



# CUBEX TUBINGS LIMITED

(AN ISO 9001:2008 CERTIFIED COMPANY)

CIN: L27109TG1979PLC002504



Date:14-10-2026

|                                                                                                            |                                                                                                                                                                    |
|------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| To,<br>BSE Limited<br>Phiroze Jeejeebhoy Towers,<br>Dalal Street,<br>Mumbai- 400 001<br>Scrip Code: 526027 | To,<br>The Manager,<br>Department of Corporate Services,<br>The National Stock Exchange of India Limited<br>BKC Complex, Bandra (East), Mumbai<br>SYMBOL: CUBEXTUB |
|------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|

## Sub: Notice of Extraordinary General Meeting

Dear Sir/Madam,

Pursuant to Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), we wish to inform you that the Extraordinary General Meeting (EGM) of the members of **Cubex Tubings Limited** is scheduled to be held on **6<sup>th</sup> November, 2026 at 10:30 A.M. IST** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), to transact the business(es) as set out in the EGM Notice.

In compliance with the relevant circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI), the Notice of the EGM along with the explanatory statement and remote e-voting instructions is being sent through electronic mode to all the members whose email addresses are registered with the Company / Depository Participant(s).

A copy of the EGM Notice is enclosed herewith for your information and records.

The same is also being made available on the website of the Company.

Request you take the same on records.

Thanking You

Yours faithfully

For **Cubex Tubings Limited**

Virendra Bhandari  
Managing Director  
DIN: 00062228

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TEL : 040-27817440, 27817436

ADMN. OFFICE & FACTORY : SURVEY NOS. 464 & 482, NEAR IDA, PHASE-V, PATANCHERU - 502 319, SANGAREDDY DIST. TELANGANA  
TEL : 08455-285362, 285363, FAX : 08455-241675, email : cubex@rediffmail.com  
KOLKATA : 033-22436184, FAX : 28610672, CHENNAI : 044-22483187, FAX : 22484630



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## NOTICE

Notice is hereby given that the 01/2026-2027 Extra Ordinary General Meeting of the Members of Cubex Tubings Limited will be held on 6<sup>th</sup> November, 2026 at 10:30 A.M (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to transact the following business:

### **Special Business:**

**Item no. 1** Issue of up to 50,00,000 Warrants convertible into Equity Shares of Face Value Rs. 10 to Promoters and Non-Promoter of the Company on Preferential basis

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

**"RESOLVED THAT** pursuant to provisions of Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) and re-enactment(s) thereof for the time being in force), Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended ("SEBI (ICDR) Regulations, 2018"), the Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011, as amended ("Takeover Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI (LODR) Regulations, 2015") and the rules, regulations, notifications and circulars issued thereunder and other applicable law including any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereon from time to time by the Government of India, the Securities and Exchange Board of India ("SEBI"), Reserve Bank of India ("RBI"), the Ministry of Corporate Affairs, the stock exchange where the equity shares of the Company are listed ("Stock Exchange"), and or any other competent regulatory authority and in accordance with the uniform listing agreements entered into with the Stock Exchange and in accordance with the enabling provisions of the Memorandum of Association and Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions as may be necessary or required from regulatory or other appropriate authorities, including but not limited to the Stock Exchange and SEBI and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting such approval, consents, permissions and sanctions and which terms may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board" which expression shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this Resolution) and subject to such terms, conditions and modifications as the Board may in its discretion impose or agree to, consent of the Members be and is hereby accorded, to authorize, create, issue, offer and allot by way of Preferential Allotment cum private placement, up to 50,00,000 Convertible Warrants at a price Rs. 150/- per warrant each at a price determined under the applicable pricing requirements and supported by the requisite reports, convertible into 50,00,000 Equity Share of Face Value of Rs. 10/- (Rupees Ten Only) each and premium of Rs. 140/- each to persons mentioned below, on Preferential allotment basis for

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cash and in such form and manner and in accordance with the provisions of SEBI (ICDR) Regulations and SEBI Takeover Regulations or other applicable laws and on such terms and conditions as the Board may determine within the terms approved by the Members and applicable law and without requiring any further approval or consent from the Members to the following persons as mentioned below and, on such terms, and conditions as follows:

## Proposed allottees:

| Name of allottee         | Category     | Individual or entity | Warrants  | Consideration Rs. |
|--------------------------|--------------|----------------------|-----------|-------------------|
| CubexSecurities Ltd      | Promoter     | Entity               | 33,90,000 | 50,85,00,000      |
| Ajeet Modi               | Non Promoter | Individual           | 6,00,000  | 9,00,00,000       |
| H & A Unicorns           | Non Promoter | Entity               | 4,05,000  | 6,07,50,000       |
| Ruchas Ventures          | Non Promoter | Partnership Firm     | 4,05,000  | 6,07,50,000       |
| Payal Tandan Shrivastava | Non Promoter | Individual           | 2,00,000  | 3,00,00,000       |

**“RESOLVED FURTHER** THAT in terms of Chapter V of the SEBI (ICDR) Regulations, 2018 (as amended), the “Relevant Date” for the Preferential Issue of the Warrants convertible into Equity Shares is 7<sup>th</sup> October, 2026 determined under Regulation 161(b).

**“RESOLVED FURTHER** THAT without prejudice to the generality of the above, the issue of Equity Warrants shall be subject to following terms:

- Each Warrants is convertible into One (1) Equity Share and the conversion can be exercised by warrant holder(s) at any time during the period of Eighteen (18) months from the date of allotment of Warrants convertible into Equity Shares, in one or more tranches, as the case may be subject to the applicable SEBI ICDR Regulations.
- An amount equivalent to 25% of the issue price will be payable on or before the date of allotment of Warrants convertible into Equity Shares, as prescribed by the SEBI (ICDR) Regulations, which would be adjusted by the Company and appropriated against the issue price of the Equity Shares. The balance of 75% of the issue price of the share warrants shall be payable by the warrant holder(s) at the time of exercising conversion of warrants.
- The warrant holder(s) shall be entitled to exercise the option of exercising any or all of the warrants convertible into equity shares in one or more tranches by way of a written notice which shall be given to the Company, specifying the number of warrants proposed to be converted along with the aggregate amount payable thereon, prior to or at the time of conversion. The Company shall accordingly, without any further approval from the Members of the Company, issue and allot the corresponding number of fully paid-up Equity Shares within fifteen days from exercise of the option and perform such actions as required to credit the Equity Shares to the depository account of the warrant holders.

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iv. The Equity Shares to be allotted on exercise of conversion of the Convertible Warrants shall be in dematerialized form, shall be subject to the Memorandum and Articles of Association of the Company, and shall rank pari passu in all respects, including as to dividend, with the existing Equity Shares of the Company.

v. In the event the warrant holder(s) do not exercise the option of conversion within Eighteen (18) months from the date of allotment of the Convertible Warrants, then such Convertible Warrants shall lapse and the amount paid thereon shall stand forfeited by the Company.

vi. The Equity Shares arising from conversion of the Convertible Warrants shall be listed on BSE Limited and the National Stock Exchange of India Limited, where the Equity Shares of the Company are listed, subject to receipt of necessary regulatory permissions and approvals as the case may be and shall inter alia be governed by the regulations and guidelines issued by SEBI or any other statutory authority.

vii. The Convertible Warrants and the Equity Shares issued pursuant to exercise of the Convertible Warrants shall be locked-in as prescribed under the SEBI (ICDR) Regulations, 2018, as amended, from time to time.

**“RESOLVED FURTHER THAT** the Warrants shall be allotted within fifteen days of passing this Special Resolution or within the period permitted under Regulation 170 of the SEBI ICDR Regulations where an approval or permission is pending. Where the applicable allotment period expires, a fresh special resolution and revised Relevant Date shall be obtained as required under Regulation 170(2).

**“RESOLVED FURTHER THAT** the Warrants and Equity Shares arising on conversion shall be allotted only in dematerialised form. Consideration shall be received through banking channels from the respective allottee's bank account and, for joint applicants, from the bank account of the first-named applicant, in accordance with Regulation 169(4). The Company shall obtain and submit the statutory auditor's certificate under Regulation 169(5).

**“RESOLVED FURTHER THAT** the Board shall apply to BSE Limited and National Stock Exchange of India Limited for in principle approval on the same day as dispatch of this Notice, and obtain the requisite approvals before allotment and listing and trading approvals for the Equity Shares arising on conversion, as applicable.

**“RESOLVED FURTHER THAT** the Warrants shall not confer voting or dividend rights as shareholders before conversion. Appropriate adjustments for corporate actions shall be made in accordance with Regulation 166 and applicable law. No alteration of the approved terms shall dispense with shareholder approval where required by law.

**“RESOLVED FURTHER THAT** the Board be and is hereby authorized to accept any modification(s) in the terms of the aforesaid issue as may be required by the agencies involved in such issue, subject to such conditions as SEBI, RBI and/or such other appropriate authority may impose at the time of granting their approval, as agreed to by the Board.

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**“RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Issue) and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the Members and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Warrants convertible into Equity shares and allotment of Equity shares on conversion of warrants convertible into Equity shares and listing thereof with the Stock Exchanges as appropriate and utilization of proceeds of the issue, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to implement the foregoing within the terms approved by the Members and applicable law.

**“RESOLVED FURTHER THAT** Mr. Virendra Bhandari, Managing Director (DIN:00062228), Mr. Akshay Bhandari, Executive Director (DIN: 09783327), or any other Director or Company Secretary be and are hereby severally authorised to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary and desirable for the purpose of giving effect to the above resolutions, including preparing, signing, executing and filing applications with the relevant authorities for obtaining requisite approvals for the issuance of the Convertible Warrants and the Equity Shares arising on conversion thereof, issuing clarifications, and agreeing to and accepting all such condition(s), modification(s) and alteration(s) as may be stipulated by the relevant authorities.

**“RESOLVED FURTHER THAT** all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.

**“RESOLVED FURTHER THAT** the Board of Directors of the Company (including Committee(s) of the Board), be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

**For CUBEX TUBINGS LIMITED**

Virendra Bhandari  
Managing Director  
DIN: 00062228

Place: Hyderabad  
Date: 14-10-2026



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## NOTES TO THE NOTICE

### CDSL e-Voting System – For e-voting and Joining Virtual meetings.

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM will be provided by CDSL.
3. The Members can join the EGM 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 EGM through VC/OAVM will be made available to at least 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 EGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.

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6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM has been uploaded on the website of the Company at [www.cubextubings.com](http://www.cubextubings.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
7. The EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. In continuation to this Ministry's **General Circular No. 20/2020** dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 10/2022 dated 28.12.2022 and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2023 or 2024, to conduct their AGMs through VC or OAVM on or before 30th September, 2024 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

## THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

- Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.
- (i) The voting period begins on 3<sup>rd</sup> November, 2026 at 10:00 A.M and ends on 5<sup>th</sup> November, 2026 5:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) 30th October, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
  - (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

- (iv) The Board of Directors of the Company at its meeting held on 14<sup>th</sup> October, 2026 has appointed Sarada Putcha Company Secretary Membership No.: 21717, CP No.: 8735 as Scrutinizer to scrutinize the voting and remote e-voting process for the Extraordinary General Meeting in a fair and transparent manner.

The Scrutinizer shall, immediately after the conclusion of voting at the EGM, first count the the results declared along with the Scrutinizer's Report shall be placed on the website of the Company [www.cubextubings.com](http://www.cubextubings.com) and on the website of the E-Voting Agency [CDSL/NSDL] immediately after the declaration of result by the Chairman or a person authorized by him in writing, and communicated to the Stock Exchange(s) where the shares of the Company are listed.

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

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (v) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:



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| Type of shareholders                                                          | Login Method                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
|-------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in Demat mode with CDSL Depository | <ol style="list-style-type: none"> <li>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 to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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 &amp; 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.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol> |
| Individual Shareholders holding securities in demat mode with NSDL Depository | <ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a</li> </ol>                                                                                                                                                                                                                                                                                                                                         |

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| Type of shareholders                                                                                        | Login Method                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
|-------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                                                                                             | <p>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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</p> <p>4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 <b>company name or e-Voting service provider name</b> and you will be re-directed to <b>e-Voting service provider website</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> |
| Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP) | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |

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

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

REGD. OFFICE : 1-7-27 TO 34, 2ND FLOOR, SHYAM TOWERS, S.D. ROAD, SECUNDERABAD - 500 003. TELANGANA.  
TEL : 040-27817440, 27817436

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TEL : 08455-285362, 285363, FAX : 08455-241675, email : cubex@rediffmail.com  
KOLKATA : 033-22436184, FAX : 28610672, CHENNAI : 044-22483187, FAX : 22484630



# CUBEX TUBINGS LIMITED

(AN ISO 9001:2008 CERTIFIED COMPANY)

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| Login type                                                                | Helpdesk details                                                                                                                                                                                                           |
|---------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in Demat mode with <b>CDSL</b> | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911 |
| Individual Shareholders holding securities in Demat mode with <b>NSDL</b> | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at: 022 - 4886 7000 and 022 - 2499 7000                       |

**Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.**

(vi) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

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|                                                 | For Physical shareholders and other than individual shareholder holding shares in Demat.                                                                                                                                                                                                                                                                                           |
|-------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| PAN                                             | <p>Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul> |
| Dividend Bank Details<br>OR Date of Birth (DOB) | <p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>                 |

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

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- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xviii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address [escubextubings@gmail.com](mailto:escubextubings@gmail.com) if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **2 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM.

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10. If any Votes are cast by the shareholders through the e-voting available during the EGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

## PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective **Depository Participant (DP)** which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 21 09911.

## EXPLANATORY STATEMENT UNDER SECTION 102 FOR ITEM 1

The Board of Directors, at its meeting held on 14<sup>th</sup> October, 2026 approved, subject to the approval of Members and other requisite approvals, the issue of up to 50,00,000 warrants, each convertible into one fully paid-up equity shares of face value Rs. 10, at an issue price of 150/- per warrant, including premium of 140/- aggregating to 75,00,00,000 for cash on a preferential basis to the proposed allottees identified below. Approval is sought under Sections 42 and 62(1)(c) of the Companies Act, 2013, the applicable rules and Chapter V of the SEBI ICDR Regulations.

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## 1. Objects and utilisation of proceeds

The Company proposes to utilise 100 percent of the proceeds of the preferential issue towards the procurement and installation of a vacuum melting furnace at its new manufacturing facility, including (Land, Civil & Electrical works, and other balancing equipment) for nuclear, electrical manufacturing of specialized products, aerospace, defence, oil and gas, and other heavy engineering industries for ferrous-based (Special steels -titanium and its alloys, nickel-based, chrome-based etc.) and non-ferrous (oxygen-free copper, Beryllium copper, zirconium/chrome alloys, etc.) to utilize downstream operating equipment for manufacturing industrial and engineering products.

## 2. Material terms of the warrants

Each warrant entitles its holder to one equity share of face value Rs. 10 each. The option may be exercised in one or more tranches within eighteen months from the date of warrant allotment. Twenty-five per cent of the issue price shall be paid on or before warrant allotment and adjusted against the consideration for the equity share; the balance seventy-five per cent shall be paid on exercise and before allotment of the corresponding equity share. Equity shares shall be allotted within fifteen days of exercise. Warrants not exercised within their tenure shall lapse and the amount paid for such unexercised warrants shall be forfeited.

The Warrants and equity shares shall be allotted in dematerialised form. The equity shares shall rank pari passu with existing equity shares, including dividend rights, from allotment. Warrants confer no shareholder voting or dividend rights before conversion. The equity shares shall be listed on BSE and NSE subject to the requisite approvals. Corporate-action adjustments shall comply with Regulation 166.

## 3. Maximum number and issue consideration

| Particulars                                | Details      |
|--------------------------------------------|--------------|
| Maximum warrants                           | 50,00,000    |
| Maximum equity shares upon full conversion | 1,93,18,975  |
| Issue price per warrant Rs.                | 150/-        |
| Premium per resulting equity share Rs.     | 140/-        |
| Aggregate consideration Rs.                | 75,00,00,000 |
| Initial 25% subscription Rs.               | 18,75,00,000 |
| Balance 75% on exercise Rs.                | 56,25,00,000 |

## 4. Class of allottees and intention to subscribe

Class or classes of proposed allottees are Promoter and Non Promoter. None of the Promoters, Directors, Key Managerial Personnel, and Senior management intent to subscribe except us follows:

Cubex Securities Ltd

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## 5. Allottee details and ultimate beneficial ownership

| Name of the Allottee     | Category     | Ultimate Beneficial owner                                        | Current shares and % | Warrants proposed | Shares and % on full conversion | Current and proposed promoter status |
|--------------------------|--------------|------------------------------------------------------------------|----------------------|-------------------|---------------------------------|--------------------------------------|
| Cubex Securities Ltd     | Promoter     | 1) Mohini Bhandari<br>2) Veerendra Bhandari<br>3) Sanjay Singhvi | 18,67,395<br>13.04%  | 33,90,0000        | 28%                             | Promoter                             |
| Ajeet Modi               | Non Promoter | ---                                                              | 0                    | 6,00,000          | 3.10%                           | Non Promoter                         |
| H & A Unicorns           | Non Promoter | 1) Priyanka Himanshu Jain<br>2) Shipra Abhishek Bhutra           | 5,500<br>0.038%      | 4,05,000          | 2.12%                           | Non Promoter                         |
| Ruchas Ventures          | Non Promoter | 1) Priyanka Himanshu Jain<br>2) Shipra Abhishek Bhutra           | 0                    | 4,05,000          | 2.09%                           | Non Promoter                         |
| Payal Tandan Shrivastava | Non Promoter | ---                                                              | 0                    | 2,00,000          | 1.03%                           | Non Promoter                         |

## 6. Pre issue and fully diluted post issue shareholding

| Category                    | Pre issue shares | Pre issue % | Post conversion shares | Post conversion % |
|-----------------------------|------------------|-------------|------------------------|-------------------|
| Promoter and promoter group | 63,60,304        | 44.42%      | 97,50,304              | 50.47%            |
| Public institutions         | 0                | 0           | 0                      | 0                 |

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| Category                  | Pre issue shares | Pre issue % | Post conversion shares | Post conversion % |
|---------------------------|------------------|-------------|------------------------|-------------------|
| Public institutions non   | 79,58,671        | 55.58%      | 95,68,671              | 49.53%            |
| Other applicable category | 0                | 0           | 0                      | 0                 |
| Total                     | 1,43,18,975      | 100.00      | 1,93,18,975            | 100.00            |

Shareholding reference date: 1<sup>st</sup> October, 2026. Existing paid-up equity capital: Rs 14,31,89,750 comprising 1,43,18,975 shares. Other outstanding convertible securities considered in the fully diluted calculation: NIL. Post-conversion paid-up equity capital: Rs. 19,31,89,750 comprising 1,93,18,975 shares.

## 7. Allotment and conversion timetable

Warrant allotment shall be completed within fifteen days of the Special Resolution or within the applicable period under Regulation 170 where regulatory approval or permission is pending. If the applicable period expires without allotment, fresh shareholder approval and a revised Relevant Date shall be obtained as required. The warrants shall be exercisable within eighteen months from allotment and the corresponding equity shares shall be allotted within fifteen days from exercise under Regulation 162(2).

## 8. Relevant Date

The Relevant Date is 7<sup>th</sup> October, 2026 determined under Regulation 161(b). [the date thirty days before this EGM / the date thirty days before the holders become entitled to apply for equity shares]. The selected basis shall be the same as that expressly approved in the Special Resolution.

## 9. Change in control and takeover implications

The issue doesn't result in change in control

## 10. Undertakings on recomputation

The Company undertakes to recompute the price of the specified securities where required under the SEBI ICDR Regulations. If any amount payable on recomputation is not paid within the stipulated period, the specified securities shall continue to remain locked in until the allottees pay that amount.

## 11. Eligibility and regulatory status

The Company shall ensure compliance with Regulations 159 and 160 before proceeding with the issue. Confirmation regarding allottee sales or transfers during the ninety trading days preceding the Relevant Date, including the promoter-group implications and any applicable permitted exception.

None of our promoters and directors are Fugitive Economic Offenders. Outstanding dues to SEBI, Stock Exchanges and depositories, and any admitted appeal or proceeding relevant to Regulation 159(4): NIL. Wilful defaulter or fraudulent borrower status of the issuer, promoters and directors : NA

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The Company shall obtain the proposed allottees' PANs, subject to permitted exemptions, and ensure that all their existing equity holdings in the Company are in dematerialised form before seeking in-principle approval.

## 12. Lock in and transfer restrictions

Unlisted warrants shall be locked in for one year from allotment under Regulation 167. Equity shares arising from exercise by promoters/promoter group shall be locked in for eighteen months from trading approval, subject to the twenty-per-cent total-capital computation and six-month lock-in for excess shares under Regulation 167(1). Shares arising from exercise by non-promoters shall be locked in for six months from trading approval under Regulation 167(2). The reduction of lock-in for prior holding of convertible securities under Regulation 167(3) does not apply to warrants.

The entire pre-preferential allotment shareholding of the allottees shall be locked in from the Relevant Date until ninety trading days from trading approval or, for unlisted warrants, ninety trading days from warrant allotment, as applicable under Regulation 167(6). The trading-approval date is the latest approval date of all relevant Stock Exchanges. Transfers shall comply with Regulations 167 and 168 and the Takeover Regulations, and the remaining lock-in shall continue with a permitted transferee.

## 13. PCS compliance certificate and inspection

Practicing Company Secretary Sarada Putcha; Membership number: 21717; COP number: 8735. The certificate confirming compliance with the SEBI ICDR Regulations shall be placed before the EGM, hosted on the Company's website and made available for electronic inspection. Other documents available for inspection include the pricing workings, applicable valuation report, Board approval and Articles of Association. Inspection contact and arrangements.

## 14. Consideration and private placement requirements

The issue is for cash. Subscription and conversion consideration shall be received from the respective allottee's bank account or the first-named applicant's bank account in the case of joint applicants, through permitted banking channels. The statutory auditor's certificate under Regulation 169(5) shall be submitted to the Stock Exchanges. Private placement offer-cum-application letters, records, separate bank account arrangements, permitted utilisation and statutory filings shall comply with Section 42 and Rule 14.

## 15. Directors KMP and Relatives Interest /Intent

None of the directors, key managerial personnel and their relatives concerned or interested, financially or otherwise

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## 16. Board recommendation

The Board recommends the Special Resolution at Item 1 for approval by the Members. Board approval date is 14<sup>th</sup> October, 2026

For CUBEX TUBINGS LIMITED

  
Virendra Bhandari  
Managing Director

DIN: 00062228

Place: Hyderabad

Date: 14-10-2026



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