NOTICE OF 44TH ANNUAL GENERAL MEETING

Dear MITCON Members,

I am pleased to invite you to the 44th Annual General Meeting ("AGM") of MITCON Consultancy & Engineering Services Limited (the "Company") scheduled to be held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") on Thursday, September 17, 2026 with deemed location as Kubera Chambers, Shivaji Nagar Pune -411005 at 12:30 P.M. in accordance with the applicable provisions of the Companies Act, 2013 read with MCA General Circular No. 20/2020, 14/2020, 17/2020, 2/2021, 2/2022, 10/2022, 09/2023, 09/2024, 03/ 2025 dated 5th May, 2020, 8th April 2020, 13th April, 2020, 13th January 2021, 05th May 2022, 28th December 2022, 25th September, 2023, 19th September 2024, 22nd September 2025 respectively.

As a Shareholder, you are entitled to attend, speak and vote at the AGM. Here, it gives you the opportunity to vote on various company matters, by attending AGM through VC/OAVM.

As per Section 108 of the Companies Act 2013, read with the related Rules and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its Members the facility to cast their vote by electronic means on all resolutions set forth in the Notice before or during the Meeting. The instructions for e voting are included in this AGM Notice. The formal notice of AGM (the "AGM Notice") is set out in subsequent pages of this document and explanatory notes on the business to be considered are set out on further pages.

Your Board of Directors presume that the proposals included in the Notice of AGM are in the best interests of the Company and its Shareholders as a whole. The Directors intend to do so in respect of their own shareholdings. On behalf of the Board of Directors, I would like to thank you for your continued support and look forward to meeting you at the Annual General Meeting.

Yours faithfully,

Sd/-
Ms. Ankita Agarwal

NOTICE IS HEREBY GIVEN THAT THE 44TH ANNUAL GENERAL MEETING OF THE MEMBERS OF MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED WILL BE HELD THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO VISUAL MEANS ("OAVM") ON THURSDAY, SEPTEMBER 17, 2026 (THE "AGM") WITH DEEMED LOCATION AS REGISTERED OFFICE OF THE COMPANY AT KUBERA CHAMBERS, SHIVAJI NAGAR PUNE – 411005 AT 12:30 P.M. TO TRANSACT THE FOLLOWING BUSINESS:

A. ORDINARY BUSINESS:

1. **To receive, consider and adopt the Audited Standalone and Consolidated Financial Statement as on March 31, 2026 together with the Reports of the Board of Directors and the Auditors thereon;**

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

   Resolution No: 01/AGM/2026-27

   "RESOLVED THAT the Audited Financial Statements of the Company, both on Standalone and Consolidated basis for the financial year ended March 31, 2026 comprising of Balance Sheet as at March 31, 2026 and Statement of Profit and Loss, Cash flow Statement for the year ended on that date together with Note and Schedules thereon, prepared as per Indian Accounting Standards, and the reports of the Board of Directors and Auditors thereon be and are hereby received, considered and adopted."

2. **To approve re - appointment of Mr. Ajay Agarwal (DIN 00200167) on the Board who retires by rotation and being eligible offers himself for re – appointment;**

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

   Resolution No: 02/AGM/2026-27

   "RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Ajay Agarwal (DIN 00200167), Non-Executive Director who retires by rotation and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

B. SPECIAL BUSINESS:

3. **To approve Material Related Party Transactions with Shrikhande Consultants Limited**

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

   Resolution No: 03/AGM/2026-27

   "RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements), 2015 (Listing Regulations) and other applicable provisions, if any of the Listing Regulations, Section 188 of the Companies Act, 2013 read with Rules made thereunder (including statutory modification(s) or re- enactment thereof for the time being in force and as may be notified from time to time), and based on recommendation and approval of Audit Committee and Board of Directors of the Company, consent and approval of the Shareholders of the Company be and is hereby accorded to the Company to enter into following material related party transactions, in the ordinary course of business and on arms-length terms notwithstanding that such transactions may exceed the Materiality threshold prescribed under the Listing Regulations and/or Companies Act, 2013 as mentioned below:

Name of Related Party & Nature of Relationship	Type of Transaction	Estimated Transaction Value & Term
Shrikhande Consultants Limited, Subsidiary	Sale, purchase or supply of goods or materials, leasing of property, availing or rending of any services.	₹ 20 Crores till Annual General Meeting to be held in 2027

RESOLVED FURTHER THAT the Board of Directors of the Company, which the term shall include any Board Committee, be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorised Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect."

4. To approve Material Related Party Transactions with MSPL Unit 5 Limited

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

Resolution No: 04/AGM/2026-27

"**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements), 2015 (Listing Regulations) and other applicable provisions, if any of the Listing Regulations, Section 188 of the Companies Act, 2013 read with Rules made thereunder (including statutory modification(s) or re- enactment thereof for the time being in force and as may be notified from time to time), and based on recommendation and approval of Audit Committee and Board of Directors of the Company, consent and approval of the Shareholders of the Company be and is hereby accorded to the Company to enter into following material related party transactions, in the ordinary course of business and on arms-length terms notwithstanding that such transactions may exceed the Materiality threshold prescribed under the Listing Regulations and/or Companies Act, 2013 as mentioned below:

Name of Related Party & Nature of Relationship	Type of Transaction	Estimated Transaction Value & Term
MSPL Unit 5 Limited, Step-Down Subsidiary	Sale, purchase or supply of goods or materials, availing or rending of any services.	₹ 15 Crores till Annual General Meeting to be held in 2027.

RESOLVED FURTHER THAT the Board of Directors of the Company, which the term shall include any Board Committee, be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorised Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect."

5. **To approve Material Related Party Transactions with MSPL Unit 6 Limited**

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

Resolution No: 05/AGM/2026-27

"RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements), 2015 (Listing Regulations) and other applicable provisions, if any of the Listing Regulations, Section 188 of the Companies Act, 2013 read with Rules made thereunder (including statutory modification(s) or re- enactment thereof for the time being in force and as may be notified from time to time), and based on recommendation and approval of Audit Committee and Board of Directors of the Company, consent and approval of the Shareholders of the Company be and is hereby accorded to the Company to enter into following material related party transactions, in the ordinary course of business and on arms-length terms notwithstanding that such transactions may exceed the Materiality threshold prescribed under the Listing Regulations and/or Companies Act, 2013 as mentioned below:

Name of Related Party & Nature of Relationship	Type of Transaction	Estimated Transaction Value & Term
MSPL Unit 6 Limited, Step-Down Subsidiary	Sale, purchase or supply of goods or materials, availing or rending of any services.	₹ 15 Crores till Annual General Meeting to be held in 2027.

RESOLVED FURTHER THAT the Board of Directors of the Company, which the term shall include any Board Committee, be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorised Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect."

6. **To approve Material Related Party Transactions with MSPL Unit 7 Limited**

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

Resolution No: 06/AGM/2026-27

"RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements), 2015 (Listing Regulations) and other applicable provisions, if any of the Listing Regulations, Section 188 of the Companies Act, 2013 read with Rules made thereunder (including statutory modification(s) or re- enactment thereof for the time being in force and as may be notified from time to time), and based on recommendation and approval of Audit Committee and Board of Directors of the Company, consent and approval of the Shareholders of the Company be and is hereby accorded to the Company to enter into following material related party transactions, in the ordinary course of business and on arms-length terms notwithstanding that such transactions may exceed the Materiality threshold prescribed under the Listing Regulations and/or Companies Act, 2013 as mentioned below:

Name of Related Party & Nature of Relationship	Type of Transaction	Estimated Transaction Value & Term
MSPL Unit 7 Limited, Step-Down Subsidiary	Sale, purchase or supply of goods or materials, availing or rending of any services.	₹ 15 Crores till Annual General Meeting to be held in 2027.

RESOLVED FURTHER THAT the Board of Directors of the Company, which the term shall include any Board Committee, be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorised Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect."

7. **To approve Material Related Party Transactions with PlanetEye Infra AI Limited**

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

Resolution No: 07/AGM/2026-27

"RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements), 2015 (Listing Regulations) and other applicable provisions, if any of the Listing Regulations, Section 188 of the Companies Act, 2013 read with Rules made thereunder (including statutory modification(s) or re- enactment thereof for the time being in force and as may be notified from time to time), and based on recommendation and approval of Audit Committee and Board of Directors of the Company, consent and approval of the Shareholders of the Company be and is hereby accorded to the Company to enter into following material related party transactions, in the ordinary course of business and on arms-length terms notwithstanding that such transactions may exceed the Materiality threshold prescribed under the Listing Regulations and/or Companies Act, 2013 as mentioned below:

Name of Related Party & Nature of Relationship	Type of Transaction	Estimated Transaction Value & Term
PlanetEye Infra AI Limited, Step-Down Subsidiary	Sale, purchase or supply of goods or materials, availing or rending of any services.	₹ 50 Crores till Annual General Meeting to be held in 2027.

RESOLVED FURTHER THAT the Board of Directors of the Company, which the term shall include any Board Committee, be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorised Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect."

8. To approve Material Related Party Transactions with PlanetEye Farm AI Limited

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

Resolution No: 08/AGM/2026-27

"RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements), 2015 (Listing Regulations) and other applicable provisions, if any of the Listing Regulations, Section 188 of the Companies Act, 2013 read with Rules made thereunder (including statutory modification(s) or re- enactment thereof for the time being in force and as may be notified from time to time), and based on recommendation and approval of Audit Committee and Board of Directors of the Company, consent and approval of the Shareholders of the Company be and is hereby accorded to the Company to enter into following material related party transactions, in the ordinary course of business and on arms-length terms notwithstanding that such transactions may exceed the Materiality threshold prescribed under the Listing Regulations and/or Companies Act, 2013 as mentioned below:

Name of Related Party & Nature of Relationship	Type of Transaction	Estimated Transaction Value & Term
PlanetEye Farm AI Limited, Associate Company	Sale, purchase or supply of goods or materials, availing or rending of any services.	₹ 20 Crores till Annual General Meeting to be held in 2027.

RESOLVED FURTHER THAT the Board of Directors of the Company, which the term shall include any Board Committee, be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorised Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect."

9. To approve Material Related Party Transactions between Krishna Windfarms Developers Private Limited with MINVEN Solar 02 Private Limited

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

Resolution No: 09/AGM/2026-27

"RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements), 2015 (Listing Regulations) and other applicable regulatory requirements if any, and based on recommendation and approval of Audit Committee and Board of Directors of the Company, consent and approval of the Shareholders be and is hereby accorded for the Material related party transaction, as mentioned herein, to be entered into in the ordinary course of business on arms-length terms, between Krishna Windfarms Developers Private Limited, Subsidiary of the Company and MINVEN Solar 02 Private Limited, an Associate of the Company:

Name of Wholly Owned Subsidiary	Name of Related Party	Type of Transaction	Estimated Transaction Value & Term
Krishna Windfarms Developers Private Limited	MINVEN Solar 02 Private Limited	Execution of balance Engineering Procurement Commissioning (EPC) Contract comprising of Sale, purchase or supply of goods or materials, availing or rending of any services.	Upto ₹ 70 Crores till Annual General Meeting to be held in 2027

RESOLVED FURTHER THAT the Board of Directors of the Company, which the term shall include any Board Committee, be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, settling all such issues, questions, difficulties or doubts whatsoever that may arise without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect."

10. To approve Material Related Party Transactions between Krishna Windfarms Developers Private Limited with MINVEN Solar 03 Private Limited

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

Resolution No: 10/AGM/2026-27

"RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements), 2015 (Listing Regulations) and other applicable regulatory requirements if any, and based on recommendation and approval of Audit Committee and Board of Directors of the Company, consent and approval of the Shareholders be and is hereby accorded for the Material related party transaction, as mentioned herein, to be entered into in the ordinary course of business on arms-length terms, between Krishna Windfarms Developers Private Limited, Subsidiary of the Company and MINVEN Solar 03 Private Limited, an Associate of the Company:

Name of Wholly Owned Subsidiary	Name of Related Party	Type of Transaction	Estimated Transaction Value & Term
Krishna Windfarms Developers Private Limited	MINVEN Solar 03 Private Limited	Execution of balance Engineering Procurement Commissioning (EPC) Contract comprising of Sale, purchase or supply of goods or materials, availing or rending of any services.	Upto ₹ 70 Crores till Annual General Meeting to be held in 2027

RESOLVED FURTHER THAT the Board of Directors of the Company, which the term shall include any Board Committee, be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, settling all such issues, questions, difficulties or doubts whatsoever that may arise without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect."

By Order of the Board of Directors
For MITCON Consultancy & Engineering Services Limited

Sd/-
Ms. Ankita Agarwal
Company Secretary
M. No: A49634

Date:	**13.08.2026**
Place:	**Pune**
Regd. Office:	**Kubera Chambers, Shivajinagar, Pune – 411005**
CIN:	**L74140PN1982PLC026933**

NOTES:

1. Pursuant to the General Circular No. 03/2025 dated September 22, 2025 ('MCA Circulars') 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, the Annual General Meeting (AGM) shall be conducted through VC / OAVM.

2. 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 AGM through VC/OAVM and participate there at and cast their votes through e-voting. Since AGM is being held via VC/OAVM the requirement of providing route map of venue of the Meeting is not applicable.

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 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.

4. 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.

5. 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.

6. 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 https://www.mitconindia.com/. The Notice can also be accessed from the websites of National Stock Exchange of India Limited at www.nseindia.com and shall also be available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

7. 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.

8. Explanatory Statement in connection with Special Business as per Section 102 of the Companies Act, 2013 forms part of this Notice.

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

The remote e-voting period begins on Monday, September 14, 2026 at 09:00 A.M. and ends on Wednesday, September 16, 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. August 21, 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 September 10, 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. 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 Forgot User ID and Forgot 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:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	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 use 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 shikha@mamtabinaniandassociates.com 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 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 cs@mitconindia.com.
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 cs@mitconindia.com. 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 account 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 cs@mitconindia.com. The same will be replied by the company suitably.

SPEAKER REGISTRATION

Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at **cs@mitconindia.com** on or before September 11, 2026. Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

EXPLANATORY STATEMENT IN PURSUANCE OF SECTION 102 OF THE COMPANIES ACT, 2013

Statement with respect to items covered in the Notice of Meeting are given below:

Item No. 2: To approve re - appointment of Mr. Ajay Agarwal (DIN 00200167) on the Board who retires by rotation and being eligible offers himself for re – appointment.

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Ajay Agarwal (DIN 00200167), Non-Executive, Non-Independent Director of the Company, is liable to retire by rotation and being eligible, has offered himself for re-appointment at the ensuing Annual General Meeting.

Mr. Ajay Agarwal (DIN 00200167) has completed his MBA (Finance) from Jamnalal Bajaj Inst. of Mgmt, Mumbai, 1988 and B.Com from H. R. College, Mumbai. He worked as a Managing Director in Greater Pacific Capital Private Limited for the year 2010 to 2015. He also worked as a Head in ENAM Holdings Private Limited for the year 2007-2010 and as an Executive Director Fund Management in ENAM Asset Management Co Private Limited for the year 2002-2007 and he also worked as an Entrepreneur in DELTA Group for the year 1987-2002.

The resolution seeks the approval of Members for the re-appointment of Mr. Ajay Agarwal (DIN 00200167), as a Director liable to retire by rotation. Your Board recommends the resolution set forth in Item No. 2 for the approval of the Members.

Relevant details of Mr. Ajay Agarwal (DIN 00200167), as required under Secretarial Standard – 2, SEBI (LODR) and applicable provisions of the Companies Act, 2013, are mentioned below:

Mr. Ajay Agarwal (DIN 00200167) may be considered as concerned or interested in the resolution set out at Item No. 2, as it relates to his re-appointment**.**

Sr. No.	Particulars	Details
1.	Name	Mr. Ajay Agarwal
2.	Director Identification Number	00200167
3.	Designation/category of the Director	Non-Executive, Non-Independent Director
4.	Age	13.11.1961; 64 years
5.	Date of the first appointment on the Board	19.09.2018
6.	Qualification	MBA (Finance)
7.	Experience	He worked as a Managing Director in Greater Pacific Capital Pvt Ltd. for the year 2010 to 2015. He also worked as a Head in ENAM Holdings Private Limited for the year 2007-2010 and as an Executive Director Fund Management in ENAM Asset Management Co Private Limited for the year 2002-2007 and he also worked as an Entrepreneur in DELTA Group for the year 1987-2002.
8.	Shareholding in the Company including shareholding as a beneficial owner	9,90,126 shares
9.	Relationship with the other Directors	Nil
10.	Terms & conditions of the appointment	As may be decided by the Board
11.	Directorships held in other companies	1. Fundsguide India Private Limited 2. MITCON Impact Asset Management Private Limited
12.	Memberships / Chairmanships of committees of other companies	Nil
13.	Number of meetings of the Board attended during the financial year	3
14.	Details of Remuneration sought to be paid	As may be decided by the Board

Item No. 3: To approve Material Related Party Transactions with Shrikhande Consultants Limited

As per Section 188 of the Companies Act, 2013 read with Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, any transaction with related party, other than those in ordinary course of business and at arms-length terms, crossing the threshold mentioned therein requires prior approval of shareholders by way of an ordinary resolution. Further Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, , mandates prior approval of shareholders through Ordinary Resolution for all Material Related Party Transactions i.e. such transactions to be entered into individually or taken together with previous transactions during a Financial year exceeds 10% (Ten Percent) of the annual consolidated turnover of the listed entity , where the Consolidated Turnover of Listed Entity is upto Rs. 20,000 Crore.

M/s. Shrikhande Consultants Limited is a subsidiary of the Company. It is estimated that the overall transaction value, on arms-length terms, would be more than 10% of the Annual Consolidated turnover of the Company and therefore may exceed materiality threshold under the Companies Act, 2013 and/or Listing Regulations.

In view of above, as an abundant caution and with a view to facilitate execution of proposed transaction, it is proposed to seek Shareholders' approval pursuant to applicable provisions of the Act and/or Listing Regulations.

Relevant details of the proposed Material Related Party transaction in line with Industry Standards as mandated vide SEBI Circular are mentioned herein:

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Comments</th></tr>
<tr><td>1.</td><td>Name of the related party</td><td>Shrikhande Consultants Limited</td></tr>
<tr><td>2.</td><td>Country of incorporation of the related party</td><td>India</td></tr>
<tr><td>3.</td><td>Nature of business of the related party</td><td>Consulting</td></tr>
<tr><td>4.</td><td>Relationship between the listed entity (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:
• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.
• 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).
• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).</td><td>Shrikhande Consultants Limited is a subsidiary with shareholding of 51% of the Company</td></tr>
<tr><td>5.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</td><td><table><tr><th>Sr. No.</th><th>Nature of Transactions</th><th>For FY 2025-26</th></tr><tr><td>1</td><td>Sale of Service</td><td>Rs. 291.49 Lakhs</td></tr></table></td></tr>
<tr><td>6.</td><td>Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>Rs.26.95 Lakhs</td></tr>
</table>

7.	Whether prior approval of Audit committee has been taken for the above-mentioned transactions?	Yes
8.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No default
9.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Rs. 20 Crores
10.	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 transaction will be Material Related Party Transaction.
11.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	15.66%
12.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year	-
13.	Value of the proposed transactions as a percentage of the related party's annual standalone turnover for the immediately preceding financial year, if available.	30.58%
14.	Financial performance of the related party for the immediately preceding financial year:	The details for FY 2024-25 and FY 2025-26 are given below (Rs. In Lakhs): **Particulars** | **FY 2025-26** | **FY 2024-25** Turnover | 3658.94 | 3403.81 Profit After Tax | 123.76 | 77.69 Net Worth | 1668.56 | 1537.01
15.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale, purchase or supply of goods or materials, leasing of property, availing or rending of any services.
16.	Details of each type of the proposed transaction	Sale, purchase or supply of goods or materials, leasing of property, availing or rending of any services.
17.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Till Annual General Meeting to be held in 2027
18.	Whether omnibus approval is being sought?	Yes
19.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Upto Rs. 20 Crores
20.	Whether the RPTs proposed to be entered into are: (i) not prejudicial to the interest of public shareholders, and (ii) going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party	Not prejudicial to the interest of public shareholders, and are going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party
21.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity and its public shareholders	With an intent to grow Company's business

22.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	
	a. Name of the director / KMP	Mr. Anand Chalwade, Managing Director of the Company is Director in Shrikhande Consultants Limited.
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	NA
23.	Details of shareholding (more than 2%) of the director(s) / key managerial personnel/ partner(s) of the related party, directly or indirectly, in the listed entity. a. Name of the director / KMP/ partner b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the listed entity	NA
24.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
25.	Other information relevant for decision making.	NA
26.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	NA
27.	Basis of determination of price	Arms-Length basis
28.	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: a) Amount of Trade advance b) Tenure c) Whether same is self-liquidating?	No Trade Advance
29.	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.	With an intent to grow Company's business
30.	Statement of assessment by the Audit Committee that relevant disclosures for decision-making were placed before them, and they have determined that the promoter(s) will not benefit from the RPT at the expense of public shareholders	The details were presented in the Audit Committee Meeting held on May 27, 2026.
31.	Disclose 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 Meeting held on May 27, 2026 had reviewed the required details.
32.	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 transactions were recommended in the Audit Committee Meeting held on May 27, 2026 and approved by the Board of Directors in the meeting held on May 27, 2026.
33.	Provide 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.	NA
34.	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 affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making.	NA

Transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate		
35.	Bidding or other process, if any, applied for choosing a party for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity.	NA
36.	Basis of determination of price.	Arms-Length Price
37.	Reasons for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate.	Property is already leased and rent will be received by the Company
38.	Financial track record of the subsidiary / undertaking that is being sold (in case of sale of undertaking, segment level data to be provided) during the last three financial years:	NA
39.	Expected financial impact on the consolidated turnover, net worth and net profits of the listed entity or its subsidiary due to sale of the subsidiary / undertaking.	Increase in income from rent
40.	Details of earlier sale, lease or disposal of assets of the same subsidiary or of the unit, division or undertaking of the listed entity or disposal of shares of the same subsidiary or associate to any related party during the preceding twelve months.	Property owned by the Company is already leased to Shrikhande Consultants Limited.
41.	Whether the transaction would result in issue of securities or consideration in kind to a related party? If yes, please share the relevant details.	No
42.	Would the transaction result in eliminating a segment reporting by the listed entity or any of its subsidiary?	No
43.	Does it involve transfer of key intangible assets or key customers which are critical for continued business of the listed entity or any of its subsidiary?	No
44.	Are there any other major non-financial reasons for going ahead with the proposed transaction?	No

In compliance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 188 of the Companies Act, 2013, approval of Members for the above Material Related Party Transactions is being sought by way of Ordinary Resolution.

The proposed related party transactions will contribute to continuous growth in business & profits of your Company and are/ would be in the interest of the Company. Hence, the Audit Committee & Board recommends the proposal for approval of the Shareholders by passing Ordinary Resolution as detailed in Item No. 3 of the Notice.

None of the Related Parties shall vote to approve the Ordinary resolution.

None of the Directors, key managerial personnel and their relatives, are concerned or interested in the proposed resolution, either financially or otherwise except to the extent of their shareholding in the Company.

Item No. 4: To approve Material Related Party Transactions with MSPL Unit 5 Limited

As per Section 188 of the Companies Act, 2013 read with Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, any transaction with related party, other than those in ordinary course of business and at arms-length terms, crossing the threshold mentioned therein requires prior approval of shareholders by way of an ordinary resolution. Further Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, mandates prior approval of shareholders through Ordinary Resolution for all Material Related Party Transactions i.e. such transactions to be entered into individually or taken together with previous transactions during a Financial year which exceeds 10% (Ten Percent) of the annual consolidated turnover of the listed entity, where the Consolidated Turnover of Listed Entity is upto Rs.20,000 Crore.

MSPL Unit 5 Limited is a step down subsidiary of the Company. It is estimated that the overall transaction value, on arms-length terms, would be more than 10% of the Annual Consolidated turnover of the listed entity and therefore may exceed materiality threshold under the Companies Act, 2013 and/or Listing Regulations.

In view of above, as an abundant caution and with a view to facilitate execution of proposed transaction, it is proposed to seek Shareholders' approval pursuant to applicable provisions of the Act and/or Listing Regulations. Relevant details of the proposed Material Related Party transaction as per Rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014 are as mentioned herein:

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Comments</th></tr>
<tr><td>1.</td><td>Name of the related party</td><td>MSPL Unit 5 Limited</td></tr>
<tr><td>2.</td><td>Country of incorporation of the related party</td><td>India</td></tr>
<tr><td>3.</td><td>Nature of business of the related party</td><td>Solar</td></tr>
<tr><td>4.</td><td>Relationship between the listed entity (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:
• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.
• 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).
• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).</td><td>MSPL Unit 5 Limited is a step down subsidiary of the listed entity.</td></tr>
<tr><td>5.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</td><td><table><tr><th>Sr. No.</th><th>Nature of Transactions</th><th>For FY 2025-26</th></tr><tr><td>1</td><td>Sale of Goods/services</td><td>Rs. 79.61 Lakhs</td></tr></table></td></tr>
<tr><td>6.</td><td>Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>Nil</td></tr>
<tr><td>7.</td><td>Whether prior approval of Audit committee has been taken for the above-mentioned transactions?</td><td>Yes</td></tr>
</table>

8.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No default
9.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Upto Rs. 15 Crores
10.	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 transaction will be Material Related Party Transaction.
11.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	11.75%
12.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year	-
13.	Value of the proposed transactions as a percentage of the related party's annual standalone turnover for the immediately preceding financial year, if available.	22.94%
14.	Financial performance of the related party for the immediately preceding financial year:	The details for FY 2024-25 and FY 2025-26 are given below: (Rs. In Lakhs) **Particulars** / **FY 2025-26** / **FY 2024-25** Turnover / - / - Profit After Tax / -1.26 / -2.74 Net Worth / -3.22 / -1.96
15.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale, purchase or supply of goods or materials, availing or rending of any services.
16.	Details of each type of the proposed transaction	Sale, purchase or supply of goods or materials, availing or rending of any services.
17.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Till Annual General Meeting to be held in 2027
18.	Whether omnibus approval is being sought?	Yes
19.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Upto Rs. 15 Crores
20.	Whether the RPTs proposed to be entered into are: (i) not prejudicial to the interest of public shareholders, and (ii) going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party	Not prejudicial to the interest of public shareholders, and are going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party
21.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity and its public shareholders	With an intent to grow Company's business
22.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	NA
	a. Name of the director / KMP	NA
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	NA

23.	Details of shareholding (more than 2%) of the director(s) / key managerial personnel/ partner(s) of the related party, directly or indirectly, in the listed entity. a. Name of the director / KMP/ partner b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the listed entity	NA
24.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
25.	Other information relevant for decision making.	NA
26.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	NA
27.	Basis of determination of price	Arms-Length basis
28.	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: a) Amount of Trade advance b) Tenure c) Whether same is self-liquidating?	No Trade Advance
29.	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.	With an intent to grow Company's business
30.	Statement of assessment by the Audit Committee that relevant disclosures for decision-making were placed before them, and they have determined that the promoter(s) will not benefit from the RPT at the expense of public shareholders	The details were presented in the Audit Committee Meeting held on May 27, 2026.
31.	Disclose 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 Meeting held on May 27, 2026 had reviewed the required details.
32.	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 transactions were recommended in the Audit Committee Meeting held on May 27, 2026 and approved by the Board of Directors in the meeting held on May 27, 2026.
33.	Provide 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.	NA
34.	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 affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making.	NA

In compliance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 188 of the Companies Act, 2013, approval of Members for the above Material Related Party Transactions is being sought by way of Ordinary Resolution.

The proposed related party transactions will contribute to continuous growth in business & profits of your Company and are/ would be in the interest of the Company. Hence, the Audit Committee & Board recommends the proposal for approval of the Shareholders by passing Ordinary Resolution as detailed in Item No. 4 of the Notice.

None of the Related Parties shall vote to approve the Ordinary resolution.

None of the Directors, key managerial personnel and their relatives, are concerned or interested in the proposed resolution, either financially or otherwise except to the extent of their shareholding in the Company.

Item No. 5: To approve Material Related Party Transactions with MSPL Unit 6 Limited

As per Section 188 of the Companies Act, 2013 read with Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, any transaction with related party, other than those in ordinary course of business and at arms-length terms, crossing the threshold mentioned therein requires prior approval of shareholders by way of an ordinary resolution. Further Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, , mandates prior approval of shareholders through Ordinary Resolution for all Material Related Party Transactions i.e. such transactions to be entered into individually or taken together with previous transactions during a Financial year which exceeds 10% (Ten Percent) of the annual consolidated turnover of the listed entity , where the Consolidated Turnover of Listed Entity is upto Rs.20,000 Crore.

MSPL Unit 6 Limited is a step down subsidiary of the Company. It is estimated that the overall transaction value, on arms-length terms, would be more than 10% of the Annual Consolidated turnover of the listed entity and therefore may exceed materiality threshold under the Companies Act, 2013 and/or Listing Regulations.

In view of above, as an abundant caution and with a view to facilitate execution of proposed transaction, it is proposed to seek Shareholders’ approval pursuant to applicable provisions of the Act and/or Listing Regulations. Relevant details of the proposed

Material Related Party transaction as per Rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014 are as mentioned herein:

Sr. No.	Particulars	Comments
1.	Name of the related party	MSPL Unit 6 Limited
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Solar
4.	Relationship between the listed entity (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following: • Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. • 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). • Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	MSPL Unit 6 Limited is a step down subsidiary of the listed entity.

<table>
<tr><td>5.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</td><td>Nil</td></tr>
<tr><td>6.</td><td>Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>Nil</td></tr>
<tr><td>7.</td><td>Whether prior approval of Audit committee has been taken for the above-mentioned transactions?</td><td>Yes</td></tr>
<tr><td>8.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>No default</td></tr>
<tr><td>9.</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.</td><td>Rs. 15 Crores</td></tr>
<tr><td>10.</td><td>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?</td><td>Yes. The transaction will be Material Related Party Transaction.</td></tr>
<tr><td>11.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year</td><td>11.75%</td></tr>
<tr><td>12.</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year</td><td>-</td></tr>
<tr><td>13.</td><td>Value of the proposed transactions as a percentage of the related party's annual standalone turnover for the immediately preceding financial year, if available.</td><td>22.94%</td></tr>
<tr><td>14.</td><td>Financial performance of the related party for the immediately preceding financial year:</td><td>The details for FY 2024-25 and FY 2025-26 are given below (Rs. In Lakhs):
<table><tr><th>Particulars</th><th>FY 2025-26</th><th>FY 2024-25</th></tr><tr><td>Turnover</td><td>-</td><td>-</td></tr><tr><td>Profit After Tax</td><td>-0.55</td><td>-0.19</td></tr><tr><td>Net Worth</td><td>0.25</td><td>0.81</td></tr></table></td></tr>
<tr><td>15.</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td>Sale, purchase or supply of goods or materials, availing or rending of any services.</td></tr>
<tr><td>16.</td><td>Details of each type of the proposed transaction</td><td>Sale, purchase or supply of goods or materials, availing or rending of any services.</td></tr>
<tr><td>17.</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>Till Annual General Meeting to be held in 2027</td></tr>
<tr><td>18.</td><td>Whether omnibus approval is being sought?</td><td>No</td></tr>
<tr><td>19.</td><td>Value of the proposed transaction during a financial year.

If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td>Upto Rs. 15 Crores</td></tr>
<tr><td>20.</td><td>Whether the RPTs proposed to be entered into are:
(i) not prejudicial to the interest of public shareholders, and
(ii) going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party</td><td>Not prejudicial to the interest of public shareholders, and are going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party</td></tr>
</table>

21.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity and its public shareholders	With an intent to grow Company's business
22.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	
	a. Name of the director / KMP	Mr. Ram Mapari, Chief Financial Officer of the Company is Director in MSPL Unit 6 Limited.
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	NA
23.	Details of shareholding (more than 2%) of the director(s) / key managerial personnel/ partner(s) of the related party, directly or indirectly, in the listed entity. a. Name of the director / KMP/ partner b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the listed entity	NA
24.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
25.	Other information relevant for decision making.	NA
26.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	NA
27.	Basis of determination of price	Arms-Length basis
28.	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: a) Amount of Trade advance b) Tenure c) Whether same is self-liquidating?	No Trade Advance
29.	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.	With an intent to grow Company's business
30.	Statement of assessment by the Audit Committee that relevant disclosures for decision-making were placed before them, and they have determined that the promoter(s) will not benefit from the RPT at the expense of public shareholders	The details were presented in the Audit Committee Meeting held on May 27, 2026.
31.	Disclose 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 Meeting held on May 27, 2026 had reviewed the required details.
32.	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 transactions were recommended in the Audit Committee Meeting held on May 27, 2026 and approved by the Board of Directors in the meeting held on May 27, 2026.
33.	Provide 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.	NA
34.	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 affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making.	NA

In compliance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 188 of the Companies Act, 2013, approval of Members for the above Material Related Party Transactions is being sought by way of Ordinary Resolution.

The proposed related party transactions will contribute to continuous growth in business & profits of your Company and are/ would be in the interest of the Company. Hence, the Audit Committee & Board recommends the proposal for approval of the Shareholders by passing Ordinary Resolution as detailed in Item No. 5 of the Notice.

None of the Related Parties shall vote to approve the Ordinary resolution.

None of the Directors, key managerial personnel and their relatives, are concerned or interested in the proposed resolution, either financially or otherwise except to the extent of their shareholding in the Company.

Item No. 6: To approve Material Related Party Transactions with MSPL Unit 7 Limited

As per Section 188 of the Companies Act, 2013 read with Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, any transaction with related party, other than those in ordinary course of business and at arms-length terms, crossing the threshold mentioned therein requires prior approval of shareholders by way of an ordinary resolution. Further Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, , mandates prior approval of shareholders through Ordinary Resolution for all Material Related Party Transactions i.e. such transactions to be entered into individually or taken together with previous transactions during a Financial year which exceeds 10% (Ten Percent) of the annual consolidated turnover of the listed entity , where the Consolidated Turnover of Listed Entity is upto Rs.20,000 Crore.

MSPL Unit 7 Limited is a step down subsidiary of the Company. It is estimated that the overall transaction value, on arms-length terms, would be more than 10% of the Annual Consolidated turnover of the listed entity and therefore may exceed materiality threshold under the Companies Act, 2013 and/or Listing Regulations.

In view of above, as an abundant caution and with a view to facilitate execution of proposed transaction, it is proposed to seek Shareholders' approval pursuant to applicable provisions of the Act and/or Listing Regulations. Relevant details of the proposed Material Related Party transaction as per Rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014 are as mentioned herein:

Sr. No.	Particulars	Comments
1.	Name of the related party	MSPL Unit 7 Limited
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Solar
4.	Relationship between the listed entity (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following: • Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. • 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). • Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	MSPL Unit 7 Limited is a step down subsidiary of the listed entity.

5.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	Nil
6.	Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Nil
7.	Whether prior approval of Audit committee has been taken for the above-mentioned transactions?	Yes
8.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No default
9.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Rs. 15 Crores
10.	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 transaction will be Material Related Party Transaction.
11.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	11.75%
12.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year	-
13.	Value of the proposed transactions as a percentage of the related party's annual standalone turnover for the immediately preceding financial year, if available.	22.94%
14.	Financial performance of the related party for the immediately preceding financial year:	The details for FY 2024-25 and FY 2025-26 are given below: (Rs.in Lakhs)

Particulars	FY 2025-26	FY 2024-25
Turnover	-	-
Profit After Tax	-0.59	-0.08
Net Worth	0.33	0.92

15.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale, purchase or supply of goods or materials, availing or rending of any services.
16.	Details of each type of the proposed transaction	Sale, purchase or supply of goods or materials, availing or rending of any services.
17.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Till Annual General Meeting to be held in 2027
18.	Whether omnibus approval is being sought?	No
19.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Upto Rs. 15 Crores

20.	Whether the RPTs proposed to be entered into are: (i) not prejudicial to the interest of public shareholders, and (ii) going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party	Not prejudicial to the interest of public shareholders, and are going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party
21.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity and its public shareholders	With an intent to grow Company's business
22.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	
	a. Name of the director / KMP	Mr. Ram Mapari, Chief Financial Officer and Ms. Ankita Agarwal, Company Secretary of the Company is Director in MSPL Unit 7 Limited.
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	NA
23.	Details of shareholding (more than 2%) of the director(s) / key managerial personnel/ partner(s) of the related party, directly or indirectly, in the listed entity. a. Name of the director / KMP/ partner b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the listed entity	NA
24.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
25.	Other information relevant for decision making.	NA
26.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	NA
27.	Basis of determination of price	Arms-Length basis
28.	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: a) Amount of Trade advance b) Tenure c) Whether same is self-liquidating?	No Trade Advance
29.	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.	With an intent to grow Company's business
30.	Statement of assessment by the Audit Committee that relevant disclosures for decision-making were placed before them, and they have determined that the promoter(s) will not benefit from the RPT at the expense of public shareholders	The details were presented in the Audit Committee Meeting held on May 27, 2026.
31.	Disclose 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 Meeting held on May 27, 2026 had reviewed the required details.
32.	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 transactions were recommended in the Audit Committee Meeting held on May 27, 2026 and approved by the Board of Directors in the meeting held on May 27, 2026.
33.	Provide 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.	NA

34.	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 affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making.	NA

In compliance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 188 of the Companies Act, 2013, approval of Members for the above Material Related Party Transactions is being sought by way of Ordinary Resolution.

The proposed related party transactions will contribute to continuous growth in business & profits of your Company and are/ would be in the interest of the Company. Hence, the Audit Committee & Board recommends the proposal for approval of the Shareholders by passing Ordinary Resolution as detailed in Item No. 6 of the Notice.

None of the Related Parties shall vote to approve the Ordinary resolution.

None of the Directors, key managerial personnel and their relatives, are concerned or interested in the proposed resolution, either financially or otherwise except to the extent of their shareholding in the Company.

Item No. 7: To approve Material Related Party Transactions with PlanetEye Infra AI Limited

As per Section 188 of the Companies Act, 2013 read with Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, any transaction with related party, other than those in ordinary course of business and at arms-length terms, crossing the threshold mentioned therein requires prior approval of shareholders by way of an ordinary resolution. Further Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, , mandates prior approval of shareholders through Ordinary Resolution for all Material Related Party Transactions i.e. such transactions to be entered into individually or taken together with previous transactions during a Financial year exceeds 10% (Ten Percent) of the annual consolidated turnover of the listed entity , where the Consolidated Turnover of Listed Entity is upto Rs.20,000 Crore.

PlanetEye Infra AI Limited is a step down subsidiary of the Company. It is estimated that the overall transaction value, on arms-length terms, would be more than 10% of the Annual Consolidated turnover of the listed entity and therefore may exceed materiality threshold under the Companies Act, 2013 and/or Listing Regulations.

In view of above, as an abundant caution and with a view to facilitate execution of proposed transaction, it is proposed to seek Shareholders' approval pursuant to applicable provisions of the Act and/or Listing Regulations. Relevant details of the proposed Material Related Party transaction as per Rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014 are as mentioned herein:

Sr. No.	Particulars	Comments
1.	Name of the related party	PlanetEye Infra AI Limited
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Infrastructure industry through cutting-edge technology

4.	Relationship between the listed entity (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following: • Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. • 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). • Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	PlanetEye Infra AI Limited is a Step Down subsidiary of the listed entity.
5.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	**Sr. No.** / **Nature of Transactions** / **For FY 2025-26** 1 / Sale of Goods/services / Rs. 79.90 Lakhs
6.	Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Nil
7.	Whether prior approval of Audit committee has been taken for the above-mentioned transactions?	Yes
8.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No default
9.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Rs. 50 Crores
10.	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 transaction will be Material Related Party Transaction.
11.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	39.16%
12.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year	-
13.	Value of the proposed transactions as a percentage of the related party's annual standalone turnover for the immediately preceding financial year, if available.	74.46%
14.	Financial performance of the related party for the immediately preceding financial year:	The details for FY 2024-25 and FY 2025-26 are given below: (Rs.in Lakhs) **Particulars** / **FY 2025-26** / **FY 2024-25** Turnover / 109.29 / 5.60 Profit After Tax / 10.96 / 0.93 Net Worth / 16.99 / 6.41

15.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale, purchase or supply of goods or materials, availing or rending of any services.
16.	Details of each type of the proposed transaction	Sale, purchase or supply of goods or materials, availing or rending of any services.
17.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Till Annual General Meeting to be held in 2027
18.	Whether omnibus approval is being sought?	No
19.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Upto Rs. 50 Crores
20.	Whether the RPTs proposed to be entered into are: (i) not prejudicial to the interest of public shareholders, and (ii) going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party	Not prejudicial to the interest of public shareholders, and are going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party
21.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity and its public shareholders	With an intent to grow Company's business
22.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	NA
	a. Name of the director / KMP	NA
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	NA
23.	Details of shareholding (more than 2%) of the director(s) / key managerial personnel/ partner(s) of the related party, directly or indirectly, in the listed entity. a. Name of the director / KMP/ partner b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the listed entity	NA
24.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
25.	Other information relevant for decision making.	NA
26.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	NA
27.	Basis of determination of price	Arms-Length basis
28.	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: a) Amount of Trade advance b) Tenure c) Whether same is self-liquidating?	No Trade Advance
29.	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.	With an intent to grow Company's business

30.	Statement of assessment by the Audit Committee that relevant disclosures for decision-making were placed before them, and they have determined that the promoter(s) will not benefit from the RPT at the expense of public shareholders	The details were presented in the Audit Committee Meeting held on May 27, 2026.
31.	Disclose 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 Meeting held on May 27, 2026 had reviewed the required details.
32.	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 transactions were recommended in the Audit Committee Meeting held on May 27, 2026 and approved by the Board of Directors in the meeting held on May 27, 2026.
33.	Provide 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.	NA
34.	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 affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making.	NA

In compliance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 188 of the Companies Act, 2013, approval of Members for the above Material Related Party Transactions is being sought by way of Ordinary Resolution.

The proposed related party transactions will contribute to continuous growth in business & profits of your Company and are/ would be in the interest of the Company. Hence, the Audit Committee & Board recommends the proposal for approval of the Shareholders by passing Ordinary Resolution as detailed in Item No. 7 of the Notice.

None of the Related Parties shall vote to approve the Ordinary resolution.

None of the Directors, key managerial personnel and their relatives, are concerned or interested in the proposed resolution, either financially or otherwise except to the extent of their shareholding in the Company.

Item No. 8: To approve Material Related Party Transactions with PlanetEye Farm AI Limited

As per Section 188 of the Companies Act, 2013 read with Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, any transaction with related party, other than those in ordinary course of business and at arms-length terms, crossing the threshold mentioned therein requires prior approval of shareholders by way of an ordinary resolution. Further Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, mandates prior approval of shareholders through Ordinary Resolution for all Material Related Party Transactions i.e. such transactions to be entered into individually or taken together with previous transactions during a Financial year which exceeds 10% (Ten Percent) of the annual consolidated turnover of the listed entity , where the Consolidated Turnover of Listed Entity is upto Rs.20,000 Crore.

PlanetEye Farm AI Limited is an Associate of the Company. It is estimated that the overall transaction value, on arms-length terms, would be more than 10% of the Annual Consolidated turnover of the listed entity and therefore may exceed materiality threshold under the Companies Act, 2013 and/or Listing Regulations.

In view of above, as an abundant caution and with a view to facilitate execution of proposed transaction, it is proposed to seek Shareholders' approval pursuant to applicable provisions of the Act and/or Listing Regulations. Relevant details of the proposed Material Related Party transaction as per Rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014 are as mentioned herein:

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Comments</th></tr>
<tr><td>1.</td><td>Name of the related party</td><td>PlanetEye Farm AI Limited</td></tr>
<tr><td>2.</td><td>Country of incorporation of the related party</td><td>India</td></tr>
<tr><td>3.</td><td>Nature of business of the related party</td><td>Integrating AI in Farming</td></tr>
<tr><td>4.</td><td>Relationship between the listed entity (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:
Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.
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).
Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).</td><td>PlanetEye Farm AI Limited is Associate of the listed entity.</td></tr>
<tr><td>5.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</td><td><table><tr><th>Sr. No.</th><th>Nature of Transactions</th><th>For FY 2025-26</th></tr><tr><td>1</td><td>Sale of goods/services</td><td>Rs. 92.66 Lakhs</td></tr></table></td></tr>
<tr><td>6.</td><td>Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>Rs. 0.36 Lakhs</td></tr>
<tr><td>7.</td><td>Whether prior approval of Audit committee has been taken for the above-mentioned transactions?</td><td>Yes</td></tr>
<tr><td>8.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>No default</td></tr>
<tr><td>9.</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.</td><td>Rs. 20 Crores</td></tr>
<tr><td>10.</td><td>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?</td><td>Yes. The transaction will be Material Related Party Transaction.</td></tr>
<tr><td>11.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year</td><td>15.66%</td></tr>
<tr><td>12.</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year</td><td>-</td></tr>
</table>

13.	Value of the proposed transactions as a percentage of the related party's annual standalone turnover for the immediately preceding financial year, if available.	30.58%
14.	Financial performance of the related party for the immediately preceding financial year:	The details for FY 2024-25 and FY 2025-26 are given below: (Rs. In Lakhs) **Particulars** | **FY 2025-26** | **FY 2024-25** Turnover | 63.18 | 40.17 Profit After Tax | 2.86 | 7.93 Net Worth | -2.51 | -6.08
15.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale, purchase or supply of goods or materials, availing or rending of any services.
16.	Details of each type of the proposed transaction	Sale, purchase or supply of goods or materials, availing or rending of any services.
17.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Till Annual General Meeting to be held in 2027
18.	Whether omnibus approval is being sought?	No
19.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Upto Rs. 20 Crores
20.	Whether the RPTs proposed to be entered into are: (i) not prejudicial to the interest of public shareholders, and (ii) going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party	Not prejudicial to the interest of public shareholders, and are going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party
21.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity and its public shareholders	With an intent to grow Company's business
22.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	
	a. Name of the director / KMP	Ms. Ankita Agarwal, Company Secretary of the Company is a Director in PlanetEye Farm AI Limited.
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	NA
23.	Details of shareholding (more than 2%) of the director(s) / key managerial personnel/ partner(s) of the related party, directly or indirectly, in the listed entity. a. Name of the director / KMP/ partner b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the listed entity	NA
24.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
25.	Other information relevant for decision making.	NA
26.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	NA
27.	Basis of determination of price	Arms-Length basis
28.	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: a) Amount of Trade advance b) Tenure c) Whether same is self-liquidating?	No Trade Advance

29.	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.	With an intent to grow Company's business
30.	Statement of assessment by the Audit Committee that relevant disclosures for decision-making were placed before them, and they have determined that the promoter(s) will not benefit from the RPT at the expense of public shareholders	The details were presented in the Audit Committee Meeting held on May 27, 2026.
31.	Disclose 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 Meeting held on May 27, 2026 had reviewed the required details.
32.	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 transactions were recommended in the Audit Committee Meeting held on May 27, 2026 and approved by the Board of Directors in the meeting held on May 27, 2026.
33.	Provide 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.	NA
34.	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 affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making.	NA

In compliance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 188 of the Companies Act, 2013, approval of Members for the above Material Related Party Transactions is being sought by way of Ordinary Resolution.

The proposed related party transactions will contribute to continuous growth in business & profits of your Company and are/ would be in the interest of the Company. Hence, the Audit Committee & Board recommends the proposal for approval of the Shareholders by passing Ordinary Resolution as detailed in Item No. 8 of the Notice.

None of the Related Parties shall vote to approve the Ordinary resolution.

None of the Directors, key managerial personnel and their relatives, are concerned or interested in the proposed resolution, either financially or otherwise except to the extent of their shareholding in the Company.

Item No. 9: To approve Material Related Party Transactions between Krishna Windfarms Developers Private Limited with MINVEN Solar 02 Private Limited

Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, mandates prior approval of shareholders through Ordinary Resolution for all Material Related Party Transactions i.e. such transactions to be entered into individually or taken together with previous transactions during a Financial year which exceeds 10% (Ten Percent) of the annual consolidated turnover of the listed entity , where the Consolidated Turnover of Listed Entity is upto Rs.20,000 Crore.

Further pursuant to Regulation 23(4), all material related party transactions and subsequent material modifications as defined by the audit committee under sub-regulation (2) by unlisted subsidiaries with other related parties, without involvement of Listed entity, shall require prior approval of the shareholders of Listed entity, through resolution and no related party shall vote to approve such resolution whether the entity is a related party to the particular transaction or not.

Krishna Windfarms Developers Private Limited, a Wholly Owned Subsidiary Company is in active discussions with MINVEN Solar 02 Private Limited for obtaining EPC Contract(s), which is expected to be approx. Rs. 70 Crores for 1 year. MINVEN Solar 02 Private Limited is Associate Company and related party of the Company.

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Comments</th></tr>
<tr><td>1.</td><td>Name of the related party</td><td>MINVEN Solar 02 Private Limited</td></tr>
<tr><td>2.</td><td>Country of incorporation of the related party</td><td>India</td></tr>
<tr><td>3.</td><td>Nature of business of the related party</td><td>Solar Business</td></tr>
<tr><td>4.</td><td>Relationship between the listed entity (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:
• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.
• 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).
• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).</td><td>MINVEN Solar 02 Private Limited is an Associate with shareholding of 49% of the Company</td></tr>
<tr><td>5.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</td><td><table>
<tr><th>Sr. No.</th><th>Nature of Transactions</th><th>For FY 2025-26 (Rs. In Lakhs)</th></tr>
<tr><td>1</td><td>Equity- investment</td><td>Rs.0.86</td></tr>
<tr><td>2</td><td>Loans & Advances</td><td>Rs.365.52</td></tr>
<tr><td>3.</td><td>Sale of Services</td><td>Rs.35.40</td></tr>
</table></td></tr>
<tr><td>6.</td><td>Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>Rs.11.88 Lakhs</td></tr>
<tr><td>7.</td><td>Whether prior approval of Audit committee has been taken for the above-mentioned transactions?</td><td>Yes</td></tr>
<tr><td>8.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>No default</td></tr>
<tr><td>9.</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.</td><td>Rs. 70 Crores</td></tr>
<tr><td>10.</td><td>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?</td><td>Yes. The transaction will be Material Related Party Transaction.</td></tr>
</table>

11.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	54.83%
12.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	942.63%
13.	Value of the proposed transactions as a percentage of the related party's annual standalone turnover for the immediately preceding financial year, if available.	305677%
14.	Financial performance of the related party for the immediately preceding financial year:	The details for FY 2024-25 and FY 2025-26 are given below: (Rs. In Lakhs) **Particulars** / **FY 2025-26** / **FY 2024-25** Turnover / 2.29 / 0 Profit After Tax / -0.15 / -0.21 Net Worth / 1.40 / 0.79
15.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale, purchase or supply of goods or materials, availing or rending of any services.
16.	Details of each type of the proposed transaction	Sale, purchase or supply of goods or materials, availing or rending of any services.
17.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Till Annual General Meeting to be held in 2027
18.	Whether omnibus approval is being sought?	No
19.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Upto Rs. 70 Crores
20.	Whether the RPTs proposed to be entered into are: (i) not prejudicial to the interest of public shareholders, and (ii) going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party	Not prejudicial to the interest of public shareholders, and are going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party
21.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity and its public shareholders	With an intent to grow Company's business
22.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	NA
	a. Name of the director / KMP	NA
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	NA
23.	Details of shareholding (more than 2%) of the director(s) / key managerial personnel/ partner(s) of the related party, directly or indirectly, in the listed entity. a. Name of the director / KMP/ partner b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the listed entity	NA
24.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA

25.	Other information relevant for decision making.	NA
26.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	NA
27.	Basis of determination of price	Arms-Length basis
28.	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: a) Amount of Trade advance b) Tenure c) Whether same is self-liquidating?	No Trade Advance
29.	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.	With an intent to grow Company's business
30.	Statement of assessment by the Audit Committee that relevant disclosures for decision-making were placed before them, and they have determined that the promoter(s) will not benefit from the RPT at the expense of public shareholders	The details were presented in the Audit Committee Meeting held on August 13, 2026.
31.	Disclose 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 Meeting held on August 13, 2026 had reviewed the required details.
32.	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 transactions were recommended in the Audit Committee Meeting held on August 13, 2026 and approved by the Board of Directors in the meeting held on August 13, 2026.
33.	Provide 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.	NA
34.	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 affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making.	NA

In compliance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 188 of the Companies Act, 2013, approval of Members for the above Material Related Party Transactions is being sought by way of Ordinary Resolution.

The proposed related party transactions will contribute to continuous growth in business & profits of your Company on consolidated basis and are/ would be in the interest of the Company. Hence, the Audit Committee & Board recommends the proposal for approval of the Shareholders by passing Ordinary Resolution as detailed in Item No. 09 of the Notice.

None of the Related Parties shall vote to approve the Ordinary resolution.

None of the Directors, key managerial personnel and their relatives, are concerned or interested in the proposed resolution, financially or otherwise except to the extent of their shareholding in the Company.

Item No. 10: To approve Material Related Party Transactions between Krishna Windfarms Developers Private Limited with MINVEN Solar 03 Private Limited

Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, mandates prior approval of shareholders through Ordinary Resolution for all Material Related Party Transactions i.e. such transactions to be entered into individually or taken together with previous transactions during a Financial year which exceeds 10% (Ten Percent) of the annual consolidated turnover of the listed entity , where the Consolidated Turnover of Listed Entity is upto Rs.20,000 Crore.

Further pursuant to Regulation 23(4), all material related party transactions and subsequent material modifications as defined by the audit committee under sub-regulation (2) by unlisted subsidiaries with other related parties, without involvement of Listed entity, shall require prior approval of the shareholders of Listed entity, through resolution and no related party shall vote to approve such resolution whether the entity is a related party to the particular transaction or not.

Krishna Windfarms Developers Private Limited, a Wholly Owned Subsidiary Company is in active discussions with MINVEN Solar 03 Private Limited for obtaining EPC Contract(s), which is expected to be approx. Rs. 70 Crores for 1 year. MINVEN Solar 03 Private Limited is Associate Company and related party of the Company.

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Comments</th></tr>
<tr><td>1.</td><td>Name of the related party</td><td>MINVEN Solar 03 Private Limited</td></tr>
<tr><td>2.</td><td>Country of incorporation of the related party</td><td>India</td></tr>
<tr><td>3.</td><td>Nature of business of the related party</td><td>Solar Business</td></tr>
<tr><td>4.</td><td>Relationship between the listed entity (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:
Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.
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).
Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).</td><td>MINVEN Solar 03 Private Limited is an Associate with shareholding of 49% of the Company</td></tr>
<tr><td>5.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</td><td><table><tr><th>Sr. No.</th><th>Nature of Transactions</th><th>For FY 2025-26 (Rs. In Lakhs)</th></tr><tr><td>1</td><td>Equity- Investment</td><td>Rs.0.86</td></tr><tr><td>2.</td><td>Loans & Advances</td><td>Rs.409.93</td></tr><tr><td>3.</td><td>Sale of Services</td><td>Rs.75.52</td></tr></table></td></tr>
<tr><td>6.</td><td>Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>Rs.13.01 Lakhs</td></tr>
</table>

7.	Whether prior approval of Audit committee has been taken for the above-mentioned transactions?	Yes
8.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No default
9.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Rs. 70 Crores
10.	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 transaction will be Material Related Party Transaction.
11.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	54.83%
12.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	742.63%
13.	Value of the proposed transactions as a percentage of the related party's annual standalone turnover for the immediately preceding financial year, if available.	307018%
14.	Financial performance of the related party for the immediately preceding financial year:	The details for FY 2024-25 and FY 2025-26 are given below: (Rs. In Lakhs) **Particulars** | **FY 2025-26** | **FY 2024-25** Turnover | 2.28 | 0 Profit After Tax | -0.16 | -0.21 Net Worth | 1.39 | 0.79
15.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Sale, purchase or supply of goods or materials, availing or rending of any services.
16.	Details of each type of the proposed transaction	Sale, purchase or supply of goods or materials, availing or rending of any services.
17.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Till Annual General Meeting to be held in 2027
18.	Whether omnibus approval is being sought?	No
19.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Upto Rs. 70 Crores
20.	Whether the RPTs proposed to be entered into are: (i) not prejudicial to the interest of public shareholders, and (ii) going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party	Not prejudicial to the interest of public shareholders, and are going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party
21.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity and its public shareholders	With an intent to grow Company's business

22.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	NA
	a. Name of the director / KMP	NA
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	NA
23.	Details of shareholding (more than 2%) of the director(s) / key managerial personnel/ partner(s) of the related party, directly or indirectly, in the listed entity. a. Name of the director / KMP/ partner b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the listed entity	NA
24.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
25.	Other information relevant for decision making.	NA
26.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	NA
27.	Basis of determination of price	Arms-Length basis
28.	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: a) Amount of Trade advance b) Tenure c) Whether same is self-liquidating?	No Trade Advance
29.	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.	With an intent to grow Company's business
30.	Statement of assessment by the Audit Committee that relevant disclosures for decision-making were placed before them, and they have determined that the promoter(s) will not benefit from the RPT at the expense of public shareholders	The details were presented in the Audit Committee Meeting held on August 13, 2026.
31.	Disclose 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 Meeting held on August 13, 2026 had reviewed the required details.
32.	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 transactions were recommended in the Audit Committee Meeting held on August 13, 2026 and approved by the Board of Directors in the meeting held on August 13, 2026.
33.	Provide 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.	NA
34.	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 affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making.	NA

In compliance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 188 of the Companies Act, 2013, approval of Members for the above Material Related Party Transactions is being sought by way of Ordinary Resolution.

The proposed related party transactions will contribute to continuous growth in business & profits of your Company on consolidated basis and are/ would be in the interest of the Company. Hence, the Audit Committee & Board recommends the proposal for approval of the Shareholders by passing Ordinary Resolution as detailed in Item No. 10 of the Notice.

None of the Related Parties shall vote to approve the Ordinary resolution.

None of the Directors, key managerial personnel and their relatives, are concerned or interested in the proposed resolution, financially or otherwise except to the extent of their shareholding in the Company.

By Order of the Board of Directors
For MITCON Consultancy & Engineering Services Limited

Sd/-
Ms. Ankita Agarwal
Company Secretary
M. No: A49634

Date:	**13.08.2026**
Place:	**Pune**
Regd. Office:	**Kubera Chambers, Shivajinagar, Pune – 411005**
CIN:	**L74140PN1982PLC026933**