

L.T. ELEVATOR LIMITED
CIN: U31909WB2008PLC128871
(Formerly Known as L.T. Elevator Private Limited)

L.T. ELEVATOR[®]

Corporate & Registered Office:
Capricorn Nest, 3 Gobinda Auddy Road,
P.O.: Alipore Kolkata – 700027, West Bengal India
Phone: 033-2448-0447
Email: Info@lteelevator.com / Web: www.lteelevator.com

Date: 22nd May 2026

To,
The Corporate Relationship Department
BSE Limited Phiroze Jeejeebhoy Towers,
1st Floor, Dalal Street, Mumbai-400001

Dear Sir/Madam,

Sub: Notice of Extra Ordinary General Meeting of the Company.
Ref: Scrip Code: 544518

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the Extra Ordinary General Meeting of the Shareholders of the Company will be held on Saturday, June 13, 2026 at 11:00 AM (IST) through Video Conference/Other Audio-Visual Means and notice of the Extra Ordinary General Meeting along with explanatory statement to transact the business as mentioned in the notice of the meeting is attached herewith. Kindly take the same in your records. Kindly take the same in your records.

Thanking you,

FOR, L. T. ELEVATOR LIMITED

Mr. Arvind Gupta
Managing Director
DIN: 00253202
Place: Kolkata

L.T. ELEVATOR®

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Reg. Office: Capricorn Nest, 3 Gobinda Auddy Road,

P.O.: Alipore Kolkata – 700027, West Bengal India

CIN: U31909WB2008PLC128871 **Email:** Info@ltelevator.com **Web:** www.ltelevator.com

NOTICE

NOTICE IS HEREBY GIVEN THAT THE EXTRA ORDINARY GENERAL MEETING OF MEMBERS OF **L. T. ELEVATOR LIMITED** “THE COMPANY” WILL BE HELD ON **SATURDAY, JUNE 13, 2026 AT 11:00 AM (IST)** THROUGH VIDEO CONFERENCING/OTHER AUDIO-VISUAL MEANS TO CONSIDER AND TRANSACT THE FOLLOWING BUSINESSES:

Special Business:

1) INCREASE IN AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY:

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

“**RESOLVED THAT** subject to Section 13, 61 and 64 and other applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and subject to such other approval(s) from the concerned Statutory Authority(ies), the consent of the members of the Company be and is hereby accorded to increase and alter the authorized share capital of the Company from Rs. 20,00,00,000/- (Rupees Twenty Crores Only) divided into 2,00,00,000 equity shares of Rs. 10/- (Rupees Ten each) **to** Rs. 22,00,00,000/- (Rupees Twenty-Two Crores only) divided into 2,20,00,000 equity shares of Rs. 10/- (Rupees Ten each) and thereby to alter the authorized share capital clause of the Memorandum of Association and that all the shares shall rank pari passu to the existing Equity shares of the Company.

RESOLVED FURTHER THAT the existing Clause V of the Memorandum of Association of the Company shall be altered by deleting the same and substituting in its place and instead thereof, the following as a new Clause V:

V. "The Authorized share capital of the Company is Rs. 22,00,00,000/- (Rupees Twenty-Two Crores Only) divided into 2,20,00,000 (Two Crore and Twenty Lakhs Only) equity shares of Rs. 10/- (Rupees Ten) each."

RESLOVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company (“the Board”) (which expression shall also include a duly authorized Committee thereof) be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise in relation to the above and to settle all matters arising out of and incidental thereto and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things and to give from time to time such directions as may be necessary, proper, expedient or incidental or desirable, and to settle any question, difficulty or doubt that may arise in this regard and also to delegate all or any of the powers herein vested in the Board to any Director(s) or any other Key Managerial Personnel or the Officer(s) of the Company as may be required in order to give effect to the aforesaid Resolution.”

2) To alter the Articles of Association of the Company

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

“RESOLVED THAT pursuant to the provisions of Sections 14, 62, and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder, and subject to the provisions of the Memorandum and Articles of Association of the Company, SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”) and other applicable SEBI regulations, and subject to the approval of the members of the Company and such other approvals, permissions and sanctions as may be necessary from appropriate authorities, the consent of the Board be and is hereby accorded to alter the Articles of Association of the Company by inserting the the following provision in Clause II- Article I of the Articles of Association of the Company:

“Notwithstanding anything contained in these Articles, the Company shall be entitled to issue, offer and allot Convertible warrants or Convertible Securities (including but not limited to fully or partly convertible debentures or any other instruments convertible into equity shares), whether by way of preferential allotment, rights issue, private placement or otherwise, in accordance with the provisions of the Companies Act, 2013, and the rules made thereunder, SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of law as may be applicable from time to time. Such convertible instruments may be issued on such terms and conditions, including but not limited to the tenure of conversion, conversion price or pricing formula, payment terms, entitlement ratio, exercise period, etc., as may be determined by the Board of Directors or any committee thereof, in accordance with the applicable laws.”

RESOLVED FURTHER THAT the Board or, Company Secretary of the Company be and is hereby severally authorized to do all such act (s), deed(s) and things including all forms, documents, filing with Ministry of Corporate Affairs/ Registrar of Companies, Stock Exchanges, Depositories or any other agency as may be necessary and incidental to give effect to the aforesaid Resolution.

3) TO ISSUE UPTO 21,27,563 EQUITY SHARES ON PREFERENTIAL ISSUE BASIS FOR CONSIDERATION AT CASH:

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

“RESOLVED THAT pursuant to the provisions of Sections 23(1)(b), 42, 62 and other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’) or any other applicable law, the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the ‘SEBI ICDR Regulations’) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the ‘SEBI Listing Regulations’), the listing agreement entered into by the Company with BSE Limited (‘Stock Exchange’) on which the Equity Shares having face value of Rs. 10/- each of the Company (‘Equity Shares’) are listed and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs, the Securities and Exchange Board of India (‘SEBI’) and/ or any other competent authorities, whether in India or abroad (hereinafter referred to as ‘Applicable Regulatory Authorities’) from time to time to the extent applicable and 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 and subject to such conditions as may be imposed or prescribed while granting such approvals, consents, permissions and sanctions, which the Board of Directors of the Company (hereinafter referred to as the ‘Board’ which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board to exercise its powers including the powers conferred by this Resolution) may agree, the consent of the members of the Company be and is hereby accorded to the Board of Directors to create, issue, offer and allot in one or more tranches upto 21,27,563 (Twenty-One Lakh Twenty-Seven Thousand Five Hundred and Sixty-Three) Equity Shares of face value of Rs. 10/- (Rupees Ten only) each in dematerialized form, on Preferential basis (‘Preferential Issue’), to non-promoters for cash at a price of Rs. 188/- (Rupees One Hundred Eighty-Eight Only) including a securities premium of Rs. 178/- (Rupees One Hundred Seventy-Eight Only) per Equity Share to the following persons for a total consideration of upto Rs.

39,99,81,844/- (Rupees Thirty-Nine Crore Ninety-Nine Lakh Eighty-One Thousand Eight Hundred and Forty-Four Only), on such terms and conditions as may be determined by the Board in accordance with the SEBI ICDR Regulations and other applicable laws;

Sr. No.	Name of the proposed Allottee	Maximum no. of Equity Shares proposed to be allotted	Category
1.	Bandhan Small Cap Fund	10,80,000	Non-Promoter
2.	Motilal Oswal Financial Services Limited	2,65,957	Non-Promoter
3.	Gracious Advisors LLP	2,65,957	Non-Promoter
4.	Ajay kumar Agarwal	1,32,978	Non-Promoter
5.	Aditi Chhapparwal	84,800	Non-Promoter
6.	Shyam Sunder Jaju	79,787	Non-Promoter
7.	Nine Alps Trust-Nine Alps Opportunity Fund	39,893	Non-Promoter
8.	Vira AIF Trust- Vira Bharat Opportunities Fund	39,893	Non-Promoter
9.	Sandeep Singh	26,596	Non-Promoter
10.	Taori Amol Babulalji (HUF)	26,596	Non-Promoter
11.	Rainbow Agri Commodities Pvt. Ltd.	26,596	Non-Promoter
12.	Amit R. Agarwal	26,596	Non-Promoter
13.	Nirvair Lalwani	15,957	Non-Promoter
14.	Rohit Ramasubramanian HUF	15,957	Non-Promoter
	Total	21,27,563	

RESOLVED FURTHER THAT in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the relevant date for determining the minimum issue price for the Preferential Allotment of the Equity Shares is Thursday, May 14, 2026, being the date 30 days prior to the date of this Extraordinary General Meeting which is scheduled on Saturday, June 13, 2026 and the minimum issue price has been determined accordingly in terms of the applicable provisions of the ICDR Regulations.

RESOLVED FURTHER THAT, without prejudice to the generality of the above resolution, the issue of the Equity Shares to Proposed Allottees under the Preferential Allotment shall be subject to the following terms and conditions apart from others as prescribed under applicable laws and regulations;

- a) The full consideration in respect of Equity Shares shall be paid by the Proposed Allottees on or prior to the date of allotment of Equity Shares and the consideration must be paid from respective Proposed Allottees' bank account.
- b) The Equity Shares proposed to be allotted shall be fully paid up and rank pari passu with the existing Equity Shares of the Company bearing ISIN: INE0TJ801010 in all respects (including voting powers and the right to receive dividend) from the date of allotment thereof, be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.
- c) The Equity Shares to be allotted shall be subject to lock-in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations and will be listed on the Stock Exchange subject to receipt of necessary permissions and approvals.
- d) The Equity Shares shall be allotted in dematerialized form within a period of 15 days from the date of passing of the special resolution by the Members, provided that where the allotment of Equity Shares is subject to receipt of any approval or permission from any regulatory authority or Government of India, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions.
- e) The Subscription Shares to be allotted to the Proposed allottees shall be listed on the stock exchange where the existing equity shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals as the case may be.

- f) The pre-preferential shareholding, if any, of the Proposed Investors shall be under lock-in for such period as may be prescribed under Chapter V of the SEBI ICDR Regulations.
- g) The equity shares so allotted to the Proposed Allottee under this resolution shall not be sold, transferred, hypothecated, or encumbered in any manner during the period of lock in provided under SEBI ICDR Regulations, 2018 except to the extent and in the manner permitted thereunder;
- h) The preferential issue shall not result in a change in control, and the preferential issue does not envisages the allotment of more than five percent of the post-issue fully diluted share capital of the Company, to any Proposed Allottee;

RESOLVED FURTHER THAT as required under the provisions of Regulation 163(2) of SEBI ICDR Regulations, a certificate dated May 22, 2026 issued by Nikita Agarwal, Proprietor of M/s Nikita R Agarwal & Associates, Practicing Company Secretaries, certifying, inter alia, that the Preferential Issue is being made in accordance with the Chapter V of the SEBI ICDR Regulations is noted and taken on record.

RESOLVED FURTHER THAT subject to the receipt of requisite approvals as may be required under applicable law, consent of the members of the Company is hereby accorded to record the name and details of the Proposed Investors in Form PAS-5 and the Board of Directors of the Company be and is hereby authorized to make an offer to the Proposed Investors through Letter of Offer/ Private Placement Offer Letter cum application letter in Form PAS-4 or such other form as prescribed under the Act and SEBI ICDR Regulations containing the terms and conditions of the Investors Preferential Issue (“Offer Document”) after passing of this resolution and upon receiving the applicable regulatory approvals and within the timelines prescribed under the applicable laws.

RESOLVED FURTHER THAT subject to any applicable statutory approval(s) or permission(s), if required, the aforesaid approval accorded by the members of the Company, shall not become infructuous in its entirety for the mere reason that if any of the above Proposed Allottee(s) is/are held either ineligible or disqualified or otherwise failed to comply with any of the statutory requirement including the terms of this approval by members; and the Board/Committee(s) of the Board may, in the best interest of the Company, give effect to this resolution after eliminating the name(s) of such Proposed Allottee(s).

RESOLVED FURTHER THAT, the Board be and is hereby authorized to accept any modification(s) in the terms of issue of Equity Shares, subject to the provisions of the Act and the SEBI ICDR Regulations, without being required to seek any further consent or approval of the Members.

RESOLVED FURTHER THAT, the Board be and is hereby authorized to delegate all or any of the powers herein conferred, as it may deem fit in its absolute direction, to any Committee of the Board or any one or more Director(s)/Company Secretary/ any Officer(s) of the Company to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT, for the purpose of giving effect to this Resolution, the Board be and is hereby authorised 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 Equity Shares and listing thereof with the Stock Exchange as appropriate and utilisation of proceeds of the issue, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT all actions taken by the Board or Committee(s) duly constituted for this purpose in connection with any matter(s) referred or contemplated in any of the foregoing resolution(s) be and are hereby approved, ratified and confirmed in all respects.”

4) To Issue Fully Convertible Warrants On A Preferential Issue 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 the provisions of Sections 23(1)(b), 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, as amended (the “Act”), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in terms of the provisions of the Foreign Exchange Management Act, 1999, as amended or restated (“FEMA”), and rules, circulars, notifications, regulations and guidelines issued under FEMA, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the “SEBI ICDR Regulations”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”), the Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011 (the “SEBI Takeover Regulations”) each as amended from time to time, the listing agreements entered into by the Company with BSE Limited (the “Stock Exchange”) where the securities of the Company are listed, and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs (“MCA”), the Reserve Bank of India (“RBI”), the Securities and Exchange Board of India (“SEBI”) and/or any other competent authorities (hereinafter referred to as "Applicable Regulatory Authorities") from time to time to the extent applicable and the enabling provisions of the Memorandum of Association and Articles of Association of the Company and such approvals, consents, permissions and sanctions as may be necessary or required from the lenders or any other authority, if any and subject to such conditions as may be imposed or prescribed while granting such approvals, consents, permissions and sanctions, if any, and which may be agreed by the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any committee(s) constituted / to be constituted by the Board or committee constituted/ to be constituted of management to exercise its powers including the powers conferred by this Resolution), the consent of the Members of the Company be and is hereby accorded to the Board to create, issue, offer and allot, in one or more tranches, upto 5,31,914 (Five Lakh Thirty-One Thousand and Nine Hundred Fourteen) fully convertible warrants (“warrants”), each convertible into, or exchangeable, at an option of Proposed Allotees, within a maximum period of 18 months from the date of allotment of warrants into equivalent number of fully paid up equity share of the Company of face value of Rs.10/- (Rupee Ten Only) each at a price of Rs. 188/- (Rupees One Hundred Eighty-Eight only) each payable in cash (“Warrant Issue Price”), aggregating up to Rs. 9,99,99,832/- (Rupees Nine Crore Ninety-Nine Lakh Ninety-Nine Thousand Eight Hundred Thirty-Two Only), to the below mentioned proposed allottees (“Proposed Allotees”), on preferential issue basis in accordance with the provisions of Chapter V of the SEBI ICDR Regulations, in such manner and on such terms and conditions as are stipulated in the explanatory statement attached hereto and as may be determined by the Board in its absolute discretion in accordance with the SEBI ICDR Regulations and other applicable laws to the following persons:

List of Proposed allottees:

Sr. No.	Name of Proposed Allottees	Maximum No. of Convertible Warrants proposed to be allotted	Category
1.	Motilal Oswal Financial Services Limited	2,65,957	Non-Promoter
2.	Gracious Advisors LLP	2,65,957	Non-Promoter
	Total	5,31,914	

“**RESOLVED FURTHER THAT** in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the Relevant Date for determining the floor price for the preferential issue of the warrants is Thursday, May 14, 2026, being the date 30 days prior to the date on which the meeting of shareholders i.e. Extra Ordinary General Meeting is held to consider the special resolution of the preferential issue.

“RESOLVED FURTHER THAT without prejudice to the generality of the above resolution, the issue of the warrants and equity shares to be allotted on exercise of the option attached to the warrants under the preferential issue shall be subject to the following terms and conditions apart from others as prescribed under applicable laws:

- a) The warrants shall be allotted in dematerialized form within a period of fifteen days from the date of passing of the special resolution by the Members, provided that where the allotment of warrants is subject to receipt of any approval or permission from any regulatory authority or Government of India, the allotment shall be completed within a period of fifteen days from the date of receipt of last of such approvals or permissions.
- b) The equity shares to be allotted on exercise of warrants shall be in dematerialized form only and subject to the provisions of the Memorandum and Article of Association of the Company and shall rank pari-passu in all respects including dividend, with the existing equity shares of the Company.
- c) An amount equivalent to at least 25% of the warrant issue price per warrant shall be payable upfront along with the application and the balance 75% shall be payable by the Proposed Allottees on the exercise of option of conversion of the warrant(s). The amount paid against warrants shall be adjusted/ set-off against the issue price for the resultant equity shares.
- d) The issue of warrants as well as equity shares arising from the conversion of the warrants shall be governed by the regulations issued by the SEBI or any other statutory authority as the case may be or any modifications thereof.
- e) The pre-preferential allotment shareholding of the proposed allottees, if any, in the Company and warrants allotted in terms of this resolution and the resultant equity shares arising on exercise of option attached to such warrants shall be subject to lock-in as specified in the provisions of Chapter V of the ICDR Regulations.
- f) The price determined above and the number of equity shares to be allotted on exercise of the option attached to the warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time.
- g) The equity shares allotted pursuant to conversion of such warrants shall be subject to a lock-in as stipulated under chapter V of the SEBI ICDR Regulations from time to time.
- h) The option attached to the warrants may be exercised by the proposed allottees, in one or more tranches, at any time on or before the expiry of eighteen months from the date of allotment of the warrants by issuing a written notice to the Company specifying the number of warrants proposed to be exercised along with the balance of the warrant issue price in cash. The company shall accordingly, without any further approval from the members, allot the corresponding number of equity shares in dematerialized form.
- i) In the event, the proposed allottee does not exercise the conversion option within eighteen months from the date of allotment of the warrants, the warrants shall lapse, and the consideration paid in respect of such warrants shall stand forfeited by the Company, in terms of applicable SEBI ICDR Regulations.
- j) The warrants so allotted under this resolution shall not be sold, hypothecated, or encumbered in any manner during the period of lock-in as provided under the SEBI ICDR Regulations except to the extent and in the manner permitted there under.
- k) The warrants by itself until converted into equity shares, does not give any voting rights in the Company to the proposed allottees. However, the warrant holders shall be entitled to any corporate action such as issuance of bonus shares, right issue, split or consolidation of shares etc. announced by the Company between the date of warrants allotment and their conversion into equity shares.
- l) In the event that the Company completes any form of capital restructuring prior to the conversion of the warrants, then, the number of equity shares that each warrant converts into and the price payable for such equity shares, shall be adjusted accordingly in a manner that, to the extent permitted by applicable laws, proposed allottees: (a) receives such number of equity shares that proposed allottees would have been entitled to receive; and (b) pays such consideration for such equity shares to the Company which Proposed Allottees would have been required to pay, had the warrants been exercised immediately prior to the completion of such capital restructuring.
- m) The equity shares arising from the exercise of the warrants will be listed on the stock exchanges subject to the receipt of necessary regulatory permissions and approvals as the case may be.
- n) The warrant by itself does not give to the holder(s) thereof any rights of the shareholders of the Company except mentioned herein above.

“RESOLVED FURTHER THAT the monies received by the Company from the proposed allottee, for subscription of the warrants and exercise of option of conversion of the warrants into equity shares pursuant to the preferential issue shall be kept by

the Company in a separate bank account opened by the Company for this purpose and shall be utilized by the Company in accordance with the provisions of the SEBI Regulations and the Act.

“RESOLVED FURTHER THAT the Board be and is hereby authorized to accept any modification(s) in the terms of issue of warrants, subject to the provisions of the Act and the SEBI ICDR Regulations, without being required to seek any further consent or approval of the Members and that the Board be and is hereby authorized to issue and allot such number of Equity Shares of the Company as may be required to be issued and allotted upon exercise of the option by the warrant holder(s).

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board or the Company Secretary of the Company be and is hereby severally 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 and equity shares upon conversion and listing of equity shares with the stock exchanges as appropriate and utilization of proceeds of the issue, filing of requisite documents with the Registrar of Companies, Depositories and/ or such other authorities as may be necessary and take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

“RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to Committee of Directors/ any Director(s)/Company Secretary / any Officer(s) of the Company to give effect to the aforesaid resolution.

“RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter(s) referred to or contemplated in any of the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.”

Registered Office:

Capricorn Nest, 3 Gobinda Auddy Road, Alipore,
Kolkata, West Bengal, India, 700027.

By order of the Board,

For, L. T. ELEVATOR LIMITED

Date: 22/05/2026

Place: Kolkata

Arvind Gupta
Managing Director
DIN: 00253202

Notes:

Notes:

1. The Ministry of Corporate Affairs (“MCA”) has vide its General Circular No 09/2024 dated 19.09.2024 read with General Circular No.09/2023 read with General Circular no. 10/2022 dated December 28, 2022 read with General Circular No. 2/2022 dated May 5, 2022 read with Circular No. 20/2020 dated May 5, 2020 read with Circular No. 14/2020 dated April 8, 2020 and Circular No. 17 dated April 13, 2020 and read with General Circular No. 02/2021 dated 13.01.2021 (hereinafter collectively referred to as “MCA Circulars”) and SEBI Circular No. SEBI/HO/CFD-PoD-2/P/CIR/2023/167 Dated October 07, 2023 read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 read with SEBI circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 permitted the holding of General Meetings through VC or OAVM without the physical presence of Members at a common venue. In compliance with these MCA Circulars and the relevant provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Extra Ordinary General Meeting of the Members of the Company “EGM” is being held through VC/OAVM, which does not require physical presence of members. In compliance with these Circulars and the relevant provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Notice of the EGM is being sent only through electronic mode and to only those members whose names appear in the register of Members as on April 24th 2026 and whose e-mail IDs are registered with the Registrar and Share Transfer Agent/Depository Participant. The deemed venue for the Extra Ordinary General Meeting will be the Registered Office of the Company – 406, 93 East Building, Shanti Nagar, Mahakali Caves Road, Andheri (East), Chakala Midc, Mumbai, Maharashtra, India, 400093.
2. Since the Extra Ordinary General Meeting will be held through VC/OAVM facility, the Route Map is not annexed in this Notice.
3. Dispatch of EOGM Notice through Electronic Mode:
In compliance with the MCA Circulars and SEBI Circular, Notice of the EOGM along with Annexures is being sent only through electronic mode to those Members whose e-mail address is registered with the RTA/Company/ Depository Participants. Members may note that the Notice of EOGM is also available on the Company’s website at www.ltelevator.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. National Stock Exchange of India Limited at www.bseindia.com
4. To support ‘Green Initiative’ for receiving all communication (including EOGM Notice) from the Company electronically:
 - a) Members holding shares in physical mode and who have not registered / updated their e-mail address with the Company are requested to register / update the same by writing to the Company with details of folio number and attaching a self-attested copy of PAN card at investor@cameoindia.com.
 - b) Members holding shares in dematerialised mode are requested to register / update their e-mail address with their relevant Depository Participant.
5. The Statement, pursuant to Section 102 of the Companies Act, 2013, as amended (“the Act”) with respect to Item No. 1 to 4 forms part of this Notice.
6. Institutional/ Corporate Shareholders (i.e. other than individuals/ HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the EGM through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer at Info@ltelevator.com and to its RTA at investor@cameoindia.com .
7. The attendance of the Members attending the EOGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
8. The Members can join the EOGM in the VC/ OAVM mode 15 minutes before and also after the scheduled time of the commencement of the EOGM by following the procedure mentioned in this Notice. The facility of participation at the EGM through VC/OAVM will be made available to 1,000 members on first-come-first served basis. The large Shareholders (i.e., 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., are allowed to attend the EGM without restriction on account of first-come-first-served principle.

9. Members seeking any information with regard to the matter to be placed at the EGM, are requested to write to the Company on or before Friday, June 05, 2026 to email ID Info@ltelevator.com . The same will be replied by the Company suitably.
10. All documents referred to in the accompanying Notice shall be open for inspection by the Members at the registered office of the company between 11:00 a.m. and 02:00 p.m. on all working days.
11. The Company's Registrar and Transfer Agent for its share registry work (Physical and Electronic) is CAMEO CORPORATE SERVICES LIMITED (herein after referred to as "RTA") Subramanian Building, No.1, Club House Road, Chennai – 600002, Tamilnadu Tel No.: 044-40020700, E-mail: investor@cameoindia.com . All documents, transfers, dematerialization requests and other communications in relation thereto should be addressed directly to the Company's Registrar & Share Transfer Agents, at the address mentioned below:
12. As directed by SEBI, Members are requested to
 - i) Intimate to the DP, changes if any, in their registered addresses and/or changes in their Bank account details, if the shares are held in dematerialized form.
 - ii) Intimate to the Company's RTA, changes if any, in their registered addresses, in their bank account details, if the shares are held in physical form (share certificates).
 - iii) Consolidate their holdings into one folio in case they hold Shares under multiple folios in the identical order of names.
13. 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 the Circulars issued by the Ministry of Corporate Affairs 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 businesses to be transacted at the EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the EGM will be provided by Central Depository Services (India) Limited.
14. All shareholders are requested to dematerialize their shareholding immediately as The Securities and Exchange Board of India (SEBI) has mandated the transfer of shares only in demat mode.
15. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's Registrar and Share Transfer Agent.
16. Members are requested to address all correspondence pertaining to their securities mentioning either the Folio Number/Client ID or DP ID numbers, as applicable, including any change of address, e-mail if any, to the Registrar and Transfer Agent of the Company.
17. The Company has appointed Nikita Agarwal, Proprietor of M/s Nikita R Agarwal & Associates(CP No-16602 and M.No-13649), as the Scrutinizer, to scrutinize the entire voting process in a fair and transparent manner.
18. **Voting through electronic means:**

In terms of the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (hereinafter called 'the Rules' for the purpose of this section of the Notice) and Regulation 44 of the SEBI Listing Regulations, the Company is providing facility of remote e-voting to exercise votes on the items of business given in the Notice of EGM through electronic voting system, to members holding shares as on **Monday, June 08, 2026**, being the cut-

off date fixed for determining voting rights of members, entitled to participate in the remote e-voting process, through the e-voting platform provided by Central Depository Services (India) Limited or to vote at the EGM.

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

The remote e-voting period begins on **Wednesday June 10, 2026 at 09:00 A.M.** and ends on **Friday June 12, 2026 at 05:00 P.M.** The remote e-voting module shall be disabled by Central Depository Services (India) Limited for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. **Monday, June 08, 2026**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **Monday, June 08, 2026**.

REMOTE EVOTING INSTRUCTIONS:

1. 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 shareholder's/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.

2. In terms of SEBI circular **no. SEBI/HO/CFD/CMD/CIR/P/2020/242** dated December 9, 2020 one- 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.

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 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 i.e. CDSL/NSDL/KARVY/LINKINTIME, 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 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 provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDEAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDEAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider 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 & voting during the meeting

Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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 & voting during the meeting.
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Pursuant to above said SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode** is given below:

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 22 55 33
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.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

• **Login method for e-Voting for shareholders other than individual shareholders holding in Demat form & physical share holders**

Step 1: The shareholders should log on to the e-voting website www.evotingindia.com.

Step 2: Click on Shareholders.

Step 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. Members holding shares in Physical Form should enter Folio Number registered with the Company.

Step 4: Next enter the Image Verification as displayed and Click on Login.

Step 5: If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

Step 6: If you are a first time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
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PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> 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. <ul style="list-style-type: none"> 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 as mentioned in instruction (iv).

Step 7: After entering these details appropriately, click on “**SUBMIT**” tab.

Step 8: 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.

- (i) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ii) Click on the EVSN of the Company On which you choose to vote
- (iii) 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.
- (iv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (v) 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.
- (vi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (vii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (viii) 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.
- (ix) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification
- (x) Shareholders can also cast their vote using CDSL’s mobile app m-Voting. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting through your mobile.

Note for Non – Individual Shareholders and Custodians

- 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, user would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- 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 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, if 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 Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
2. 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 EGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact attoll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, MarathonFuturex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.

Explanatory Statement Pursuant to section 102 of the Companies Act, 2013 and Clause 1.2.5 of SS - 2 Secretarial Standard on General Meetings;

Item: 1) INCREASE IN AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY:

The Present Authorised Share Capital of the Company is Rs. 20,00,00,000/- (Rupees Twenty Crores Only) divided into 2,00,00,000 equity shares of Rs. 10/- (Rupees Ten each).

As stated in subsequent business item / resolution at item no. 2, as part of the Preferential Issue the Company is proposing to issue further equity shares to the Proposed Investors. Accordingly, it is proposed to increase the authorised share capital of the Company from Rs. 20,00,00,000/- (Rupees Twenty Crores Only) divided into 2,00,00,000 equity shares of Rs. 10/- (Rupees Ten each) to Rs. 22,00,00,000/- (Rupees Twenty-Two Crores only) divided into 2,20,00,000 equity shares of Rs. 10/- (Rupees Ten each) by creation of additional 20,00,000 (Twenty Lakhs) equity shares of INR 10/- (Rupees Ten Only) each in the existing authorised equity share capital of the Company.

The increase in the Authorised Share Capital as aforesaid would entail consequential alteration of the existing Clause V of the Memorandum of Association of the Company. The increase in the Authorised Share Capital and consequential alteration to Clause V of the Memorandum of Association of the Company require members' approvals in terms of provisions of the Companies Act, 2013 and any other applicable statutory and regulatory requirements.

Accordingly, resolution 1 of this Notice is proposed to seek Members' approvals for increase in authorized share capital and consequential alteration to Memorandum of Association of the Company.

The Board of Directors recommends passing of the Resolution at Item No. 1 as Ordinary Resolution.

None of the Promoters, Directors, Key Managerial Personnel and/or their relatives are financially or otherwise concerned with or interested in the resolution at Item No. 1 of the notice except to the extent of their shareholding in the company, if any.

Item No. 2) To alter the Articles of Association of the Company

The existing Articles of Association of the Company do not specifically provide for the issuance of convertible warrants or convertible securities (including but not limited to fully or partly convertible debentures or any other instruments convertible into equity shares).

In terms of the provisions of the Companies Act, 2013, the Company is required to have enabling provisions in its Articles of Association to undertake a preferential issue of convertible securities. Therefore, in order to enable the Company to issue such convertible instruments, it is proposed to insert the proposed enabling provision in Clause II- Article I of the Articles of Association.

The proposed article will authorize the Company to issue, offer and allot convertible warrants or convertible securities, whether by way of preferential allotment, rights issue, private placement or otherwise, in compliance with the applicable provisions of the Companies Act, 2013 and relevant SEBI Regulations.

The proposed alteration is in line with the requirements under Section 14 of the Companies Act, 2013, which mandates that any amendment in the Articles of Association of the Company requires approval of the shareholders by way of a Special Resolution.

The Board of Directors recommends the resolution set forth in item No. 2 as a special resolution for approval of the members of the Company.

Item: 3) and 4) TO ISSUE UPTO 21,27,563 EQUITY SHARES ON PREFERENTIAL ISSUE BASIS FOR CONSIDERATION AT CASH AND TO ISSUE 5,31,914 FULLY CONVERTIBLE WARRANTS ON A PREFERENTIAL ISSUE BASIS:

The Board of Directors of the Company (“Board”) at its meeting held on May 21, 2026, subject to the approval of the members by way of passing a Special Resolution and subject to other necessary approval(s), as may be required, have decided and approved:

- 1) The proposal for raising of funds by way of issuance of upto 21,27,563 (Twenty-One Lakh Twenty-Seven Thousand Five Hundred and Sixty-Three) Equity Shares of face value of Rs. 10/- (Rupees Ten only) each in dematerialized form, on Preferential basis (‘Preferential Issue’), to non-promoters for cash at a price of Rs. 188/- (Rupees One Hundred Eighty-Eight Only) per Equity Share for a total consideration of upto Rs. 39,99,81,844/- (Rupees Thirty-Nine Crore Ninety-Nine Lakh Eighty-One Thousand Eight Hundred and Forty-Four Only); to Specified Investors on preferential issue basis in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”).
- 2) Upto 5,31,914 (Five Lakh Thirty-One Thousand Nine Hundred Fourteen only) fully convertible warrants (“Warrants”), each convertible into, or exchangeable into equivalent number of fully paid up equity shares of the Company of face value of Rs.10/- (Rupees Ten Only) each at a price of Rs. 188/- (Rupees One Hundred Eighty-Eight Only) each payable in cash (“Warrant Issue Price”) which may be exercised in one or more tranches during the period commencing from the date of allotment of the warrants until expiry of 18 (eighteen) months, aggregating upto a consideration not exceeding an amount of Rs. 9,99,99,832/- (Rupees Nine Crore Ninety-Nine Lakh Ninety-Nine Thousand Eight Hundred Thirty-Two Only) to Non-Promoter on preferential issue basis in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”).

Pursuant to the above transactions, there would be no change in the management or control or would not result in transfer of ownership of the Company to Specified Investors (collectively called the "Investors").

It may be noted that;

1. All existing equity shares of the Company are already made fully paid up as on date. Further, all equity shares to be allotted by way of preferential issue shall be made fully paid up at the time of the allotment;
2. Proposed allottee Rainbow Agri Commodities Pvt. Ltd. holds 8000 Equity Shares in the Company;
3. The Company is in compliance with the conditions for continuous listing of equity shares as specified in the listing agreement with the stock exchange where the equity shares of the Company are listed and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, as amended, and any circular or notification issued by the SEBI thereunder;
4. The Company has obtained the Permanent Account Numbers of the proposed allottees.
5. The Proposed Allottees have represented and declared to the Company that they have not sold nor transferred any equity Shares of the Company during the 90 trading days preceding the relevant date.

In terms of Section 102 of the Act, this Explanatory Statement sets out all the material facts in respect of aforementioned business. As required under Section 42 and 62 of the Act read with Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13(2)(d) of the Companies (Share Capital and Debentures) Rules, 2014 of Companies Act, 2013 and Chapter V of the SEBI ICDR Regulations, necessary information and details in respect of the proposed Preferential Issue of Equity Shares are as under:

(1) Particulars of the Preferential Issue and fully convertible warrants including date of passing of Board Resolution:

The Board of Directors at its meeting held on May 21, 2026 has passed the resolution, subject to the approval of the members and such other approvals as may be required,

- a) To issue upto 21,27,563 (Twenty-One Lakh Twenty-Seven Thousand Five Hundred and Sixty-Three) Equity Shares of face value of Rs. 10/- (Rupees Ten only) each in dematerialized form, on Preferential basis (‘Preferential Issue’), to non-promoters for cash at a price

of Rs. 188/- (Rupees One Hundred Eighty-Eight Only) per Equity Share for a total consideration of up to Rs. 39,99,81,844/- (Rupees Thirty-Nine Crore Ninety-Nine Lakh Eighty-One Thousand Eight Hundred and Forty-Four Only);

- b) To issue upto 5,31,914 (Five Lakh Thirty-One Thousand Nine Hundred Fourteen only) fully convertible warrants (“Warrants”) each convertible into, or exchangeable into equivalent number of fully paid-up equity shares of the Company of face value of Rs. 10/- (Rupees Ten only) each at a price of Rs. 188/- (Rupees One Hundred Eighty-Eight Only) each payable in cash (“Warrant Issue Price”) which may be exercised in one or more tranches during the period commencing from the date of allotment of the warrants until expiry of 18 (eighteen) months, aggregating upto a consideration of Rs. 9,99,99,832/- (Rupees Nine Crore Ninety-Nine Lakh Ninety-Nine Thousand Eight Hundred Thirty-Two Only) to Non-Promoter on preferential issue.

(2) Kinds of securities offered and the price at which security is being offered, and the total/ maximum number of securities to be issued:

- a) Upto 21,27,563 (Twenty-One Lakh Twenty-Seven Thousand Five Hundred and Sixty-Three) Equity Shares of face value of Rs. 10/- (Rupees Ten only) each in dematerialized form, on Preferential basis (‘Preferential Issue’), at an issue price of Rs. 188/- (Rupees One Hundred Eighty-Eight Only) per Equity Share payable in cash, being not less than the price determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, aggregating to not exceeding Rs. 39,99,81,844/- (Rupees Thirty-Nine Crore Ninety-Nine Lakh Eighty-One Thousand Eight Hundred and Forty-Four Only) ;
- b) upto 5,31,914 Fully Convertible Warrants having face value of ₹10/- each at an issue price of ₹188/- (Rupees One Hundred Eighty-Eight only) per warrant, determined as on the Relevant Date in accordance with the provisions of the ICDR Regulations and applicable laws, aggregating but not exceeding ₹9,99,99,832/- ((Rupees Nine Crore Ninety-Nine Lakh Ninety-Nine Thousand Eight Hundred Thirty-Two Only), which shall be convertible into equity shares of the Company in the ratio of 1:1 (i.e. one equity share for every one Warrant held).

(3) Objects of the Preferential Issue:

The Company proposes to utilize the proceeds raised from the preferential issue of Equity Shares and Fully Convertible Warrants towards capital expenditure for setting up of a new factory, funding inorganic growth opportunities through unidentified acquisitions and other strategic initiatives, along with meeting general corporate purposes of the Company. Further, a portion of the proceeds shall also be utilized towards meeting expenses related to the proposed preferential allotment, including regulatory, advisory, legal and other incidental expenses in connection with the issue

Schedule of Implementation and Deployment of Funds:

As estimated by the management of the Company, the proceeds raised from the preferential issue shall be utilized in a phased manner depending upon the business requirements of the Company and availability of issue proceeds. The proceeds proposed to be utilized towards funding inorganic growth through acquisitions and other strategic initiatives are expected to be utilized during the Financial Year 2026-27. Further, the proceeds proposed to be utilized towards capital expenditure for setting up of a new factory are expected to be utilized during the Financial Year 2027-28. The balance proceeds shall be utilized towards general corporate purposes and issue related expenses, as and when required.

Interim Use of Proceeds

Pending complete utilization of the Issue Proceeds for the Objects described above, our Company intends to, inter alia, invest the Issue Proceeds including but not limited in money market instruments including money market mutual funds, deposits in scheduled commercial banks, securities issued by government of India or any other investments as permitted under applicable laws Such investments shall be in accordance with the investment policies approved by the Board of Directors and shall be temporary in nature until the Company is able to deploy the Net Proceeds for the intended use.

(4) Basis on which the price has been arrived at and justification for the price (including premium, if any);

The equity shares of the company are listed on BSE SME only and are frequently traded in accordance with regulation 164 of the ICDR Regulations and BSE being the only Stock Exchange where the Equity Shares of the Company are listed, has been considered for determining the floor price in accordance with the SEBI ICDR Regulations. The floor price is determined as per the pricing formula prescribed under the SEBI ICDR Regulations for the preferential issue of Equity Shares and it is higher of the following:

a. 90 Trading Days volume weighted average price (VWAP) of the Equity Shares of the Company quoted on BSE preceding the Relevant Date: Rs. 183.56/- per Equity Share

b. 10 Trading Days volume weighted average price (VWAP) of the Equity Shares of the Company quoted on BSE preceding the Relevant Date: Rs. 187.30/- per Equity Share

The articles of association of the Company do not provide for any method of determination for the valuation of shares which results in a floor price higher than the determined price pursuant to SEBI ICDR Regulations.

Based on the above, the Board of Directors of the Company has determined the issue price of the securities at Rs. 188/- per security (Face Value of Rs. 10/- each and Securities Premium of Rs. 177/- each).

The proposed Preferential Issue is not expected to result in a change in control, and further the proposed Preferential Issue does not envisages the allotment of more than 5% (five per cent) of the post-issue fully diluted share capital of the Company to any Proposed Allottee. Therefore, the Company is not required to obtain a valuation report from an independent registered valuer for determining the price, in terms of the Regulation 166A of the SEBI ICDR Regulations.

(5) The price or price band at/within which the allotment is proposed:

The Equity Shares and Fully Convertible Warrants are proposed to be issued at a price of Rs. 188/- (Rupees One Hundred Eighty-Eight Only) per Equity Share which consists of Rs.10/- (Rupee Ten Only) as face value and Rs. 178/- as a premium per Equity Share. Kindly refer to the above-mentioned point no. (4) for the basis of determination of the price.

(6) Relevant Date with reference to which the price has been arrived at:

In terms of the provisions of Chapter V of the SEBI ICDR Regulations and in accordance with the explanation to Regulation 161 of the SEBI ICDR Regulations, the relevant date for determining the issue price for the preferential issue of equity shares and Fully Convertible Warrants is Thursday, May 14, 2026, being the date thirty days prior to the date of Extra Ordinary General Meeting.

(7) The class or classes of persons to whom the allotment is proposed to be made;

The preferential Issue of Equity Shares for consideration at Cash is proposed to be made to investors under the class/ category as mentioned below:

Sr. No.	Name of the proposed Allottee	Maximum no. of Equity Shares proposed to be allotted	Category
1.	Bandhan Small Cap Fund	10,80,000	Non-Promoter
2.	Motilal Oswal Financial Services Limited	2,65,957	Non-Promoter
3.	Gracious Advisors LLP	2,65,957	Non-Promoter
4.	Ajay kumar Agarwal	1,32,978	Non-Promoter
5.	Aditi Chhapparwal	84,800	Non-Promoter
6.	Shyam Sunder Jaju	79,787	Non-Promoter
7.	Nine Alps Trust-Nine Alps Opportunity Fund	39,893	Non-Promoter
8.	Vira AIF Trust- Vira Bharat Opportunities Fund	39,893	Non-Promoter
9.	Sandeep Singh	26,596	Non-Promoter
10.	Taori Amol Babulalji (HUF)	26,596	Non-Promoter

11.	Rainbow Agri Commodities Pvt. Ltd.	26,596	Non-Promoter
12.	Amit R. Agarwal	26,596	Non-Promoter
13.	Nirvair Lalwani	15,957	Non-Promoter
14.	Rohit Ramasubramanian HUF	15,957	Non-Promoter
	Total	21,27,563	

The preferential Issue of Convertible Warrants for consideration at Cash is proposed to be made to investors under the class/ category as mentioned below:

Sr. No.	Name of Proposed Allottees	Maximum No. of Convertible Warrants proposed to be allotted	Category
1.	Motilal Oswal Financial Services Limited	2,65,957	Non-Promoter
2.	Gracious Advisors LLP	2,65,957	Non-Promoter
	Total	5,31,914	

(8) Intent of the Promoters, Directors or Key Managerial personnel or Senior Management of the Company to subscribe to the Preferential Issue;

None of the Promoters, Directors or Key Managerial Personnel of the Company intends to subscribe to any of the equity shares proposed to be issued under the preferential issue;

(9) Proposed time frame within which the Preferential Issue shall be completed;

As required under the SEBI ICDR Regulations, the Equity Shares shall be allotted by the Company within a maximum period of 15 days from the date of passing of this members resolution provided that where the allotment of the proposed equity shares is pending on account of receipt of any approval or permission from any regulatory or statutory authority, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approvals or permissions.

(10) Principal terms of assets charged as securities;

Not applicable

(11) Shareholding pattern of the Company before and after the Preferential Issue;

Please refer Annexure - A to this notice for details.

(12) Name and address of valuer who performed valuation;

The equity shares of the company are listed on BSE SME only and are frequently traded in accordance with regulation 164 of the ICDR Regulations and BSE being the only Stock Exchange where the Equity Shares of the Company are listed, has been considered for determining the floor price in accordance with the SEBI ICDR Regulations. The floor price is determined as per the pricing formula prescribed under the SEBI ICDR Regulations for the preferential issue of Equity Shares.

Furthermore, the proposed Preferential Issue is not expected to result in a change in control, and further the proposed Preferential Issue does not envisages the allotment of more than 5% (five per cent) of the post-issue fully diluted share capital of the Company to any Proposed Allottee, Therefore the Company is not required to obtain a valuation report from an independent registered valuer for determining the price, in terms of the Regulation 166A of the SEBI ICDR Regulations.

(13) Amount which the Company intends to raise by way of such securities;

The Company intends to raise an amount of upto Rs. 49,99,81,676 /- (Rupees Forty-Nine Crore Ninety-Nine Lakh Eighty-One Thousand Six Hundred and Seventy-Six Only) by issuance of upto 21,27,563 (Twenty-One Lakh Twenty-Seven Thousand Five Hundred and

Sixty-Three) Equity Shares and upto 5,31,914 (Five Lakh Thirty-One Thousand Nine Hundred Fourteen only) Fully Convertible Warrants on preferential basis for consideration at cash;

(14) Material terms of the proposed Preferential Issue of the Equity Shares and Fully Convertible Warrants;

The material terms of the proposed preferential issue of the Equity Shares are stipulated in the special resolution as set out at Item No. 3 and 4 of this Notice.

(15) Number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price;

- No preferential allotment has been made to any person during the year.

(16) Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issues that may be held by them and change in control if any in the issuer consequent to the preferential issues:

The Equity Shares and Fully Convertible Warrants are proposed to be allotted to non-promoter category. No change in control or management of the Company is contemplated consequent to the proposed preferential issue of Equity Shares. The pre and post issue holding of the proposed allottees of Equity Shares and Fully Convertible Warrants are as under:

Name of the Proposed Allottee	Category	Present pre-issue shareholding		No. of Equity Shares proposed to be allotted	No. of Fully Convertible Warrants proposed to be allotted	Post issue shareholding		Ultimate beneficial owners
		Pre-issue holding	% of total Equity capital			Post issue holding	% of total equity capital	
Bandhan Small Cap Fund	Non-Promoter Mutual Fund	-	-	10,80,000	-	10,80,000	4.95	Exempted, pursuant to the proviso to Regulation 163(1)(f) of the SEBI ICDR Regulations
Motilal Oswal Financial Services Limited	Non-Promoter Listed entity	-	-	2,65,957	2,65,957	5,31,914	2.44	Exempted, pursuant to the proviso to Regulation 163(1)(f) of the SEBI ICDR Regulations
Gracious Advisors LLP	Non-Promoter LLP	-	-	2,65,957	2,65,957	5,31,914	2.44	Navin Agarwal and Shital Agarwal
Ajay kumar Agarwal	Non-Promoter	-	-	1,32,978	-	1,32,978	0.61	Self
Aditi Chhapparwal	Non-Promoter	-	-	84,800	-	84,800	0.39	Self
Shyam Sunder Jaju	Non-Promoter	-	-	79,787	-	79,787	0.37	Self
Nine Alps Trust-Nine Alps Opportunity Fund	Non-Promoter Alternative Investment Fund	-	-	39,893	-	39,893	0.18	Ajay Bhaskar & Jitendra Panda
Vira AIF Trust- Vira B Opportunities Fund	Non-Promoter Alternative Investment Fund	-	-	39,893	-	39,893	0.18	Aditya Jain, Pooja Jain & Sarla Jain
Sandeep Singh	Non-Promoter	-	-	26,596	-	26,596	0.12	Self
Taori Amol Babulalji (HUF)	Non-Promoter HUF	-	-	26,596	-	26,596	0.12	Taori Amol Babulalji
Rainbow Agri Commodities Pvt. Ltd.	Non-Promoter Body Corporate	8,000	0.04	26,596	-	34,596	0.16	Rajendra Bhutra Anju Devi Bhutra

Amit R. Agarwal	Non-Promoter	-	-	26,596	-	26,596	0.12	Self
Nirvair Lalwani	Non-Promoter	-	-	15,957	-	15,957	0.07	Self
Rohit Ramasubramanian HUF	Non-Promoter HUF	-	-	15,957	-	15,957	0.07	Mr.Rohit Ramasubramanian

(17) Contribution being made by the promoters or directors either as part of the Preferential Issue or separately in furtherance of objects;

No contribution is being made by the Promoters or Directors of the Company, either as part of the Preferential Issue or separately, in furtherance of the objects of the issue.

(18) Valuation and Justification for the allotment proposed to be made for consideration other than cash;

Not applicable. The consideration for issue of Equity Shares and Fully Convertible Warrants shall be paid in cash.

(19) Listing;

The equity shares proposed to be issued and equity share arising from conversion of warrants under this preferential issue will be listed on the Stock Exchange at which the existing shares are listed i.e. SME Platform of BSE Limited subject to the receipt of necessary regulatory permissions and approvals as the case may be.

(20) Lock-in Period;

- The aforesaid allotment of securities on a preferential basis shall be locked in as per Regulation 167 of Chapter V of the SEBI (ICDR) Regulations, 2018, as amended.
- The entire pre-preferential allotment shareholding of the above allottees, if any, shall be locked-in for such period and upto the extent as specified under Regulations 167 of the SEBI ICDR Regulations.

(21) The current and proposed status of the allottee(s) post Preferential Issue namely, promoter, promoter group or non-promoter/Public;

There will be no change in the status of the allottees post the preferential issue. The categorization of allottees as Promoter or Non-Promoter shall remain the same as it is prior to the allotment.

(22) Undertakings;

- a) Neither the Company nor any of its Directors and/ or Promoters have been declared as willful defaulter or fraudulent borrower as defined under the SEBI ICDR Regulations.
- b) Neither the Company nor any of its Directors or Promoter is a fugitive economic offender as defined under the SEBI ICDR Regulations.
- c) The Company is eligible to make the preferential issue to its Investor under Chapter V of the SEBI ICDR Regulations.
- d) The Company is in compliance with the conditions for continuous listing of equity shares as specified in the listing agreement with the Stock Exchanges and the Listing Regulations, as amended and circulars and notifications issued by the SEBI thereunder.
- e) The proposed allottees have confirmed that they have not sold any equity shares of the Company during the 90 (Ninety) trading days preceding the Relevant Date.
- f) As the equity shares have been listed for a period of more than ninety days as on the Relevant Date, the provisions of Regulation 164(3) of the SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable.
- g) The Company shall re-compute the price of the equity shares to be allotted under the preferential allotment in terms of the regulation 166 of SEBI ICDR Regulations if it is required to do so.

- h) If the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI ICDR Regulations, the equity shares to be allotted under the preferential allotment shall continue to be locked-in till the time such amount is paid by the allottees.
- i) The Company will ensure compliance with all applicable laws and regulations including the SEBI ICDR Regulations at the time of allotment of Equity Shares.

(23) Company Secretary's Certificate;

The certificate of Nikita Agarwal, Proprietor of M/s Nikita R Agarwal & Associates (CP No-16602 and M.No-13649) certifying that the preferential issue is being made in accordance with the requirements contained in the SEBI ICDR Regulations shall be made available for inspection by the Members up to the date of close of remote e-voting period and is also made available on the Company's website at https://www.ltelevator.com/upload/media/allpdf/Compliance%20Certificate_Regl%20163.pdf

(24) Other disclosures;

The Company hereby undertakes that:

- a) The Equity Shares held by the proposed allottees in the Company are in dematerialized form only;
- b) The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer is not applicable as the allotment of Equity Shares and Fully Convertible Warrants under the preferential issue is for a cash consideration only;
- c) The Company has obtained the Permanent Account Numbers (PAN) of the proposed allottees, except those allottees which may be exempt from specifying PAN for transacting in the securities market by SEBI before an application seeking in-principle approval is made by the Company to the stock exchange(s) where its equity shares of the Company are listed;
- d) The Company does not have any outstanding dues to SEBI, Stock Exchanges or the Depositories;
- e) The Company is in compliance with the conditions for continuous listing;
- f) No person belonging to the promoters / promoter group have sold/transferred any equity shares of the Company during the 90 trading days preceding the Relevant Date;
- g) As a result of the proposed preferential allotment of equity shares, there will be no change in the composition of the Board of Directors and no change in control of the Company.

In accordance with the provisions of Sections 23, 42 and 62 of the Act read with applicable rules thereto and relevant provisions of the SEBI ICDR Regulations, the approval of the members for issue of Equity Shares and Fully Convertible Warrants for cash to the specified Allottees is being sought by way of a special resolution as set out in the said Item no. 3 and 4 of the Notice.

The Board of Directors believes that the proposed preferential issue is in the best interest of the Company and its members and, therefore, recommends the resolution at Item No. 3 and 4 of the accompanying Notice for approval by the members of the Company as a Special Resolution.

None of the Promoters, Directors, Key Managerial Personnel or their relatives thereof are in any way financially or otherwise concerned or interested in the passing of this special resolution as set out at Item No. 3 and 4 of this notice except to the extent of their shareholding in the company, if any.

The documents referred to in the notice/ explanatory statement will be available for inspection by the Members of the Company as per applicable law.

Annexure-A
Pre and Post Preferential Issue Shareholding Pattern of the Company

Sr. No	Category of Shareholder(s)	Pre-Issue Shareholding		Post – Issue Shareholding (Post exercise of Warrants into Equity shares)*	
		No. of Shares held	% of share holding	No. of shares held	% of share holding
A	Promoters & Promoter Group Holding				
1	Indian				
a)	Individual	12057079	62.92	12057079	55.25
b)	Bodies Corporate	-	-	-	-
	Sub-Total (A)(1)	12057079	62.92	12057079	55.25
2	Foreign				
a)	Individual	0	0	0	0.00
b)	Bodies Corporate	0	0	0	0.00
	Sub- Total (A)(2)	0	0	0	0.00
	Total Promoters & Promoter Group Holding (A)	12057079	62.92	12057079	55.25
B	Non-Promoters Holding				
1	Institutional Investors				
a)	Mutual Funds	-	-	1080000	4.95
b)	Alternate Investment Funds	1647400	8.60	1727186	7.91
c)	Foreign Portfolio Investors / foreign body corporate	-	-	-	-
d)	Financial Institutions/ Banks	14400	0.08	14400	0.07
e)	Insurance Companies	-	-	-	-
	Sub-Total (B)(1)	1661800	8.67	2821586	12.93
2	Central Government/ State Government	0	0	0	0.00
	Sub-Total (B)(2)	0	0	0	0.00
3	Non-Institutions				
a)	Individuals				
i)	Key Managerial Personnel	87	0.00	87	0.00
ii)	Individual shareholders holding nominal share capital upto Rs. 2 lakhs	1859552	9.70	1875509	8.59
iii)	Individual shareholders holding nominal share capital in excess of Rs. 2 lakhs	1981548	10.34	2332305	10.69
b)	NBFCs registered with RBI	0	0	0	0.00
c)	Any other, specify				
	Market Maker	180800	0.94	180800	0.83
	Hindu Undivided Family	432000	2.25	474553	2.17
	Non-Resident Indians	168000	0.88	168000	0.77
	LLP	38800	0.20	570714	2.62
	Bodies Corporate	783389	4.09	1341899	6.15
	Sub-Total (B)(3)	5444176	28.41	7885048	36.13
	Total Public Shareholding (B)	7105976	37.08	9765453	44.75
	Total (A)+(B)	19163055	100.00	21822532	100.00
C	Shares held by custodians for ADR and GDR	0	0	0	0.00
	Total (A)+(B)+(C)	19163055	100.00	21822532	100.00

*** Notes**

- The post-issue shareholding as shown above is calculated assuming full exercise of current warrants and consequent allotment of the equity shares of the Company. There will be no change in control in the Company consequent to the completion of the preferential issue to the Investors.

Registered Office:

Capricorn Nest, 3 Gobinda Auddy Road, Alipore,
Kolkata, West Bengal, India, 700027.

By order of the Board,
For, L. T. ELEVATOR LIMITED

Date: May 22, 2026
Place: Kolkata

ARVIND GUPTA
Managing Director
DIN: 00253202