CENLUB Industries Limited

CIN : L67120HR1992PLC035087

CIL/AGM/2025-26/203

27.08.2026

The Manager,
Department of Corporate Services,
BSE Limited
1st Floor New Trade Wing
Rotunda Building,
Phiroze Jeejeebhoy Towers
Dalal Street Fort,
Mumbai-400001

Ref.: BSE Scrip Code No.522251: ISIN: INE627F01011

Sub: Annual Report 2025-26 and Notice of 34th AGM

Dear Sir/Ma'am,

Pursuant to Regulation 34(1)(a) of the SEBI (Listing Obligations and Disclosure Requirements)Regulations, 2015, a copy of Annual Report for the financial year 2025-26 along with the Notice of the 34th Annual General Meeting (AGM) of the Company is attached.

The 34th AGM will be held on Wednesday, September 23, 2026 at 10:30 a.m. at Aggarwal Sewa Sadan, D-48, Sector-11, Faridabad-121006, (Haryana) .

Notice of the 34th AGM and Annual Report for the financial year 2025-26 can also be downloaded from website of the company on web link: https://cenlub.in/investor/complete-big-book-25-08-2026.pdf

Kindly disseminate the above Report on your website for the information of shareholders.

Thanking You,

Yours truly,

For CENLUB INDUSTRIES LIMITED

ANSH MITTAL
WHOLE TIME DIRECTOR
DIN: 00041986

+91-8826794470
+91-8826794471

cenlub@cenlub.in
www.cenlub.in

233-234-235, Sector-58,
Faridabad-121004, India

CENLUB INDUSTRIES LTD.

34th ANNUAL REPORT 2025-26

Expanding Horizons

www.cenlub.in

CORPORATE Information

BANKERS	HDFC Bank Limited
AUDITORS	**SINGLA TAYAL & CO.** Chartered Accountants
COMPANY SECRETARY	**ANKUR GOYAL**

REGISTERED OFFICE :

Plot No- 233-234-235 , Sector-58,
Ballabgarh, Faridabad – 121 004(Haryana)
Ph: 91-8826794470 / 71
E mail : cenlub@cenlub.in
Website : www.cenlub.in

DELHI OFFICE :

Office No. 02, G/F
Mandirwali Building
Ch. Dharamveer Market
Badarpur, New Delhi-110044
Contact No. : 9868575032

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34th Annual Report 2025-2026

AGM-2026

DATE : 23.09.2026

DAY : Wednesday

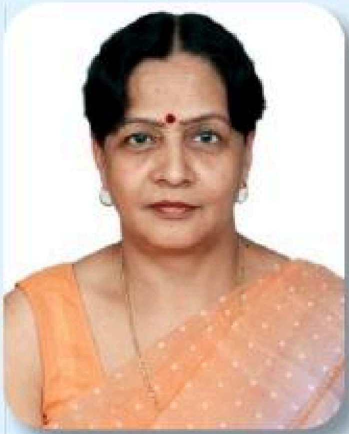
TIME : 10.30 A.M.

VENUE

AGGARWAL SEWA SADAN
D-48, SECTOR-11
FARIDABAD 121006
(HARYANA) INDIA

Chairman's Letter

MESSAGE FROM THE CHAIRPERSON & MANAGING DIRECTOR



Dear Stakeholders,

It is my privilege to present the 34th Annual Report of Cenlub Industries Limited for the financial year 2025–26. During the year, we continued to pursue responsible growth, advance our strategic priorities and reinforce our commitment to a sustainable future while creating enduring value for all stakeholders.

India remains one of the world's fastest-growing economies, supported by resilient domestic demand, continued infrastructure development and a strong emphasis on manufacturing. The Government of India's "Make in India" initiative presents significant opportunities to strengthen domestic capabilities, foster innovation and enhance global competitiveness. In keeping with the theme of this Annual Report, "Engineering a New Era with Made in India," we are working towards building a stronger, more agile and future-ready organisation.

We continue to strengthen our manufacturing ecosystem, enhance operational efficiencies and invest in innovation to support our long-term growth ambitions. Our unwavering focus on quality and customer satisfaction enables us to respond effectively to evolving market requirements and further consolidate our competitive position.

The Board remains firmly committed to upholding the highest standards of corporate governance, transparency and ethical conduct. With a trusted brand, sound governance practices and a clear vision rooted in the spirit of "Made in India," CENLUB is well positioned to pursue sustainable growth and deliver long-term value.

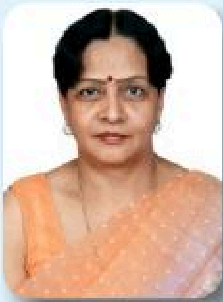
On behalf of the Board, I extend my sincere appreciation to every member of the CENLUB family, as well as our customers, channel partners and shareholders, for their continued trust and support. As we move forward, we remain agile, future-focused and united in our pursuit of excellence.

With warm regards,

Madhu Mittal

Chairperson Cum Managing Director

BOARD OF DIRECTORS



Madhu Mittal
Chairperson and Managing Director

Aman Mittal
Executive Director

Ansh Mittal
Executive Director

Dinesh Kaushal
Director

Kamlesh Kumar Johari
Director

Aalok Sharma
Director

Sanjay Bagaria
Director

NOTICE is hereby given that the 34th (Thirty Fourth) Annual General Meeting ("AGM") of the members of **Cenlub Industries Limited ("the Company")** will be held on **Wednesday, the 23rd September, 2026 at 10.30 A.M.**(IST) at Aggarwal Sewa Sadan, D-48, Sector-11, Faridabad-121006, (Haryana) to transact the following businesses:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026 together with the reports of the Board of Directors and Auditors thereon.

2. To appoint a Director in the place of Mr. Ansh Mittal (DIN: 00041986), who retires by rotation, and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. APPOINTMENT OF MR. SANJAY BAGARIA (DIN-08280162) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

To consider, and if thought fit, to pass, with or without modifications, the following Resolutions as **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 149, 150 and 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules made thereunder and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (including any statutory modification(s) or re-enactment thereof for the time being in force), the provisions of the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, the consent of the Members be and is hereby accorded for appointment of **Mr. Sanjay Bagaria (DIN- 08280162),** who was appointed as an Additional Director (in the capacity of an Independent Director) of the Company by the Board of Directors, with effect from August 13, 2026, and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made thereunder and the Listing Regulations, and who holds office upto the date of this Annual General Meeting in terms of Section 161(1) of the Act, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, to hold office for period of 5 consecutive years commencing from August 13, 2026 to August 12, 2031.

4. TO INCREASE THE BORROWING LIMIT OF THE COMPANY

To considered and, if thought fit, passed with or without modification (s) as **SPECIAL RESOLUTION:**

"**RESOLVED THAT** in supersession of all earlier resolutions passed, if any, by the Company in this regard and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, read with the rules framed thereunder (including any statutory modifications or re-enactment thereof for the time being in force) and the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as 'the Board', which term shall include any Committee constituted or authorized by the Board) to borrow any sum or sums of money from time to time, for the purposes of the Company's business, notwithstanding that the money or monies to be borrowed, together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital, free reserves, and securities premium of the Company, provided however that the total amount so borrowed and remaining outstanding at any one time shall not exceed **INR 100,00,00,000/- (Rupees One Hundred Crores only)**.

"**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters, and things, and to negotiate, finalize, modify, sign, and execute all such agreements, loan documents, deeds, and writings as may be necessary, expedient, or desirable to give full effect to this resolution."

5. TO MORTGAGE THE PROPERTY OF THE COMPANY

To considered and, if thought fit, passed with or without modification(s) as **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with the rules made thereunder and the Articles of Association of the Company, and subject to such other approvals, consents, or permissions as may be necessary, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall include any Committee constitution by the Board for this purpose) to sell, lease, mortgage, charge, hypothecate, or otherwise dispose of or encumber the whole or substantially the whole of the undertaking(s) of the Company, including both movable and immovable properties, present and future, wheresoever situated, in such manner and on such terms and conditions as the Board may deem fit, to secure credit facilities/borrowings availed or to be availed by the Company from banks, financial institutions, or any other lenders, up to an aggregate principal limit of INR 100,00,00,000/- (Rupees One Hundred Crores only), along with interest, additional interest, compound interest, costs, charges, and expenses thereon.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters, and things, and to negotiate, finalize, modify, sign, and execute all such agreements, loan documents, deeds, and writings as may be necessary, expedient, or desirable to give full effect to this resolution."

By Order of the Board of Directors
For Cenlub Industries Limited

Madhu Mittal
Place: Faridabad **Chairperson and Managing Director**
Date: August 13, 2026 **DIN:00006418**

Registered Office:
Plot No-233-234-235,
Sector-58, Faridabad (Haryana)
CIN: L67120HR1992PLC035087
e-mail: investors@cenlub.in
Website : www.cenlub.in

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY, IN ORDER TO BE EFFECTIVE MUST BE DULY COMPLETED, STAMPED, SIGNED AND MUST BE SENT TO THE COMPANY SO AS TO REACH AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FOR HOLDING THE MEETING.**

   Pursuant to the provisions of section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. Proxy Form is enclosed.

   Electronic dispatch of Notice and Integrated Annual Report

   In accordance with Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), read with Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 and such other circulars as applicable, issued by the Securities and Exchange Board of India ("SEBI"), Notice of the AGM and Integrated Annual Report are being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/Depositories.

   Members holding shares in demat mode, who have not registered/updated their email addresses are requested to register/update their email addresses with their respective DP, and members holding shares in physical mode are requested to register/update their email addresses with the Company's RTA, Beetal Financial & Computer Services (P) Limited at beetal@beetalfinancial.com or can intimate the same to the Company.

   Members may note that the Notice of the AGM and Integrated Annual Report for the financial year 2025-26 will also be available on the Company's website at www.cenlub.in, the websites of the Stock Exchanges, i.e. BSE Limited at www.bseindia.com.

   In compliance with Regulation 36(1)(b) of the Listing Regulations, a letter providing details of the web link, including the path, where complete details of the Integrated Annual Report are available, is being sent to those members whose e-mail addresses are not registered with the Company/RTA or with any Depository.

   The Company will also be publishing an advertisement in newspapers containing the details about the AGM i.e., the date and time of the AGM, details for e-voting, availability of notice of the AGM at the Company's website, manner of registering the email IDs of those shareholders who have not registered their email addresses, manner of providing mandate for dividends, and other matters as may be required.

2. **Explanatory Statement/Special Business**

   The Explanatory Statement pursuant to Section 102(1) of the Act and additional details in terms of Regulation 36 of the Listing Regulations, in respect of special businesses under Item Nos. 3, 4 and 5, are set out in the Explanatory Statement annexed to the notice herewith.

3. **Particulars of Directors**

   A statement giving additional details of the Director seeking appointment/re-appointment as set out at Item No. 2&3 is annexed herewith as 'Annexure A' as required under the Listing Regulations and Secretarial Standards II ("SS-2").

4. **Voting through electronic means**

i. In compliance with the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies

(Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide remote e-voting facility to the members of the Company to exercise their right to vote by electronic means in respect of the resolutions to be passed at the 34th Annual General Meeting.

ii. The facility of casting the votes by the members using an electronic voting system from a place other than the venue of the AGM ("remote e-voting") will be provided by the Central Depository Services (India) Limited ("CDSL"). The e-voting facility will be available at the link www.evotingindia.com.

ii. The remote e-voting period commences on Sunday, September20, 2026 (9:00 a.m. I.S.T.) and ends on Tuesday, September22,2026 (5:00 p.m. I.S.T.). During this period, members holding shares either in physical form or in dematerialised form, as on Wednesday, September 16, 2026, i.e. 'Cut-off date', may cast their vote electronically. The remote e-voting module shall be disabled for voting thereafter. Those members who will be present at the AGM and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through during the AGM.

iii. The members who have cast their vote by remote e-voting prior to the AGM may also attend/participate in the AGMbut shall not be entitled to cast their vote again.

iv. The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Companyas on the cut-off date.

v. In the case of joint holders, the member whose name appears as the first holder in the order of names as per theRegister of Members of the Company will be entitled to vote during the AGM.

vi. Ms. Apoorva Singh (ACS COP: 13277) Company Secretary, have been appointed as the Scrutinizer to scrutinize the voting during theAGM and remote e-voting process in a fair and transparent manner.

vii. The result of the e-voting (votes cast during the AGM and votes cast through remote e-voting) will be announced within two working days after the conclusion of the AGM on the Company's website at www.cenlub.in and also communicated to the stock exchanges.

The detailed process and instructions are given in **'Annexure B'** to this Notice.

6. Any person who becomes a member of the Company after the dispatch of this Notice and holds shares as on the Cut-off date may follow the process outlined in 'Annexure B' to this Notice for participating in the AGM as well as for remote e-voting/e-voting at the AGM. Any person who is not a member as on the Cut-off date should treat this Notice for information purposes only.

7. Proxy

Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. The Notice of the Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-voting process along with printed attendance slips and proxy forms can be downloaded from the link www.cenlub.in or **www.evotingindia.com.**

8. Inspection of documents

The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act along with all other documents referred to in this Notice, will be available for inspection for the members without any fee from the date of circulation of this Notice up to the date of AGM, i.e. September 23, 2026. Members seeking to inspect can send an e-mail to the secretarial department of the Company at Investors@cenlub.in

9. We would like to draw your kind attention to the following urgent matters, which require your immediate action:

- **PAN, KYC, NOMINATION AND BANK DETAILS**

SEBI vide its Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026has mandated all listed entities to ensure that members holding shares in physical form shall update their PAN,KYC, Nomination and Bank account details (if not updated or provided earlier) through the respective RTA.Accordingly, members are requested to update the requisite details and the forms for the same are available at https://www.cenlub.in

Service requests or investor complaints from any member cannot be processed by RTA until registration/updation ofPAN, KYC, Nomination and Bank account details in the records of the Company's RTA. Members holding shares inelectronic form are requested to submit their PAN, KYC, Bank and Nomination details to their depository participants.

- **INTIMATING CHANGE**

Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such asname of the bank and branch details, bank account number, MICR code, IFSC code, etc.:

a. **For shares held in electronic form:** to their Depository Participants (Dps)

b. **For shares held in physical form:** register/update the details in prescribed Form ISR-1 and other relevant forms with RTA of the Company at Investors @cenlub.in. beetalrta@gmail.com or by writing to them at Beetal Financial & Computer Services (P) Limited, Address: Beetal House, 3rd Floor, 99, Madangir, Behind LSC, Near Dada Harshukhdas Mandir, New Delhi -110062, Ph.: 011-29961281-83; Email Id:beetal@beetalfinancial.com.

- **DEMATERIALISATION OF SHARES**

SEBI vide its Master Circular HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 06, 2026 and SEBI(LODR) Regulations, 2015, has mandated that, except in case of transmission or transposition of securities, requestsfor effecting transfer of securities shall not be processed unless the securities are held in the dematerialized ("Demat")form with a depository. In light of the same, shareholders are requested to kindly convert their physical shares inDemat form to avoid the hassle in the transfer of shares. The request for transmission or transposition of securitiesheld in physical or dematerialized form shall be effected only in dematerialized form.

- **ISSUANCE OF SECURITIES IN DEMATERIALISED FORM IN CASE OF INVESTOR SERVICE REQUESTS**

Members may please note that SEBI vide its Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026dated February 06, 2026, has mandated the listed companies to issue securities in dematerialised form only while processing service requests viz. issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate;consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to submit a duly filled and signed Form ISR – 4, the format of which is available on the Company's website at http://www.cenlub.in It may be noted that any service request can be processed only after the folio is KYC Compliant.

- **UNCLAIMED DIVIDEND**

Members are requested to note that dividend, if not encashed for a consecutive period of seven years from the dateof transfer to the Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Educationand Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred tothe Demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from theCompany within the stipulated timeline. The Members whose unclaimed dividends/shares have been transferredto IEPF, may claim the same by making an application to the IEPF Authority in Form No. IEPF-5 available on: www.iepf.gov.in.

Details of shares transferred to the IEPF Authority are available on the Company website and the same can be accessedthrough the link: https://www.cenlub.in. The said details have alsobeen uploaded on the IEPF Authority website and the same can be accessed through the link : www.iepf.gov.in.

Members who wish to claim their unclaimed dividend(s) may send a written request to the Company at the e-mail Id investors@cenlub.in or by post to company Plot No-233-234-235, Sector-58, Ballabgarh, Faridabad-121004(Haryana)

- **DISPUTE RESOLUTION:**

SEBI has established a common Online Dispute Resolution Portal ("ODR Portal -https://smartodr.in/login") to raisedisputes arising in the Indian Securities Market. After exhausting the option to resolve their grievances with the RTA/Company directly and through the SCORES platform, investors can initiate dispute resolution through the ODR Portal.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

As required by Section 102(1) of the Companies Act, 2013 (**"the Act"**), the following Explanatory Statement sets out the materialfacts relating to the Special Business mentioned under item no. 3, item no. 4 and item no. 5 of the accompanying Notice:

ITEM NO. 3

The Board of Directors of the Company, at its meeting held on August 13, 2026, Pursuant to Section 149, 152 & 161 read with Schedule IV of the Companies Act, 2013 ('the Act') and other applicable provisions & on the recommendation of the Nomination and Remuneration Committee had appointed Mr.

Sanjay Bagaria as an Additional Director of the Company in the category of Independent Director for period of 5 consecutive years w.e.f 13th August , 2026, not liable to retire by rotation, subject to consent of the Members of the Company at the ensuing AGM.

Pursuant to Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Listed Entity shall ensure that the approval of shareholders for the appointment or re-appointment of a person on the Board of Directors or as a Manager is obtained at the next General Meeting or within a period of three months from the date of such appointment or re-appointment, whichever is earlier.

As an Additional Director, Mr. Sanjay Bagaria holds office till the date of the AGM and is eligible for being appointed as an Independent Director. The Company has received necessary declaration(s) from Mr. Sanjay Bagaria confirming that he meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 ("Act") and the rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mr. Sanjay Bagaria is not disqualified from being appointed as a Director under provisions of Section 164 of the Companies Act, 2013, nor debarred from holding the office of director by virtue of any SEBI order or any other such authority and has given his consent to act as a Director of the Company.

Mr. Sanjay Bagaria has done B. Tech in Electronicsfrom Delhi College of Engineeringand Diploma in Japanese from Japan Cultural Centre. He has more than 27 years of experience asSr. General Manager in M/s. Hitachi India Pvt. Limited.

The matter regarding regularization of Mr. Sanjay Bagaria as Independent Director for first term of 5 years was placed before the Nomination & Remuneration Committee, which recommended his appointment as an Independent Director for first term of Five years starting from August, 13 2026.

In the opinion of the board, Mr. Sanjay Bagaria fulfils the conditions for his appointment as an independent director as specified in the act and listing regulations and is independent of the management.

Your Board believes that Mr. Sanjay Bagaria induction on the Board will support in broadening the overall expertise of the Board and will bring wide experience particularly in the areas of corporate governance.

The terms and conditions of appointment of Independent Director will be open for inspection at the Registered office of the Company by any member during normal working hours and will also be available on the website of the company at www.cenlub.in, subject to approval of the member for appointment at annual general meeting.

Also, in the opinion of the Board, Mr. Sanjay Bagaria fulfills the conditions specified in the Act and the Rules made thereunder for appointment as an Independent Director and he is independent of the management.

In compliance with the provisions of Section 149 read with Schedule IV of the Act, the appointment of Mr. Sanjay Bagaria as Independent Director is now being placed before the Members in ensuing general meeting for their approval.

Copy of the draft letter for appointment of Mr. Sanjay Bagaria would be available for inspection without any fee by the Members at the Registered Office of the Company during normal business hours on any working day.

Save and except Mr. Sanjay Bagaria and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors/Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No.3.

The Board recommends the Special Resolution set out at Item No. 3 of the Notice for approval of the members.

ITEM NO. 4

As per the provisions of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow money in excess of the aggregate of the Company's paid-up share capital, free reserves, and securities premium without the approval of the members by way of a Special Resolution.

Keeping in view the Company's Composite Scheme of Arrangement, business expansion plans, working capital requirements, and future capital expenditures, the current borrowing limits may prove insufficient. Accordingly, the Board proposes to increase the borrowing limit up to INR 100,00,00,000/- (Rupees One Hundred Crores only) which requires prior approval of the members by way of a Special Resolution.

The Board recommends the resolution set out at Item No. 4 in the notice for your approval as Special Resolutions.

None of the Directors, Key Managerial Personnel of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution No. 4.

ITEM NO. 5

The Company is planning to avail new financial facilities up to an aggregate limit of INR 100,00,00,000/- (Rupees One Hundred Crores only)from various banks/financial institutions. To secure these borrowings, the lenders require a mortgage or first charge over the movable and immovable assets of the Company.

Since mortgaging or creating a charge on the properties of the Company may be construed as disposing of the whole or substantially the whole of the company's undertaking under Section 180(1)(a) of the Companies Act, 2013, it requires the prior approval of the shareholders by way of a Special Resolution.

The Board recommends the resolution set out at Item No. 5 in the notice for your approval as Special Resolutions.

None of the Directors, Key Managerial Personnel of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution No. 5.

By Order of the Board of Directors
For Cenlub Industries Limited

Madhu Mittal
Chairperson and Managing Director
DIN:00006418

Place: Faridabad
Date: August 13, 2026

Registered Office:
Plot No-233-234-235,
Sector-58, Faridabad (Haryana)
CIN: L67120HR1992PLC035087
e-mail : investors@cenlub.in
Website : www.cenlub.in

Annexure 'A'

Details of Directors seeking re-appointment [Information pursuant to Regulation 36 of the Listing Regulations and Secretarial Standards II]

ITEM NO. 3

Mr. Sanjay Bagaria

Mr. Sanjay Bagaria has done B. Tech in Electronicsfrom Delhi College of Engineeringand Diploma in Japanese from Japan Cultural Centre. He has more than 27 years of experience as Sr. General Manager in M/s. Hitachi India Pvt. Limited

Date of Birth and Age : February 17, 1960 - 66 years

Date of first appointment on the Board : August 13, 2026

Educational qualification: B. TECH–Electronics from University of Delhi

Relationship with other Directors, Managers and other Key Managerial Personnel of the Company: Not related to any Director,Manager or Key Managerial Personnel

Terms and conditions of appointment : Mr. Sanjay Bagaria will serve for a consecutive period of five (5) years commencing from August 13, 2026 till August 12, 2031 as a Non-Executive Independent Director, not liable to retire by rotation.

Mr. Sanjay Bagaria shall be entitled to sitting fees and commission not exceeding the limits as provided under the Act and Listing Regulations, as may be recommended by the NRC and decided by the Board from time to time, as well as reimbursement of expenses for attending Board and committee meetings.

Shareholding in the Company (as on March 31, 2026): Mr. Sanjay Bagaria does not hold any shares in the Company.

Listed entities (other than Cenlub Industries Ltd) in which Directors holds directorship and committee membership: NIL

Listed entities from which the person has resigned in the past three years: NIL

Key terms and conditions of appointment: Not liable to retire by rotation & other terms and conditions as mentioned in Item no. 3 of Notice and explanatory statement

No. of Board Meetings attended in (FY 2025-26) N.A

Annexure 'B'

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING THE GENERAL MEETING 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 remote e-voting period begins on Sunday, September 20, 2026 at 09:00 A.M. and ends on Tuesday, September 22, 2026 at 05:00 P.M.The reafter, the remote e-voting module shall be disabled by CDSL for voting. The Members, whose names appear in the Register of Members/Beneficial Owners as on the record date (cut-off date), i.e. **Wednesday, September 16, 2026,** may cast their votes electronically. The voting rights 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 **Wednesday, September 16, 2026.**

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

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

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

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

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

Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode **CDSL/NSDL** is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	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 cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 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 & My Easi New (Token) 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

Type of shareholders	Login Method
	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 with **NSDL Depository**	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: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under '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 2) If the user is not registered for IDeAS e-Services, option to register is available at http://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or clickat http://eservices.nsdl.com/SecureWeb/IDeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: http://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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4) 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 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 & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	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.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
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 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.

(i) Login method for Remote e-Voting 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.

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.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:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • 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.
Dividend Bank Details OR Date of Birth (DOB)	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. • 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.

(i) After entering these details appropriately, click on "SUBMIT" tab.

(ii) 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.

(iii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(iv) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(v) 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.

(vi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(vii) 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.

(viii)Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(ix) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(x) 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.

(xi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xii)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 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..

- 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 investors@cenlub.in (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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 (selfattested 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 e-Voting from the CDSL e-Voting System, you can write an email to 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 or call at toll free no. 1800 21 09911

CENLUB INDUSTRIES LIMITED

CIN : L67120HR1992PLC035087

Regd. Office & Works : Plot No. 233-234-235, Sector-58, Ballabgarh, Faridabad – 121004 Phone No. : 08826794470, 71

E-mail : cenlub@cenlub.in Website : www.cenlub.in

FORM NO.MGT-11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN:	L67120HR1992PLC035087		
Name of the Company:	CENLUB INDUSTRIES LIMITED		
Registered Office:	Plot No. 233-234-235, Sector-58, Ballabgarh, Faridabad – 121004		
Name of the member(s)			
Registered Address:			
E-mail Id			
Folio No/Client Id		DP ID	

I/We, being the member(s) of Cenlub Industries Limited holding .... shares of the above named company, hereby appoint:

1. Name	
Address	Signature
E-mail Id	
or failing him	
2. Name	Signature
Address	
E-mail Id	
or failing him	
3. Name	Signature
Address	
E-mail Id	
or failing him	

As my/our proxy to attend and vote(on a poll) for me/us and on my/our behalf at the 34th Annual General Meeting of the Company to be held on Wednesday, the 23rd September,2026 at 10.30 A.M. at Aggarwal Sewa Sadan, D-48, Sector -11, Faridabad-21006 (Haryana) and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No. as per Notice

S. No.	RESOLUTIONS	FAVOUR	AGAINST
1.	Adoption of financial statements for the financial year ended march 31, 2026		
2.	Re-appointment of Mr. Ansh Mittal (DIN: 00041986) as executive director, liable to retire by rotation		
3.	Appointment of Mr. Sanjay Bagaria(DIN:08280162) as an Independent Director of the company		
4.	To Increase the Borrowing Limit of the Company		
5.	To Mortgage the Property of the Company.		

Signed this .... day of 2025

Affix a Revenue Stamp

Signature of Shareholder ....

Signature of Proxy holder(s) ....

Note: This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the meeting.

CENLUB INDUSTRIES LIMITED

CIN : L67120HR1992PLC035087

Regd. Office & Works : Plot No. 233-234-235, Sector-58, Ballabgarh, Faridabad – 121004
Phone No. : 08826794470, 71, 72
E-mail : cenlub@cenlub.in Website : www.cenlub.in

Folio No./DP ID/Client ID No.	
No of Shares Held	

ATTENDANCE SLIP

I/We record my/our presence at the 34th Annual General Meeting of the Company to be held at Aggarwal Sewa Sadan, D-48, Sector -11, Faridabad -121006 (Haryana) on Wednesday, the 23rd September, 2026 at 10:30 A.M.

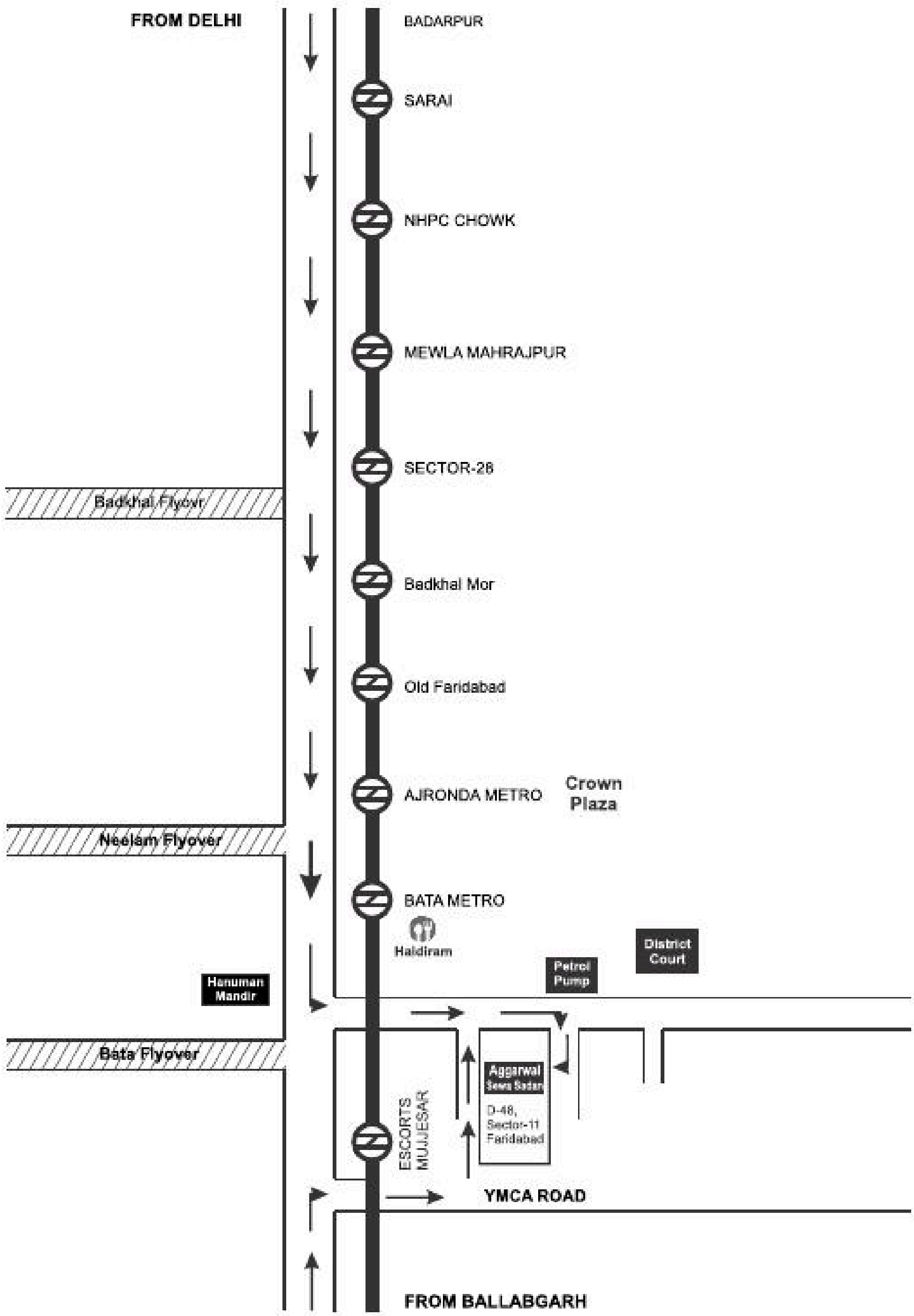
NAME OF THE SHAREHOLDER(S) (in Block Letters)	
SIGNATURE OF THE SHAREHOLDER(S)	
NAME OF THE PROXY (in Block Letters)	
SIGNATURE OF THE PROXY	

NOTE: You are requested to sign and hand over this slip at the entrance of the meeting venue.

The Electronic Voting Particulars are as follows:

EVSN	USER ID	SEQUENCE NO.

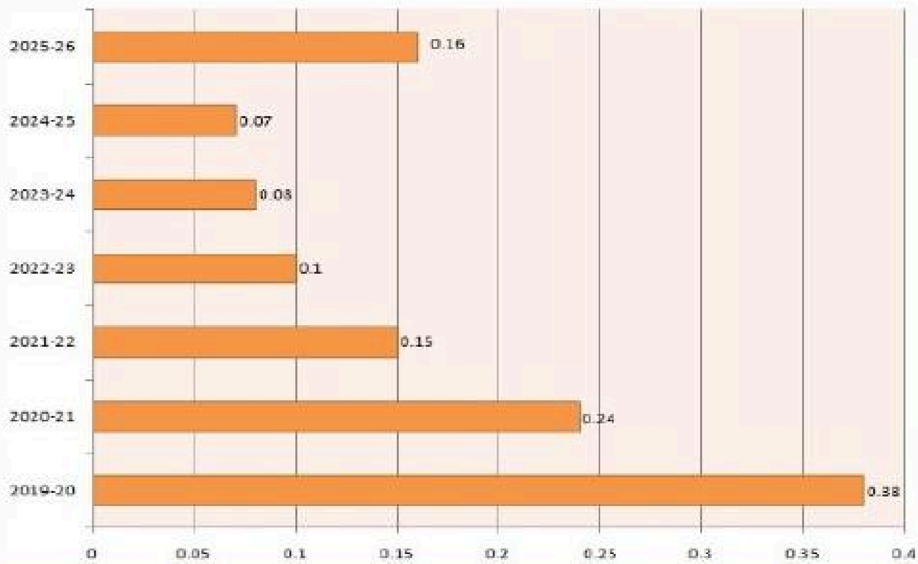
Map of the Meeting of the Venue



Events of Annual General Meeting - 2024-2025

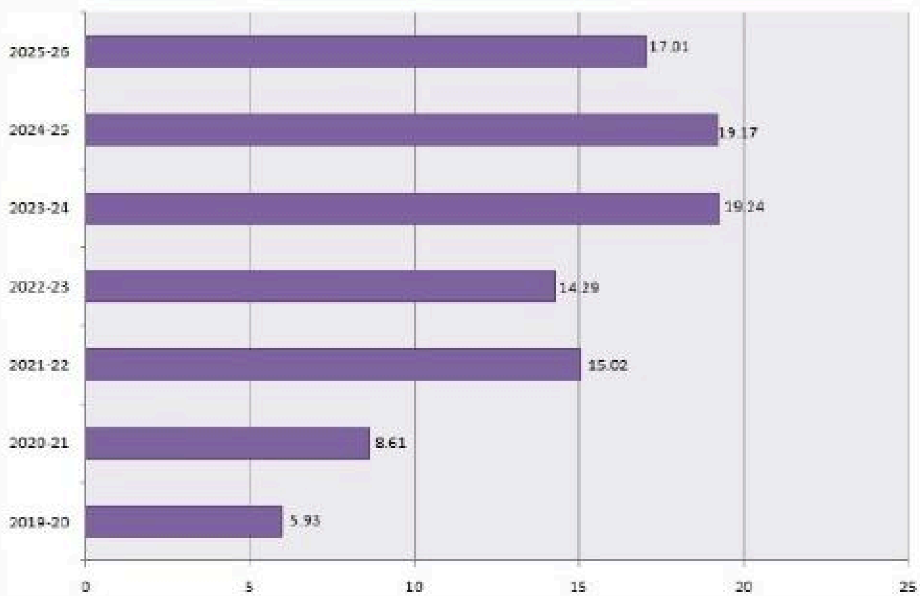
Debts Equity Ratio (RS.)

2019-20	2020-21	2021-22	2022-23	2023-24	2024-25	2025-26
0.38	0.24	0.15	0.1	0.08	0.07	0.16



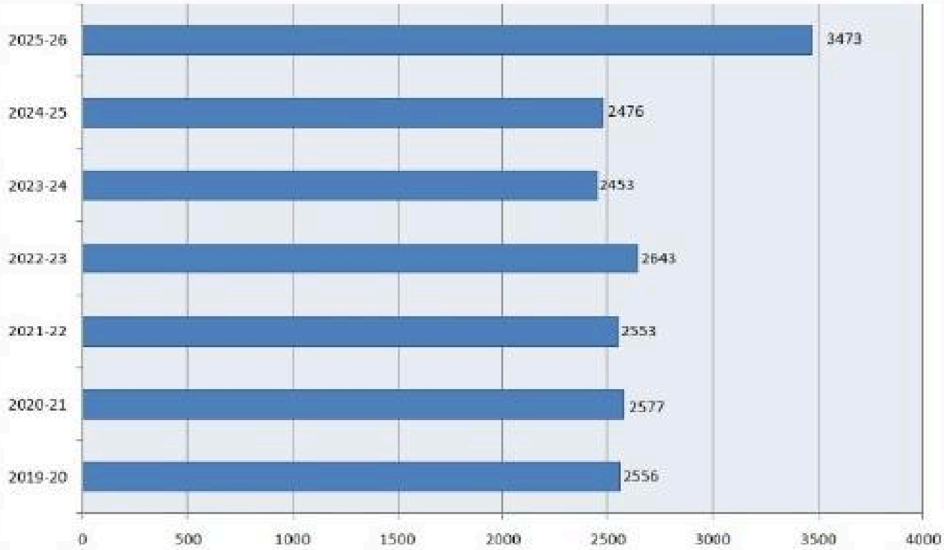
Earning per share (Rs.)

2019-20	2020-21	2021-22	2022-23	2023-24	2024-25	2025-26
5.93	8.61	15.02	14.29	19.24	19.17	17.01



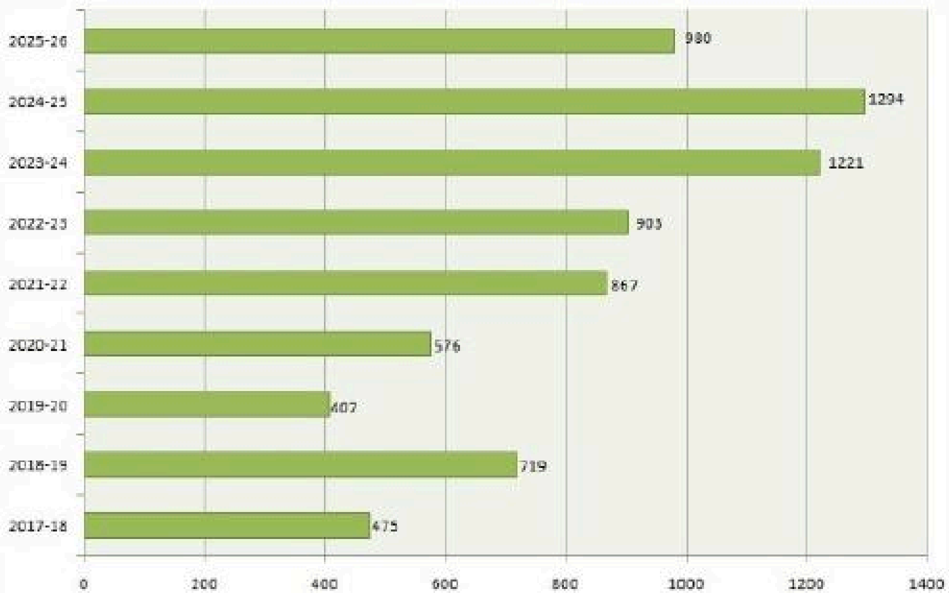
Gross Fixed Assets (Rs.in Lacs)

2019-20	2020-21	2021-22	2022-23	2023-24	2024-25	2025-26
2556	2577	2553	2643	2453	2476	3473



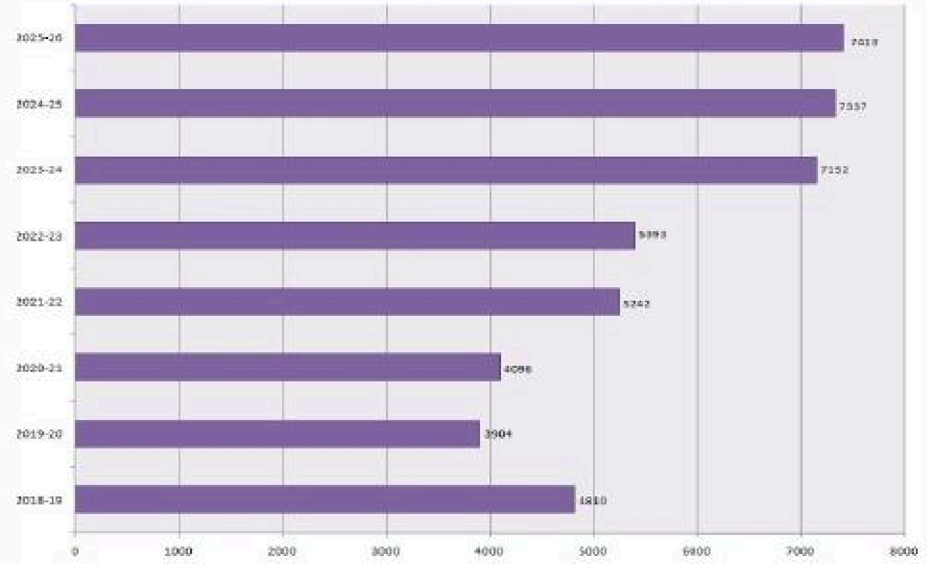
Profit Before Tax (RS. in Lacs)

2017-18	2018-19	2019-20	2020-21	2021-22	2022-23	2023-24	2024-25	2025-26
475	719	407	576	867	903	1221	1294	980



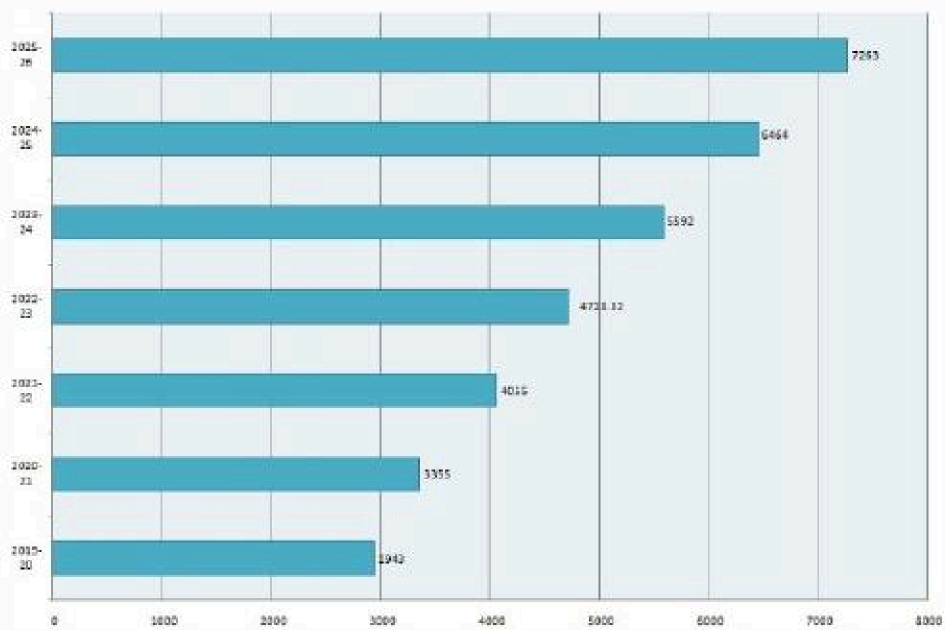
Revenue (Sales) (Rs. in Lacs)

2018-19	2019-20	2020-21	2021-22	2022-23	2023-24	2024-25	2025-26
4810	3904	4096	5242	5393	7152	7337	7413



Share Holder's Fund (Rs. in Lacs)

2019-20	2020-21	2021-22	2022-23	2023-24	2024-25	2025-26
2943	3355	4055	4723.32	5591.73	6464	7263



REGISTERED POST

If undelivered, please return to :

CENLUB INDUSTRIES LTD.

Plot No. 233-234-235, Sector-58, Ballabgarh, Faridabad-121004 (Haryana)

Tel. : +91-8826794470 / 71

E-mail : cenlub@cenlub.in, Website : www.cenlub.in