hereby given that the 25th Annual General Meeting of the members of **QUALITY POWER ELECTRICAL EQUIPMENTS LIMITED** will be held on **Tuesday, the 29th day of September, 2026 at 4.00 PM** through **Video Conferencing (VC)/OAVM** for which purpose the Registered Office of the Company situated at Plot No. L - 61, M. I. D. C. Kupwad Block, Sangli, Maharashtra – 416 436 shall be deemed as the venue for the Meeting and the proceedings of AGM shall be deemed to be made thereat, to transact the following business:

ORDINARY BUSINESS:

1. **To receive, consider and adopt the audited Standalone Financial Statements as at 31st March, 2026, along with the Reports of the Directors and Auditors thereon and if thought fit, to pass, the following resolution as an Ordinary Resolution:**

   "RESOLVED THAT the audited Standalone Financial Statements viz. the Balance Sheet as at 31st March, 2026, the Statement of the Profit and Loss, the Cash Flow Statement for the Financial Year ended as on 31st March, 2026, along with the Reports of the Directors and Auditors thereon be and are hereby considered and adopted."

2. **To receive, consider and adopt the Audited Consolidated Financial Statements as at 31st March, 2026 along with the Reports of the Auditors thereon and if thought fit, to pass, the following resolution as an Ordinary Resolution:**

   "RESOLVED THAT the audited Consolidated Financial Statements viz. the Balance Sheet as at 31st March, 2026, the Statement of the Profit and Loss, the Cash Flow Statement for the Financial Year ended as on 31st March, 2026, along with the Reports of the Directors and Auditors thereon be and are hereby considered and adopted."

3. **To declare a Dividend of ₹ 1/- (Rupee One) per equity share of face value of ₹ 10/- each for the financial year ended 31st March, 2026, to the Non-Promoter category shareholders, as the Promoters of the Company have waived off their right to receive the dividend and if thought fit, to pass, the following resolution as an Ordinary Resolution:**

   "RESOLVED THAT a Dividend of ₹ 1/- (Rupee One) per Equity Share be and is hereby declared for payment on 2,02,04,640 Equity Shares of ₹ 10/- each held by those eligible shareholders under the Non-Promoter category as per the Record Date kept for this purpose."

4. **To appoint a Director in place of Mr. Bharanidharan Pandyan (DIN: 01298247) who retires by rotation and being eligible offers himself for re-appointment and if thought fit, to pass, the following resolution as an Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Bharanidharan Pandyan (DIN: 01298247), Joint Managing Director, who retires by rotation at this meeting and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.

   RESOLVED FURTHER THAT the re-appointment of Mr. Bharanidharan Pandyan (DIN: 01298247) as a Director, shall not in any way constitute a break in his existing office as the Joint Managing Director of the Company."

SPECIAL BUSINESS:

5. **To ratify the remuneration of Cost Auditors for the financial year ending 31st March 2027:**

   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, read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the Members of the Company hereby ratify the remuneration of Rs. 1,00,000/- (Rupees One Lakh Only) plus applicable taxes and out of pocket expenses at actuals, if any, payable to Mr. Rupesh Sunil Kale, Practicing Cost Accountant, (M. No. 51450; Firm Reg. No 005473) who have been appointed by the Board of Directors on the recommendation of the Audit Committee, as 'Cost Auditor' of the Company to conduct the Audit of the Cost Records maintained by the Company as prescribed under the Companies (Cost Record and Audit) Rules, 2014, as amended, for the Financial Year ending 31st March, 2027."

6. **Re-appointment of Mr Thalavaidurai Pandyan (DIN: 00439782) as Chairman and Managing Director of the Company and approval of his remuneration:**

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

"RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the consent of the members be and is hereby accorded for the proposed re-appointment of Mr. Thalavaidurai Pandyan (DIN: 00439782), (who is above the age of 70 years), as the Chairman and Managing Director, for a period of five (5) years with effect from March 01, 2027, and whose office shall be liable to determination by retirement of Directors by rotation, at a remuneration, as mentioned in the Explanatory Statement attached herewith, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit and as may be acceptable to Mr. Thalavaidurai Pandyan, subject to the same not exceeding the limits specified in Section 197 read with Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits for any financial year, the remuneration and perquisites as set out in the explanatory statement shall be paid to Mr. Thalavaidurai Pandyan as the minimum remuneration.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient in this regard."

7. **Re-appointment of Mr Bharanidharan Pandyan (DIN: 01298247) as a Whole Time Director designated as a Joint Managing Director of the Company and approval of his remuneration:**

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

"RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members be and is hereby accorded for the proposed re-appointment of Mr. Bharanidharan Pandyan (DIN: 01298247) as a Whole Time Director designated as Joint Managing Director of the Company, for a period of five (5) years with effect from March 01, 2027 and whose office shall be liable to determination by retirement of Directors by rotation at a remuneration as mentioned in the Explanatory Statement attached herewith, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit and as may be acceptable to Mr. Bharanidharan Pandyan, subject to the same not exceeding the limits specified in Section 197 read with Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits for any financial year, the remuneration and perquisites as set out in the explanatory statement shall be paid to Mr. Bharanidharan Pandyan as the minimum remuneration.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient in this regard."

8. **Re-appointment of Mrs Chitra Pandyan (DIN: 02602659) as a Whole Time Director of the Company and approval of her remuneration:**

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

"RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the consent of the members be and is hereby accorded for the proposed re-appointment of Mrs. Chitra Pandyan (DIN: 02602659), (who is above the age of 70 years), as Whole-Time Director of the Company, for a period of five (5) years with effect from March 01, 2027 and whose office shall be liable to determination by retirement of Directors by rotation at a remuneration as mentioned in the Explanatory Statement attached herewith, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit and as may be acceptable to Mrs. Chitra Pandyan, subject to the same not exceeding the limits specified in Section 197 read with Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits for any financial year, the remuneration and perquisites as set out in the explanatory statement shall be paid to Mrs Chitra Pandyan as the minimum remuneration

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient in this regard."

9. **Re-appointment of Mr Mahesh Saralaya (DIN: 10509703) as a Whole Time Director of the Company and approval of his remuneration:**

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

"RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members be and is hereby accorded for the proposed re-appointment of Mr. Mahesh Saralaya (DIN: 10509703) as a Whole-Time Director of the Company, for a period of five (5) years with effect from March 01, 2027 and whose office shall be liable to determination by retirement of Directors by rotation at a remuneration as mentioned in the Explanatory Statement attached herewith, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit and as may be acceptable to Mr. Mahesh Saralaya, subject to the same not exceeding the limits specified in Section 197 read with Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits for any financial year, the remuneration and perquisites as set out in the explanatory statement shall be paid to Mr. Mahesh Saralaya as the minimum remuneration.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient in this regard."

10. **Re-appointment of Mr. Sadayandi Ramesh (DIN: 00588780) for a second term as an Independent Director of the Company:**

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

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force) and Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ('Listing Regulations') (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, consent of the members of the Company be and is hereby accorded for the proposal of re-appointment of Mr. Sadayandi Ramesh (DIN: 00588780), who was appointed as an Independent Director of the Company and holding office up to 14th March, 2027, being eligible and fulfilling the criteria of independence as provided in the Act and the Listing Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, as an Independent Director of the Company for a second term of 5 (Five) consecutive years commencing from 15th March, 2027 up to 14th March, 2032 (both days inclusive) and he shall not be liable to retire by rotation, upon such remuneration as detailed in the explanatory statement hereto and as may be determined by the Board of Directors of the Company from time to time within the overall limits of remuneration under the Act.

RESOLVED FURTHER THAT any of the Executive Director(s) and / or the Company Secretary of the Company be and are hereby severally authorised to do all acts, deeds, and things including filings and take steps as may be deemed necessary, proper or expedient in this regard."

By Order of the Board of Directors
For QUALITY POWER ELECTRICAL EQUIPMENTS LIMITED

Deepak Ramchandra Suryavanshi
Company Secretary & Compliance Officer
ACS: 27641

Registered Office:
Plot No L-61, M.I.D.C. Kupwad Block, Sangli,
Maharashtra 416436
CIN: L31102PN2001PLC016455
Website: www.qualitypower.com

Date: 02nd September, 2026
Place: Sangli

NOTES:-

1. Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11, SEBI/HO/CFD/CMD2/CIR/P/2022/62, SEBI/HO/CFD/PoD-2/P/CIR/2023/4, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 and SEBI/HO/CFD/PoD-2/P/CIR/2024/133 dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023,October 7, 2023 and October 3, 2024 respectively issued by the Securities and Exchange Board of India ("SEBI Circulars") and General Circular No.03/2025 dated September 22, 2025 of Ministry of Corporate Affairs have permitted companies to conduct AGM through VC or other audio visual means, subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA Circulars and SEBI Circulars and the applicable provisions of Companies Act, 2013 and rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 25th AGM of the Company is being convened and conducted through VC.

2. 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) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021 and September 25, 2023 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 MUFG Intime India Private Limited for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by MUFG Intime India Private Limited.

3. 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 to atleast 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, Stakeholders Relationship Committee and Corporate Social Responsibility Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. As per the provisions under the MCA Circulars, Members attending the 25th AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. The Company has provided the facility to Members to exercise their right to vote by electronic means both through remote e-voting and e-voting during the AGM. The process and instructions for remote e-voting are provided in the subsequent pages. Such remote e-voting facility is in addition to voting that will take place at the 25th AGM being held through VC.

6. Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.

7. The Board of Directors has appointed M/s Abhay R. Gulavani (CP: 10741), Practicing Company Secretary, Sangli as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.

8. The Results shall be declared within two working days of the conclusion of the Annual General Meeting. The results declared along with the Scrutiniser's Report shall be placed on the Company's website www.qualitypower.com and on the website of MUFG Intime India Private Limited (Formerly Link Intime India Pvt. Ltd.) (MIIPL) https://instavote.linkintime.co.in. The same shall also be communicated to BSE and National Stock Exchange of India Limited, where the shares of the Company are listed.

9. As per the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf. Since the 25th AGM is being held through VC as per the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be made available for the 25th AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

10. Institutional/Corporate members (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG format) of its Board Resolution or Governing Body Resolution/ Authorisation etc., authorising its representative to attend the AGM through VC/OAVM or to vote through remote E-voting. The said Resolution/ Authorization shall be sent to the Company at cs@qualitypower.co.in and RTA at arati.bhoga@in.mpms.mufg.com.

11. In case of joint holders attending the meeting, only such a joint holder who is higher in the order of names will be entitled to vote.

12. The Register of Members and Share Transfer books will remain closed from **Wednesday, September 23, 2026 to Tuesday, September 29, 2026 (both days inclusive).**

The Record Date i.e. Tuesday, September 22, 2026, has been fixed for determining the eligible shareholders for payment of Dividend for the Financial Year 2025-26.

13. In line with the MCA and SEBI Circulars, the notice of the 25th AGM along with the Annual Report 2025-26 are being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Members may please note that this Notice and Annual Report 2025-26 will also be available on the Company's website at www.qualitypower.com, websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com/ and on the website of RTA at www.instavote.linkintime.co.in.

14. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) by writing to the Company's Registrar and Share Transfer Agent, MUFG Intime India Private Limited. The following documents will be available for inspection by the Members electronically during the 25th AGM.

    a) Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under the Companies Act, 2013.

    b) All such documents referred to in the accompanying Notice and the Explanatory Statement for items No. 5 to 10 annexed pursuant to Section 102 of the Act.

    Members seeking to inspect such documents can send an email to cs@qualitypower.co.in

15. Details of the Directors seeking appointment/ re-appointment at the 25th AGM are provided in Annexure A of this Notice. The Company has received the requisite consents/declarations for the appointment/ re-appointment under the Companies Act, 2013 and the rules made thereunder.

16. Members who hold shares in dematerialized form and want to provide/change/correct the bank account details should send the same immediately to their concerned Depository Participant(s) and not to the Company. Members are also requested to give the MICR Code of their bank to their Depository Participant(s). The Company will not entertain any direct request from such Members for change of address, transposition of names, deletion of name of deceased joint holder and change in the bank account details. While making payment of Dividend, the Registrar and Share Transfer Agent is obliged to use only the data provided by the Depositories, in case of such dematerialized shares.

17. Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant(s), as the case may be:

    a) the change in the residential status on return to India for permanent settlement, and

    b) the particulars of the NRE account with a Bank in India, if not furnished earlier

18. Members who wish to claim Dividends, which remain unclaimed, are requested to either correspond with the Company Secretary & Compliance Officer at the Company's registered office or the Company's Registrar and Share Transfer Agent (MUFG Intime India Private Limited) for revalidation and encashment before the due dates. The details of such unclaimed dividends are available on the Company's website at www.qualitypower.com Members are requested to note that the dividend remaining unclaimed for a continuous period of seven years from the date of transfer to the Company's Unpaid Dividend Account shall be transferred to the Investor Education and Protection Fund (IEPF). In addition, all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred by the Company to demat account of the IEPF Authority within a period of thirty days of such shares becoming due to be transferred to the IEPF. In the event of transfer of shares and the unclaimed dividends to IEPF, Members are entitled to claim the same from the IEPF authority by submitting an online application in the prescribed Form IEPF-5 available on the website http://www.iepf.gov.in/ and sending a physical copy of the same duly signed to the Company along with the requisite documents enumerated in Form IEPF-5. Members can file only one consolidated claim in a financial year as per the IEPF Rules.

19. In case of any queries regarding the Annual Report, the Members may write to cs@qualitypower.co.in to receive an email response.

20. As the 25th AGM is being held through VC, the route map is not annexed to this Notice.

21. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking re-appointment at this AGM is annexed.

22. If the dividend, as recommended by the Board of Directors, is declared at the 25th Annual General Meeting, payment of such dividend will be paid/ credited within 30 days from the date of declaration to all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) as of the close of business hours on **22nd September 2026.**

23. **TDS on Dividend:** In accordance with the provisions of the Income Tax Act, 1961 ('the Act'), dividend paid on or after 01 April 2020, is taxable in the hands of Members and the Company is required to deduct tax at source ('TDS') from dividend paid to the Members at the applicable rates.

    TDS rates that are applicable to Members depend upon their residential status and classification as per the provisions of the Act. The Company will therefore deduct tax at source at the time of payment of dividend, at rates based on the category of Members and subject to fulfilment of conditions.

24. THE INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, 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 correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp

b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.

c) Enter the OTP received on your registered email ID/ mobile number and click on login.

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.

e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "IDeAS Login Section".

b) Enter IDeAS User ID, Password, Verification code & click on "Log-in".

c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.

d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

a) To register, visit URL: https://eservices.nsdl.com and select "Register Online for IDeAS Portal" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".

c) Enter the last 4 digits of your bank account / generate 'OTP'

d) Post successful registration, user will be provided with Login ID and password.

e) Follow steps given above in points (a-d).

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

METHOD 3 - NSDL e-voting website

a) Visit URL: https://www.evoting.nsdl.com

b) Click on the "Login" tab available under 'Shareholder/Member' section.

c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login".

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.

e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

a) Visit URL: https://www.cdslindia.com.

b) Go to e-voting tab.

c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".

d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account

e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)".

b) Enter existing username, Password & click on "Login".

c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration/ https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration.

b) Proceed with updating the required fields for registration.

c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

a) Login to DP website

b) After Successful login, user shall navigate through "e-voting" option.

c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.

d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on **"Login"** under 'SHARE HOLDER' tab.

b) Enter details as under:

A. User ID: Enter User ID

B. Password: Enter existing Password

C. Enter Image Verification (CAPTCHA) Code

D. Click "Submit".

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

InstaVote USER ID		
	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no. registered with the Company

Shareholders not registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on **"Sign Up"** under 'SHARE HOLDER' tab & register with details as under:

A. User ID: Enter User ID

InstaVote USER ID		
	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no. registered with the Company

B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)

D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

- Shareholders, holding shares in **NSDL form**, shall provide 'point 4' above.
- Shareholders, holding shares in **CDSL form**, shall provide 'point 3' or 'point 4' above.
- Shareholders, holding shares in **physical form** but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above

E. Set the password of your choice.

(The password should contain minimum 8 characters, at least one special Character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter).

F. Enter Image Verification (CAPTCHA) Code.

G. Click "Submit" (You have now registered on InstaVote).

Post successful registration, click on **"Login"** under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".

B. Select 'View' icon. E-voting page will appear.

C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.

E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

A. Visit URL: https://instavote.linkintime.co.in

B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"

C. Fill up your entity details and submit the form.

D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

A. Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

B. Click on "Investor Mapping" tab under the Menu section

C. Map the Investor with the following details:

1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.

2) 'Investor's Name - Enter Investor's Name as updated with DP.

3) 'Investor PAN' - Enter your 10-digit PAN.

4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/

Mutual Fund Entity). The same can be viewed under the "Report section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) Click on "Votes Entry" tab under the Menu section.

c) Enter the "Event No." for which you want to cast vote.

Event No. can be viewed on the home page of InstaVote under "On-going Events".

d) Enter "16-digit Demat Account No.".

e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.

f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) After successful login, you will see "Notification for e-voting".

c) Select "View" icon for "Company's Name / Event number".

d) E-voting page will appear.

e) Download sample vote file from "Download Sample Vote File" tab.

f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.

g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE: **Non-Individual Body corporate shareholders** shall send a scanned copy of the board resolution authorising its representative to vote, to the RTA at enotices@in.mpms.mufg.com and the company at registered email address.

HELPDESK:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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 request at evoting@nsdl.co.in 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 request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

InstaVote USER ID		
	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no. registered with the Company

- Click on "Login" under 'SHARE HOLDER' tab.

- Further Click on "forgot password?"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Further Click on "forgot password?"
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular"Event".

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 03/2025 dated 22.09.2025, the companies can continue to conduct AGMs by VC or OAVM, as per the existing procedural requirements. Till further orders, the relaxations will remain in force.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the General Meeting through InstaMeet:

a) Visit URL: https://instameet.in.mpms.mufg.com & click on **"Login"**.

b) Select the "Company Name" and register with your following details:

c) Select Check **Box - Demat Account No. / Folio No. / PAN**

- Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
- Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.
- Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
- Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Email Id with the DP shall enter the Email Id.

d) Click "Go to Meeting".

You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

a) Shareholders who would like to speak during the meeting must register their request with the company at company's registered email address.

b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.

c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

d) Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting.

*Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

a) On the Shareholders VC page, click on link "Cast your vote".

b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet.

c) Click on 'Submit'.

d) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.

e) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.

f) After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/ Members, who will be present in the General Meeting through InstaMeet 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 facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000 / 4918 6175.

ANNEXURE TO NOTICE

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

As required under section 102 of the Companies Act, 2013 the following statement sets out all material facts relating to the Special Business mentioned in the accompanying AGM Notice.

Item No. 5:

To ratify the remuneration of Cost Auditors for the financial year ending 31st March 2027:

The Audit Committee & the Board of Directors in their meeting, have approved the appointment of CMA, Mr. Rupesh Sunil Kale, Practicing Cost Accountant, (M. No. 51450; Firm Reg. No 005473), for the Financial Year 2026-27 at a remuneration of Rs 1,00,000/- (Rupees One Lakh only) plus reimbursement of out of pocket expenses plus Taxes as applicable, subject to the ratification by the shareholders in the ensuing annual general meeting. Accordingly, the ratification of the remuneration is proposed for your approval.

The Board of Directors of your Company accordingly recommends the Resolution as set out in Item No.5 of the accompanying Notice for the approval of members of the Company as an Ordinary Resolution.

None of the Promoters /Directors / Key Managerial Personnel of the Company / their respective relatives, are, in anyway, concerned or interested, financially or otherwise, in the resolution set out at item No. 5 of the Notice

Item No. 6:

Re-appointment of Mr. Thalavaidurai Pandyan (DIN: 00439782) as Chairman and Managing Director of the Company and approval of his remuneration:

The Members of the Company in its Extraordinary General Meeting held on March 23, 2024 had appointed Mr. Thalavaidurai Pandyan as Chairman & Managing Director of the Company for a period of three (3) years effective from March 01, 2024 to February 28, 2027. In view of this and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has proposed to re-appoint Mr. Thalavaidurai Pandyan (DIN: 00439782) as the Chairman & Managing Director of the Company for a term of three (5) years effective from March 01, 2027 to February 28, 2032, subject to approval of the Members.

Section 196(3) of the Act read with Part I of Schedule V provides that no company shall appoint or continue the employment of any person as Managing Director, Whole Time Director or Manager who has attained the age of 70 years unless it is approved by the shareholders as a special resolution. Mr. Thalavaidurai Pandyan is over seventy years of age.

Mr. Talavaidurai Pandyan, is associated with the Company as a Promoter from incorporation of the Company. Due to his hard work and belief, the Company has achieved many milestones and continue to achieve many greater heights. Mr. Thalavaidurai Pandyan is Diploma holder in Electrical Engineering (Education / Qualification). Mr. Thalavaidurai Pandyan has business experience of decades and has a rich and vast all-round knowledge and experience in the business of electrical equipment industry. He attends to the day to day affairs of Company and also actively involved in the successful operations of the Company with a mission and vision. The Board considers that his association would be immense benefit to the Company and recommends the resolution, for the approval of members of the company to be passed as a special resolution

Mr. Thalavaidurai Pandyan, is not disqualified from being re-appointed as Managing Director in terms of Section 164 of the Companies Act, 2013 and has provided his consent to act as the Managing Director of the Company. He satisfies all the conditions prescribed under Section 196(3) of the Act and Part I of Schedule V to the Act for his proposed re-appointment. Further, he is not debarred from holding the office of Director pursuant to any Order issued by the Securities and Exchange Board of India (SEBI) or any other authority. The Company has received notice in writing from a member under Section 160 of the Act, proposing his candidature for the office of Director of the Company.

Terms and Conditions of Managerial Remuneration payable to Mr. Thalavaidurai Pandyan, as the Chairman & Managing Director are as follows:-

Option A:

In case of the Company having adequate profits, the managerial persons will be paid such remuneration (as detailed below), within the limits specified from time to time under Section 197, read with Section I of Part II of Schedule V to the Act viz. The total managerial remuneration payable by a public company to its Managing Director and Whole-Time-Director, and its manager in respect of any financial year shall not exceed ten percent of the net profits of that company for that financial year computed in the manner laid down in Section 198, except that the remuneration of the directors shall not be deducted from the gross profit and as per Regulation 17(6)(e) of the SEBI (LODR) Regulations, 2015, subject to the approval of the members of the Company by Special Resolution in general meeting the annual remuneration payable to executive directors, who are promoters or members of the promoter group, can exceed a) One such Executive Director Rs.5 Crore or 2.5 per cent of the net profits of the listed entity, whichever is higher; or b) where there is more than one such Executive Director, the aggregate annual remuneration to such directors can exceed 5 per cent of the net profits of the listed entity:

Option B:

Subject to the approval of the Members by Special Resolution, the Company can pay remuneration exceeding the above-mentioned statutory limits.

The details of the terms and conditions and the remuneration payable to the appointee is given below:

Name of Director	**Mr. Thalavaidurai Pandyan**
Designation	Chairman & Managing Director
I. Remuneration	
a) Basic Salary	Not exceeding Rs. 17,25,000/- per month The remuneration shall be eligible for an annual increase of 10% over the remuneration prevailing immediately before the commencement of the renewed term.
b) Incentive/Annual Increment	As may be recommended by the Nomination and Remuneration Committee & approved by the Board of Directors within the maximum ceilings under Schedule V to the Companies Act,2013
c) Allowance	Mentioned Below
Category A	
1. *Medical Expenses	Reimbursement of all medical expenses incurred for self and family w.r.t. all the Critical Illnesses including life-threatening critical diseases such as cancer, heart attack, renal failure etc.
2. Leave Travel Assistance	Leave Travel Assistance for self and family as per Company rules.
3. Club Fees	Two Fees of clubs which will include admission and life membership fees.
4. Service Staff	Provision of service staff at residence.
5. Vehicle	Car with driver for official and personal purposes.
6. Communication facilities	Telephone including mobile and other communication facilities at residence.
7. Provident Fund, Superannuation Fund, Gratuity, etc.	Contribution to Provident Fund, Superannuation Fund or Annuity Fund (if any as per company policy); and Gratuity as per Act.

*Payment towards medical expenses incurred in India and/or abroad and including hospitalization, nursing home and surgical charges for himself and family.

Commission / Incentive Bonus:

Such amount subject to the overall limits pertaining to the managerial remuneration laid down under section 197 of the Companies Act, 2013, however, commission shall not exceed 1% of the net profit.

Other Terms and Conditions:

He shall be entitled to 30 days leave with full salary for every 11 months of service or part thereof, encashment of leave at the end of the tenure will not be included in the computation of the celling on perquisites.

Minimum Remuneration:

a) In case of absence or inadequacy of profits (including the case of loss) for any year, Company shall pay to the Managing Directors the minimum remuneration of Rs. 17,25,000/- p.m. and the allowance and perquisites as mentioned above, over and above the maximum ceiling as per the extant provisions of Schedule V to the Companies Act, 2013, and the applicable provisions of the SEBI (LODR) and any amendments thereof. (viz. To pay the annual remuneration exceeding Rupees 5 Crore or 2.5% of the net profits of the Company, to any one Executive Director or exceeding 5% in aggregate to all Executive Directors of the Company).

b) Perquisites and allowances shall be evaluated as per Income-tax Rules, wherever applicable. In the absence of any such rules, they shall be evaluated at actual cost.

Subject expressly to the provisions of Section 202 of the Companies Act, 2013, the Company shall pay to the Director compensation for loss of office or him consideration for retirement from office or in connection with such loss or retirement. The amount of such compensation shall be strictly in accordance with the provisions of Section 318 (1b) of the Companies Act, 2013.

All the documents referred to in the proposed resolution and the Explanatory Statement with respect to the proposed re-appointment of Mr. Thalavaidurai Pandyan will be available for inspection by eligible members at the Registered Office of the Company between 11 am to 1 pm on all working days except Saturdays, Sundays and public holidays from the date of dispatch of this Annual General Meeting Notice up to the last date of remote e-voting i.e., Monday, 28th September, 2026.

None of the Directors / Key Managerial Personnel of the Company / their relatives except Mr. Thalavaidurai Pandyan (appointee), Mrs. Chitra Pandyan (Spouse) and Mr. Bharanitharan Pandyan (Son) and their relatives, are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice except to the extent of their shareholding, if any, in the Company. Except the appointee, others are eligible to participate to vote in the proposed resolution.

The Board of Directors of your Company accordingly recommends the Resolution as set out in Item No.6 of the accompanying Notice for the approval of members of the Company as a Special Resolution.

Item No. 7:

Re-appointment of Mr Bharanidharan Pandyan (DIN: 01298247) as a Whole Time Director designated Joint Managing Director of the Company and approval of his remuneration:

The Members of the Company in its Extraordinary General Meeting held on March 23, 2024 had appointed Mr Bharanidharan Pandyan as Whole-time Director of the Company for a period of three (3) years effective from March 01, 2024 to February 28, 2027 and additionally designated as Joint Managing Director vide Extraordinary General Meeting held on September 10, 2024 for the same period. In view of this and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has proposed to re-appoint Mr Bharanidharan Pandyan (DIN: 01298247) as Whole Time Director designated as Joint Managing Director of the Company for a term of five (5) years effective from March 01, 2027 to February 28, 2032, subject to approval of the Members.

Mr. Bharanidharan Pandyan, is associated with the Company as a Promoter since July 25, 2002. Due to his hard work and belief, the Company has achieved many milestones and continue to achieve many greater heights. Mr. Bharanidharan Pandyan has completed his Master of Business Administration. He possesses over two decades of experience in High Voltage Electrical Equipment, Power Systems, Power Quality Solutions, corporate strategy, mergers & acquisitions, and board governance. He has played a key role in driving technology-led growth, strategic expansion, and business transformation.

He attends to the day to day affairs of Company and also actively involved in the successful operations of the Company with a mission and vision. The Board considers that his association would be immense benefit to the Company and recommends the resolution, for the approval of members of the company to be passed as a special resolution.

Terms and Conditions of Managerial Remuneration payable to Mr. Bharanidharan Pandyan, as Whole Time Director designated as Joint Managing Director are as follows: -

Option A:

In case of the Company having adequate profits, the managerial persons will be paid such remuneration (as detailed below), within the limits specified from time to time under Section 197, read with Section I of Part II of Schedule V to the Act viz. The total managerial remuneration payable by a public company to its Managing Director and Whole-Time-Director, and its manager in respect of any financial year shall not exceed ten percent of the net profits of that company for that financial year computed in the manner laid down in Section 198, except that the remuneration of the directors shall not be deducted from the gross profit and as per Regulation 17(6)(e) of the SEBI (LODR) Regulations, 2015, subject to the approval of the members of the Company by Special Resolution in general meeting the annual remuneration payable to executive directors, who are promoters or members of the promoter group, can exceed a) One such Executive Director Rs.5 Crore or 2.5 per cent of the net profits of the listed entity, whichever is higher; or b) where there is more than one such Executive Director, the aggregate annual remuneration to such directors can exceed 5 per cent of the net profits of the listed entity:

Option B:

Subject to the approval of the Members by Special Resolution, the Company can pay remuneration exceeding the above statutory limits.

The details of the terms and conditions and the remuneration payable to the appointee is given below:

Name of Director	**Mr. Bharanidharan Pandyan**
Designation	Joint Managing Director
I. Remuneration	
a) Basic Salary	Not exceeding Rs. 17,25,000/- per month The remuneration shall be eligible for an annual increase of 10% over the remuneration prevailing immediately before the commencement of the renewed term.
b) Incentive/Annual Increment	As may be recommended by the Nomination and Remuneration Committee & approved by the Board of Directors within the maximum ceilings under Schedule V to the Companies Act,2013
c) Allowance	Mentioned Below
Category A	
1. *Medical Expenses	Reimbursement of all medical expenses incurred for self and family w.r.t. all the Critical Illnesses including life-threatening critical diseases such as cancer, heart attack, renal failure etc.
2. Leave Travel Assistance	Leave Travel Assistance for self and family as per Company rules.
3. Club Fees	Two Fees of clubs which will include admission and life membership fees.
4. Service Staff	Provision of service staff at residence.
5. Vehicle	Car with driver for official and personal purposes.
6. Communication facilities	Telephone including mobile and other communication facilities at residence.
7. Provident Fund, Superannuation Fund, Gratuity, etc.	Contribution to Provident Fund, Superannuation Fund or Annuity Fund (if any as per company policy); and Gratuity as per Act.

*Payment towards medical expenses incurred in India and/or abroad and including hospitalization, nursing home and surgical charges for himself and family.

Commission / Incentive Bonus:

Such amount subject to the overall limits pertaining to the managerial remuneration laid down under section 197 of the Companies Act, 2013, however, commission shall not exceed 1% of the net profit.

Other Terms and Conditions:

He shall be entitled to 30 days leave with full salary for every 11 months of service or part thereof, encashment of leave at the end of the tenure will not be included in the computation of the celling on perquisites.

Minimum Remuneration:

a) In case of absence or inadequacy of profits (including the case of loss) for any year, Company shall pay to the Managing Directors the minimum remuneration of Rs. 17,25,000/- p.m. and the allowance and perquisites, as mentioned above, over and above the maximum ceiling as per the extant provisions of Schedule V to the Companies Act, 2013, and the applicable provisions of the SEBI (LODR) and any amendments thereof (viz. To pay the annual remuneration exceeding Rupees 5 Crore or 2.5% of the net profits of the Company, to any one Executive Director or exceeding 5% in aggregate to all Executive Directors of the Company) any amendments thereof.

b) Perquisites and allowances shall be evaluated as per Income-tax Rules, wherever applicable. In the absence of any such rules, they shall be evaluated at actual cost.

Subject expressly to the provisions of Section 202 of the Companies Act, 2013, the Company shall pay to the Director compensation for loss of office or him consideration for retirement from office or in connection with such loss or retirement. The amount of such compensation shall be strictly in accordance with the provisions of Section 318 (1b) of the Companies Act, 2013.

All the documents referred to in the proposed resolution and the Explanatory Statement with respect to the proposed re-appointment of Mr. Bharanitharan Pandyan will be available for inspection by eligible members at the Registered Office of the Company between 11 am to 1 pm on all working days except Saturdays, Sundays and public holidays from the date of dispatch of this Annual General Meeting Notice up to the last date of remote e-voting i.e. Monday, 28th September, 2026.

None of the Directors / Key Managerial Personnel of the Company / their relatives except Mr. Bharanitharan Pandyan (Appointee), Mr. Thalavaidurai Pandyan (Father) and Mrs. Chitra Pandyan (Mother) and their relatives, are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 7 of the Notice except to the extent of their shareholding, if any, in the Company. Except the appointee, other are eligible to participate to vote in the proposed resolution.

The Board of Directors of your Company accordingly recommends the Resolution as set out in Item No.7 of the accompanying Notice for the approval of members of the Company as a Special Resolution.

Item No. 8:

Re-appointment of Mrs. Chitra Pandyan (DIN: 02602659) as a Whole Time Director of the Company and approval of her remuneration:

The Members of the Company in its Extraordinary General Meeting held on March 23, 2024 had appointed Mrs. Chitra Pandyan as Whole-time Director of the Company for a period of three (3) years effective from March 01, 2024 to February 28, 2027. In view of this and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has proposed to re-appoint Mrs. Chitra Pandyan (DIN: 02602659) as Whole-time Director of the Company for a term of five (5) years effective from March 01, 2027 to February 28, 2032, subject to approval of the Members.

Mrs. Chitra Pandyan has been associated with the Company since its incorporation and has been actively involved in overseeing and managing the administrative functions of the Company. She has done her matriculation. She has been responsible for various aspects of administrative management and has contributed to the effective functioning and overall management of the Company. The Board considers that her association would be immense benefit to the Company and recommends the resolution, for the approval of members of the company to be passed as a special resolution.

Terms and Conditions of Managerial Remuneration payable to Mrs. Chitra Pandyan, as a Whole Time Director are as follows:-

Option A:

In case of the Company having adequate profits, the managerial persons will be paid such remuneration (as detailed below), within the limits specified from time to time under Section 197, read with Section I of Part II of Schedule V to the Act viz. The total managerial remuneration payable by a public company, to its Managing Director and Whole-Time-Director, and its manager in respect of any financial year shall not exceed ten percent of the net profits of that company for that financial year computed in the manner laid down in Section 198, except that the remuneration of the directors shall not be deducted from the gross profit; and as per Regulation 17(6)(e) of the SEBI (LODR) Regulations, 2015, subject to the approval of the members of the Company by Special Resolution in general meeting the annual remuneration payable to executive directors, who are promoters or members of the promoter group, can exceed a) One such Executive Director Rs.5 Crore or 2.5 per cent of the net profits of the listed entity, whichever is higher; or b) where there is more than one such Executive Director, the aggregate annual remuneration to such directors can exceed 5 per cent of the net profits of the listed entity:

Option B:

Subject to the approval of the Members by Special Resolution, the Company can pay remuneration exceeding the above statutory limits.

The details of the terms and conditions and the remuneration payable to the appointee is given below:

Name of Director	**Mrs. Chitra Pandyan**
Designation	Whole Time Director
I. Remuneration	
a) Basic Salary	Not exceeding Rs. 4,12,500/- per month The remuneration shall be eligible for an annual increase of 10% over the remuneration prevailing immediately before the commencement of the renewed term.
b) Incentive/Annual Increment	As may be recommended by the Nomination and Remuneration Committee & approved by the Board of Directors within the maximum ceilings under Schedule V to the Companies Act,2013
c) Allowance	Mentioned Below
Category A	
1. *Medical Expenses	Reimbursement of all medical expenses incurred for self and family w.r.t. all the Critical Illnesses including life-threatening critical diseases such as cancer, heart attack, renal failure etc.
2. Leave Travel Assistance	Leave Travel Assistance for self and family as per Company rules.
3. Club Fees	Two Fees of clubs which will include admission and life membership fees.
4. Service Staff	Provision of service staff at residence.
5. Vehicle	Car with driver for official and personal purposes.
6. Communication facilities	Telephone including mobile and other communication facilities at residence.
7. Provident Fund, Superannuation Fund, Gratuity, etc.	Contribution to Provident Fund, Superannuation Fund or Annuity Fund (if any as per company policy); and Gratuity as per Act.

*Payment towards medical expenses incurred in India and/or abroad and including hospitalization, nursing home and surgical charges for himself and family.

Commission / Incentive Bonus:

Such amount subject to the overall limits pertaining to the managerial remuneration laid down under section 197 of the Companies Act, 2013, however, commission shall not exceed 1% of the net profit.

Other Terms and Conditions:

He shall be entitled to 30 days leave with full salary for every 11 months of service or part thereof, encashment of leave at the end of the tenure will not be included in the computation of the celling on perquisites.

Minimum Remuneration:

a) In case of absence or inadequacy of profits (including the case of loss) for any year, Company shall pay to the Managing Directors the minimum remuneration of Rs. 4,12,500/- p.m. and the allowance and perquisites as mentioned above, over and above the maximum ceiling as per the extant provisions of Schedule V to the Companies Act, 2013, and the applicable provisions of the SEBI (LODR) and any amendments thereof (viz. To pay the annual remuneration exceeding Rupees 5 Crore or 2.5% of the net profits of the Company, to any one Executive Director or exceeding 5% in aggregate to all Executive Directors of the Company) and any amendments thereof.

b) Perquisites and allowances shall be evaluated as per Income-tax Rules, wherever applicable. In the absence of any such rules, they shall be evaluated at actual cost.

Subject expressly to the provisions of Section 202 of the Companies Act, 2013, the Company shall pay to the Director compensation for loss of office or him consideration for retirement from office or in connection with such loss or retirement. The amount of such compensation shall be strictly in accordance with the provisions of Section 318 (1b) of the Companies Act, 2013.

All the documents referred to in the proposed resolution and the Explanatory Statement with respect to the proposed re-appointment of Mrs. Chitra Pandyan will be available for inspection by eligible members at the Registered Office of the Company between 11 am to 1 pm on all working days except Saturdays, Sundays and public holidays from the date of dispatch of this Annual General Meeting Notice up to the last date of remote e-voting i.e. Monday, 28th September, 2026.

None of the Directors / Key Managerial Personnel of the Company / their relatives except Mrs. Chitra Pandyan (Appointee), Mr. Thalavaidurai Pandyan (Spouse) and Mr. Bharanitharan Pandyan (Son) and their relatives, are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.8 of the Notice except to the extent of their shareholding, if any, in the Company. Except the appointee, other are eligible to participate to vote in the proposed resolution.

The Board of Directors of your Company accordingly recommends the Resolution as set out in Item No.8 of the accompanying Notice for the approval of members of the Company as a Special Resolution.

Item No. 9:

Re-appointment of Mr Mahesh Saralaya (DIN: 10509703) as a Whole Time Director of the Company and approval of his remuneration:

The Members of the Company in its Extraordinary General Meeting held on March 23, 2024 had appointed Mr Mahesh Saralaya as Whole-time Director of the Company for a period of three (3) years effective from March 01, 2024 to February 28, 2027. In view of this and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has proposed to re-appoint Mr. Mahesh Saralaya (DIN: 10509703) as Whole-time Director of the Company for a term of five (5) years effective from March 01, 2027 to February 28, 2032, subject to approval of the Members.

Mr. Mahesh Vitthal Saralaya has been associated with the Company since October 30, 2006, joined as a manager in marketing. He holds a bachelor's degree in electrical engineering from Manipal Institute of Technology and is registered with the Institution of Engineers (India) as a chartered engineer. He has a work experience of more than 20 years.

Terms and Conditions of Managerial Remuneration payable to Mr. Mahesh Saralaya, as Whole Time Director are as follows: -

Option A:

In case of the Company having adequate profits, the managerial persons will be paid such remuneration (as detailed below), within the limits specified from time to time under Section 197, read with Section I of Part II of Schedule V to the Act viz. The total managerial remuneration payable by a public company to its Managing Director and Whole-Time-Director, and its manager in respect of any financial year shall not exceed ten percent of the net profits of that company for that financial year computed in the manner laid down in Section 198, except that the remuneration of the directors shall not be deducted from the gross profit; However, under the SEBI (LODR) Regulations,2015, there is no restriction of payment of remuneration to non-promoter Executive Directors.

Option B:

Subject to the approval of the Members by Special Resolution, the Company can pay remuneration exceeding the above statutory limits.

The details of the terms and conditions and the remuneration payable to the appointee is given below:

Name of Director	**Mr. Mahesh Vitthal Saralaya**
Designation	Whole Time Director
I. Remuneration	
a) Basic Salary	Not exceeding Rs. 1,20,518/- per month The appointee shall be eligible for an annual increment of not exceeding 10% over the remuneration for the previous financial year.
b) Incentive/Annual Increment	As may be recommended by the Nomination and Remuneration Committee & approved by the Board of Directors within the maximum ceilings under Schedule V to the Companies Act,2013
c) Allowance	Mentioned Below
Category A	
Variable Allowance	The Wholetime Director will also be eligible for a Bonus as per the company's policy.
Perquisites	As per company policy Perquisites shall be valued as per the provisions of the Income Tax Rules or as may be provided as per Schedule V.

Minimum Remuneration:

a) In case of absence or inadequacy of profits (including the case of loss) for any year, Company shall pay to the Wholetime Director the minimum remuneration of Rs. 1,20,518/- per month . and the allowance and perquisites as mentioned above, over and above the maximum ceiling as per the extant provisions of Schedule V to the Companies Act, 2013, and any amendments thereto.

b) Perquisites and allowances shall be evaluated as per Income-tax Rules, wherever applicable. In the absence of any such rules, they shall be evaluated at actual cost.

Subject expressly to the provisions of Section 202 of the Companies Act, 2013, the Company shall pay to the Director compensation for loss of office or him consideration for retirement from office or in connection with such loss or retirement. The amount of such compensation shall be strictly in accordance with the provisions of Section 318 (1b) of the Companies Act, 2013.

All the documents referred to in the proposed resolution and the Explanatory Statement with respect to the proposed re-appointment of Mr. Mahesh Saralaya, will be available for inspection by eligible members at the Registered Office of the Company between 11 am to 1 pm on all working days except Saturdays, Sundays and public holidays from the date of dispatch of this Annual General Meeting Notice up to the last date of remote e-voting i.e. Monday, 28th September, 2026.

None of the Directors / Key Managerial Personnel of the Company / their relatives except Mr. Mahesh Saralaya (Appointee and his relatives, are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.9 of the Notice except to the extent of their shareholding, if any, in the Company. Except the appointee, other are eligible to participate to vote in the proposed resolution.

The Board of Directors of your Company accordingly recommends the Resolution as set out in Item No.9 of the accompanying Notice for the approval of members of the Company as a Special Resolution

Item No. 10:

Re-appointment of Mr. Sadayandi Ramesh (DIN: 00588780) for a second term as an Independent Director of the Company:

The Board of Directors of the Company had at its meeting held on 15th March, 2024 appointed Mr. Sadayandi Ramesh (DIN: 00588780) as an Independent Director of the Company for a first term of 3 (Three) consecutive years commencing from 15th March, 2024, to 14th March, 2027. Mr. Sadayandi Ramesh (DIN: 00588780) appointment was subsequently approved by the members through a Special Resolution passed in an Extra-Ordinary General Meeting held on 23rd March, 2024. Mr Sadayandi Ramesh, being eligible, offered himself for re-appointment for the second term as an Independent Director of the Company.

The Board of Directors on the basis of the recommendation of the Nomination and Remuneration Committee, at its Meeting held on 02nd September, 2026 based on the criteria detailed in the Nomination & Remuneration Policy and other policies of the Company, considered the continued association of Mr. Sadayandi Ramesh (DIN: 00588780), as an Independent Director of the Company.

Brief Profile

Mr. Sadayandi Ramesh is an Independent Director of our Company and has been associated with our Company since March 15, 2024. He has over 40 years of experience in various business areas and is the promoter of Pothys Textiles. The Board is of the opinion that her reappointment as Independent Director would be in the best interest of the Company and its stakeholders.

Statutory disclosures / declarations

The Company has received the following statutory disclosures / declarations from Mr. Sadayandi Ramesh (DIN: 00588780), viz.:

i. Consent in writing to act as director in Form DIR-2, pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 ("the Appointment Rules")

ii. Intimation in Form DIR 8 in terms of the Appointment Rules to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act,

iii. Declaration to the effect that he meets the criteria of independence as provided in subsection (6) of Section 149 of the Act and Regulation 16(1) (b) of Listing Regulations,

iv. Declaration pursuant to BSE Circular No. LIST/ COMP/14/2018-19 dated June 20, 2018, and NSE Circular No. NSE/ CML/2018/24 dated June 20, 2018 that he has not been debarred from holding office of a director by virtue of any order passed by the SEBI or any other such authority.

v. Confirmation that he is not aware of any circumstance or situation that exists or may be reasonably anticipated that could impair or impact his ability to discharge duties as an Independent Director of the Company;

vi. Confirmation that he complies with Rules 6(1) and 6(2) of the Appointment Rules, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

A copy of the consent letter, declarations, confirmations and draft letter of re-appointment constituting terms and conditions of re-appointment would be available for inspection by the members at the registered office of the Company between 11:00 A.M. and 01:00 P.M. on all working days except Saturdays, Sundays and public holidays from the date of dispatch of this Annual General Meeting Notice up to the last date of remote e-voting i.e. Monday, 28th September, 2026.

The other details of Mr. Sadayandi Rameshh (DIN: 00588780) in terms of Regulation 36(3) of the Listing Regulation and Secretarial Standard 2 are given in disclosure to this Notice.

Disclosure of Interest

Except Mr. Sadayandi Ramesh (DIN: 00588780) and his relatives, none of the Directors or Key Managerial Personnel or their relatives is in anyway, concerned or interested financially or otherwise, in the said resolution.

The Board of Directors of your Company accordingly recommends the Resolution as set out in Item No.10 of the accompanying Notice for the approval of members of the Company as a Special Resolution

By Order of the Board of Directors
For QUALITY POWER ELECTRICAL EQUIPMENTS LIMITED

Deepak Ramchandra Suryavanshi
Company Secretary & Compliance Officer
ACS: 27641

Registered Office:
Plot No L-61, M.I.D.C. Kupwad Block, Sangli,
Maharashtra 416436
CIN: L31102PN2001PLC016455
Website: www.qualitypower.com

Date: 02nd September, 2026
Place: Sangli

Details under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in terms of Secretarial Standard 2, in respect of the Director seeking re-appointment

	1	2
Name of Director & DIN	**Mr. Thalavaidurai Pandyan** DIN: 00439782	**Mr. Bharanidharan Pandyan** DIN: 01298247
Nature of Employment:	Chairman & Managing Director (Contractual Employment)	Joint Managing Director (Contractual Employment)
Date of Birth (Age in years)	20-04-1955 (71 Years)	29-05-1984 (42 Years)
Date of Appointment	20-09-2001	25-07-2002
Qualifications	Diploma in electrical engineering in industrial electronics from the State Board of Technical Education and Training, Department of Technical Education, Tamil Nadu	MBA
Expertise in specific functional areas	Mr. Thalavaidurai Pandyan possesses over four decades of experience in High Voltage Electrical Equipment, Power Systems, Power Quality Solutions.	Mr. Bharanidharan Pandyan possesses over two decades of experience in High Voltage Electrical Equipment, Power Systems, Power Quality Solutions, corporate strategy, mergers & acquisitions and board governance. He has played a key role in driving technology-led growth, strategic expansion, and business transformation.
Fulfilment of Skill and Capabilities for Role (for Independent Directors)	Not Applicable	Not Applicable
Terms and conditions of appointment / re-appointment	Reappointment as Chairman & Managing Director for a period of 5 years w.e.f. 1st March 2027	Re-Appointment as Whole Time Director/Joint Managing Director for a period of 5 years w.e.f. 01st March, 2027.
Remuneration last drawn (in FY26), if applicable	Rs.2,07,00,000/- per annum	Rs 2,12,30,000/- per annum (Including Perquisites)
Details of shareholding in the Company	98,60,480 Equity Shares of Rs 10/- each	2,86,19,480 Equity Shares of Rs 10/- each
Relationship with other Directors/Key Managerial Personnel (if any)	Father of Mr Bharanidharan Pandyan, Joint Managing Director and Spouse of Mrs. Chitra Pandyan, Whole Time Director.	Son of Mr Thalavaidurai Pandyan, Chairman & Managing Director and Mrs. Chitra Pandyan, Whole Time Director.
Number of Board meetings attended during the year	4 (Four)	3 (Three)
Listed entities from which Director resigned in the past three years	Nil	Nil
Directorships in other Listed companies (excluding foreign companies)	Nil	Nil
Memberships of Committees in other Listed companies (excluding foreign companies)	Nil	Nil

	3	4
Name of Director & DIN	**Mrs. Chitra Pandyan**	**Mr. Mahesh Saralaya**
Nature of Employment:	**Whole-time Director** (Contractual Employment)	**Whole-time Director** (Contractual Employment)
Date of Birth (Age in years)	12-11-1955 (70 years)	18-06-1959 (67 Years)
Date of Appointment	20-09-2001	15-02-2024
Qualifications	Matriculation	Bachelor's degree in electrical engineering from Manipal Institute of Technology and is registered with the Institution of Engineers (India) as a chartered engineer
Expertise in specific functional areas	Mrs. Chitra Pandyan has been associated with the Company since its incorporation and has been actively involved in overseeing and managing the administrative functions of the Company. She has been responsible for various aspects of administrative management and has contributed to the effective functioning and overall management of the Company.	Mr. Mahesh Saralaya possesses over two decades of experience in Electrical Engineering.
Fulfilment of Skill and Capabilities for Role (for Independent Directors)	Not Applicable	Not Applicable
Terms and conditions of appointment / re-appointment	Reappointment as Whole Time Director for a period of 5 years w.e.f. 1st March 2027	Reappointment as Whole Time Director for a period of 5 years w.e.f. 1st March 2027
Remuneration last drawn (in FY26), if applicable	Rs 49,50,000/- per annum	Rs 14,46,216/- per annum
Details of shareholding in the Company	500 Equity Shares	Nil
Relationship with other Directors/Key Managerial Personnel (if any)	Spouse of Mr. Thalavaidurai Pandyan, Chairman & Managing Director and Mother of Mr Bharanidharan Pandyan, Joint Managing Director.	Nil
Number of Board meetings attended during the year	4 (Four)	4 (Four)
Listed entities from which Director resigned in the past three years	Nil	Nil
Directorships in other Listed companies (excluding foreign companies)	Nil	Nil
Memberships of Committees in other Listed companies (excluding foreign companies)	Nil	Nil

	5
Name of Director & DIN	**Mr. Sadayandi Ramesh**
Nature of Employment:	**Non-Executive Independent Director** (Contractual Employment)
Date of Birth (Age in years)	20-06-1959 (67 Years)
Date of Appointment	15-02-2024
Qualifications	Matriculation
Expertise in specific functional areas	He has over 40 years of experience in various business areas and is the promoter of Pothys Textiles.
Fulfilment of Skill and Capabilities for Role (for Independent Directors)	As explained in the Explanatory Statement
Terms and conditions of appointment / re-appointment	Reappointment as Independent Director for a period of 5 years w.e.f. 15th March 2027
Remuneration last drawn (in FY26), if applicable	Rs 1,00,000/- (Sitting Fees)
Details of shareholding in the Company	NA
Relationship with other Directors/Key Managerial Personnel (if any)	Nil
Number of Board meetings attended during the year	2 (Two)
Number of Committee (in which he is a member) Meetings attended during the year	1 (One) Meeting Attended: Nil
Listed entities from which Director resigned in the past three years	Nil
Directorships in other Listed companies (excluding foreign companies)	Nil
Memberships of Committees in other Listed companies (excluding foreign companies)	Nil

The detail of shareholding of the Directors and their Relatives and the entities in which they are interested

S. No.	Name	Number of shares	%
1	Mr Thalavaidurai Pandyan	98,60,480	12.73
2	Mr Bharanidharan Pandyan	2,86,19,480	36.96
3	Mrs Chitra Pandyan	500	0.00