SEL/SE/2026-27/SEPT/02 **September 03, 2026**

The Manager (Listing)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

Scrip Code: 540786

Sub: Notice of 28th Annual General Meeting

Dear Sir/ Madam,

In compliance of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please note that the **28th Annual General Meeting** of the Company is scheduled to be held on **Monday, September 28, 2026 at 12:00 Noon** through **Video Conferencing / Other Audio Visual Means ("VC/OAVM")** to transact the Business as stated in the Notice of the Meeting (attached herewith) and is also available at the Company's website at https://sharikaindia.com/wp-content/uploads/2026/09/Notice-of-28th-AGM.pdf .

Further, the Register of Members and Share Transfer Books will remain closed from **Friday, September 18, 2026** to **Monday, September 28, 2026** (Both days inclusive) for the purpose of Annual General Meeting.

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Company is providing Remote E-Voting facility to all the Shareholders on the **cut-off date** i.e., **Friday, September 18, 2026** and the Remote **E-Voting period** begins on **Friday, September 25, 2026 at 09:00 A.M.** and ends on **Sunday, September 27, 2026 at 5:00 P.M.**, during which the Shareholders may cast their vote electronically.

Additionally, in accordance with Regulation 36(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), a letter containing the weblink and exact path of the Annual Report for the Financial Year 2025-26 has been sent at the registered address of the shareholders whose e-mail addresses are not registered with the Company/RTA/DP.

You are requested to take the same on your record.

Thanking You.
Yours Faithfully

For **Sharika Enterprises Limited**
PUSHPA YADAV
Digitally signed by PUSHPA YADAV
Date: 2026.09.03 21:39:57 +05'30'

Pushpa Yadav
Company Secretary & Compliance Officer

Encl: A/a

SHARIKA ENTERPRISES LIMITED

Regd. Off: C-504, Fifth Floor, ATS Bouquet, Sector-132,
Noida, Uttar Pradesh, India, 201305
CIN- L27102UP1998PLC206404
Tel: +91 120 4162100
E-mail: info@sharikaindia.com, Website: www.sharikaindia.com

NOTICE

Notice is hereby given that the 28th (Twenty-Eighth) Annual General Meeting of the members of Sharika Enterprises Limited will be held on Monday, September 28, 2026 at 12:00 noon through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) to transact the following business(s):

ORDINARY BUSINESS(S)

1) **To receive, consider and adopt** the Audited Financial Statements (Standalone and Consolidated Financial Statements) of the Company for the Financial Year ended on March 31, 2026 together with the Reports of the Board of Directors and Auditors thereon.

2) **APPOINTMENT OF MR. SANJAY VERMA, AS A EXECUTIVE DIRECTOR LIABLE TO RETIRE BY ROTATION**

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Sanjay Verma (DIN: 08139841), a director liable to retire by rotation, offer himself for re-appointment, be re-appointed as an Executive Director of the Company".

SPECIAL BUSINESS(S)

3) **TO APPROVE PAYMENT OF MANAGERIAL REMUNERATION IN CASE OF NO PROFIT OR INADEQUATE PROFIT TO MR. SANJAY VERMA, EXECUTIVE DIRECTOR 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 in supersession of the resolutions passed earlier by the Shareholders in this regard and pursuant to the provisions section 197 and 198 read with Schedule V of the Companies Act, 2013 and all other applicable provisions, if any, of the said act, and the Companies (Appointment and Remuneration of Managerial Personnel), Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other approvals as may be necessary, the Company hereby accords its approval for payment of minimum remuneration to Mr. Sanjay Verma, Executive Director of the Company in case of no profit or inadequate profit in any financial year, during the 3 financial years commencing from August 01, 2026 up to an amount as the Board of Directors (including its Committee thereof) may approve from time to time within the overall limits specified under Section II of Part II of Schedule V of the Companies Act or any statutory modification(s) thereof.

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorised to do all such acts, deeds and things as it may consider proper, necessary or desirable including obtaining any approvals – statutory, contractual or otherwise, in relation to the above and execute all such agreements, documents, instruments and writings as may be required in order to give effect to the foregoing resolution."

4) **TO APPROVE PAYMENT OF MANAGERIAL REMUNERATION IN CASE OF NO PROFIT OR INADEQUATE PROFIT TO MR. RAJINDER KAUL, MANAGING DIRECTOR 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 in supersession of the resolutions passed earlier by the Shareholders in this regard and pursuant to the provisions section 197 and 198 read with Schedule V of the Companies Act, 2013 and all other applicable provisions, if any, of the said act, and the Companies (Appointment and Remuneration of Managerial Personnel), Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such other approvals as may be necessary, the Company hereby accords its approval for payment of minimum remuneration to Mr. Rajinder Kaul, Managing Director of the Company, in case of no profit or inadequate profit in any financial year, during the 3 financial years commencing from August 01, 2026 up to an amount as the Board of Directors (including its Committee thereof) may approve from time to time within the overall limits specified under Section II of Part II of Schedule V of the Companies Act or any statutory modification(s) thereof.

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorised to do all such acts, deeds and things as it may consider proper, necessary or desirable including obtaining any approvals – statutory, contractual or otherwise, in relation to the above and execute all such agreements, documents, instruments and writings as may be required in order to give effect to the foregoing resolution."

Date: August 12, 2026
Place: Noida

By order of the Board of Directors
Sharika Enterprises Limited

Registered Office:
C-504, ATS Bouquet, Sector-132
Noida, U.P. 201305
CIN: - L27102UP1998PLC206404

Sd/-
Pushpa Yadav
Company Secretary
Membership No. A75960

NOTES:

1. The Ministry of Corporate Affairs ("MCA") has, vide its circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, September 25, 2023, September 19, 2024 and September 22, 2025 (collectively referred to as "MCA Circulars") permitted convening of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI

(Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM.

2. 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. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice

3. 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 AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent via registered email of the shareholder to email of the Company— info@sharikaindia.com

4. The Members can join the AGM in the VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be available on first come first served basis.

5. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2025-26 is being sent through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. A letter providing the web-link for accessing the Annual report, including the exact path, will be sent to those members who have not registered their email address with the Company. Members may note that the Notice and Annual Report 2025-26 will also be available on the Company's website www.sharikaindia.com, websites of the Stock Exchanges i.e, BSE Limited and on the websites of CDSL https://www.evotingindia.com.

6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

7. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

8. Members who have not registered their email address with the Company or Depositories, may complete the email registration process as under:

   (i) The members of the Company holding equity shares of the Company in Demat Form and who have not registered their e-mail addresses may temporarily get their e-mail addresses registered with Skyline Financial Services Private Limited by clicking the link: admin@skylinerta.com and follow the registration process as guided therein. The members are requested to provide details such as DPID, Client ID/Folio NO/ PAN, mobile number and e-mail id. In case of any query, a member may send an e-mail to Skyline at info@sharikaindia.com.

   (ii) It is clarified that for permanent registration of email address, shareholders are requested to register their email addresses, in respect of electronic holdings with their concerned Depository Participants by following the procedure prescribed by the Depository Participant.

9. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to RTA in case the shares are held by them in physical form.

10. Effective from January 1, 2022, any service requests or complaints received from the member, will not be processed by RTA till the required details/ documents (i.e., Postal Address with Pin Code, email address, mobile number, bank account details etc.) are provided to RTA. On or after April 1 2023, in case any of the above cited documents/ details are not available in the Folio(s), RTA shall be constrained to freeze such Folio(s).

11. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in demat 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, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR – 4.

12. It is clarified that for permanent registration of email address, shareholders are requested to register their email addresses, in respect of electronic holdings with their concerned Depository Participants by following the procedure prescribed by the Depository Participant.

13. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Businesses to be transacted at the Annual General Meeting as set out in the Notice is annexed hereto.

14. Documents referred to in the accompanying Notice and the Explanatory Statement shall be available at the registered office of the Company for inspection without any fee during normal business hours on all working days except Saturday, up to the date of the 28th AGM of the Company.

15. The Register of Directors and Key Managerial Personnel and their shareholding and Register of Contracts and Arrangements in which Directors are interested maintained under Section 170 and Section 189 of the Companies Act, 2013 respectively shall be made available at the commencement of the meeting and shall remain open and accessible to the members during the continuance of the 28th AGM.

16. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before September 18, 2026 through email on info@sharikindia.com. The same will be replied by the Company suitably.

17. Voting through electronic means:

1. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations, the Company has provided a facility to its members to cast their vote electronically, through the e-voting services provided by Central Depository Services (India) Limited ("CDSL") on all the resolutions set forth in this Notice. Members who have cast their votes by remote e-voting prior to the AGM may also participate in the AGM through VC but shall not be entitled to cast their vote on such resolutions again. The manner and process of e-voting remotely by members is provided in the 'instructions for e-voting' which forms part of

this Notice. The Board has appointed M/s. Aditya S & Associates, Company Secretaries, as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.

2. The remote e-voting period will commence on Friday, September 25, 2026 (IST 09:00 A.M.) and will end on Sunday, September 27, 2026 (IST 05:00 P.M.). During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Friday, September 18, 2026 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently. The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e., Friday, September 18, 2026.

3. The facility for voting during the AGM will also be made available. Members present in the AGM through VC and who 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 e-voting system during the AGM.

4. Any person who becomes a member of the Company after sending the Notice and holding shares as on the cut-off date may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com. However, if a member is already registered with CDSL for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.

5. Detailed e-voting instructions and instructions for attending the AGM through VC are given separately.

18. Other Instructions

- The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.

- The result declared along with the Scrutinizer's Report shall be placed on the Company's website at www.sharikaindia.com and on the website of CDSL at https://www.evotingindia.com immediately. The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed.

- The recorded transcript of the forthcoming AGM on Tuesday, September 29, 2026, shall also be made available on the website of the Company at www.sharikaindia.com, as soon as possible after the Meeting is over.

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

20. The Register of Members and Share Transfer Books of the Company will be closed from Friday September 18, 2026 to Thursday, September 28, 2026 (Both days inclusive).

21. Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.

22. Pursuant to the requirements of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the information about the

Directors proposed to be appointed/ re-appointed is given in the Annexure to the Corporate Governance Report.

23. The Securities 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 Participant 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 Transfer Agent.

Important Communication to Members

Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following Statement sets out all material facts relating to Special Business mentioned in the accompanying Notice:

ITEM-3:
To approve payment of managerial remuneration in case of no profit or inadequate profit to Mr. Sanjay Verma, Executive Director of the Company

The Board of Directors at their meeting held on August 12, 2026 subject to the approval of the shareholders and on the recommendation of the Nomination & Remuneration Committee re-appointed Mr. Sanjay Verma as Executive Non-Independent Director liable to retire by rotation on the following terms and conditions:

a) Basic salary: Rs 24,00,000 (Rupees Twenty-Four Lacs) Per annum.

b) Benefits, Perquisites & Allowances:
Details of Benefits, Perquisites and Allowances are as follows:

(i) Rent-free residential accommodation (furnished or otherwise) with the Company bearing the cost of repairs, maintenance, society charges and utilities (e.g. gas, electricity and water charges) for the said accommodation OR House Rent and Maintenance Allowance (in case residential accommodation is not provided by the Company) of 50% of Basic Salary per month.

(ii) Reimbursement of hospitalization and major medical expenses incurred as per Rules of the Company (this includes medical insurance premium).

(iii) Car facility as per Rules of the Company.

(iv) Telecommunication facility as per Rules of the Company.

(v) Housing loan facility as per Rules of the Company.

(vi) Other perquisites and allowances given below subject to a maximum of 40% of Basic Salary per annum.

This includes:
a. Medical allowance,
b. Leave Travel Concession/Allowance,
e. Other Allowances,
d. Personal Accident Insurance Premium,
e. Annual club membership fees.

(vii) Leave and encashment of un-availed leave as per the rules of the Company

c) Other Terms:
A. Minimum Remuneration: In the event of absence or inadequacy of net profits in any financial year, the Company do pay to Mr. Sanjay Verma, Executive Director remuneration by way to salary, perquisites and allowance as per the provision of Section II of Part II of Schedule V to the Companies Act, 2013 or any statutory modification thereof.

B. Reimbursement of expenses in connection with Company's business: Mr. Sanjay Verma, Executive Director shall also be entitled for the reimbursement of actual entertainment, travelling, boarding and lodging expenses incurred by him in connection with the Company's business and such other benefits/amenities and other privileges, as from time to time, be available to other senior executives of the Company.

The Board of Directors may in its absolute discretion and from time to time, will fix the salary payable to the Executive Director and may vary the perquisites payable to the Executive Director.

The above remuneration is within the ceiling laid down in section 196 and 197 read with Schedule V to the Companies Act, 2013 as modified by the circulars issued by the Ministry of Corporate Affairs from time to time.

Mr. Sanjay Verma satisfies all the conditions set out in Part-I of Schedule V of the Act as also conditions set out under sub-section (3) of section 196 of the Act for being eligible for their re-appointment. He is not disqualified from being appointed as Directors in terms of Section 164 of the Act.

The above may be treated as a written memorandum setting out the terms of reappointment of Mr. Sanjay Verma, under section 190 of the Act.

Brief resume of Mr. Sanjay Verma, nature of his expertise in specific functional areas, names of companies in which he holds directorships and memberships / chairmanships of Board Committees, shareholding and relationships amongst directors inter-se as stipulated under Listing Regulations and Secretarial Standard-2 (Secretarial Standard on General Meeting) are provided in the Annexure forming part of this Notice.

The terms and conditions of re-appointment of Mr. Sanjay Verma, shall be open for inspection by the members at the Registered Office of the Company during the normal business hours on any working day.

Mr. Sanjay Verma, is interested in the resolutions set out respectively at Item No. 2 & 3 of the Notice, which pertains to reappointment of Mr. Sanjay Verma and remuneration payable to him. The relatives of Mr. Sanjay Verma may be deemed to be interested in the resolutions set out at Item No. 3 of the Notice, to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions.

As per the provisions of Schedule V of Companies Act, 2013 remuneration payable by the Companies having no profit or inadequate profits will be governed by Section II Part II of Schedule V of Companies Act, 2013. The Company may pay above these limits with the approval of shareholders via Special Resolution.

The Board accordingly recommends the resolution as set out in Item no. 3 of the accompanying notice for the approval of shareholders by way of Special Resolution.

The statement as required under Section II, Part II of the Schedule V of the Companies Act, 2013 with reference to Item 3 is as follows:

I. General Information

1. Nature of Industry: Power Infrastructure and Renewable Energy, Engineering, Procurement, and Construction (EPC) company specializing in smart grid automation, power transmission and distribution, and solar energy installations.

2. Date of expected date of commencement of commercial production: Existing Company already commenced commercial production from year 1998

3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Existing Company, Not applicable

4. Financial Performance based on given indicators:

(Rs. In Lacs)

Particulars	**2025-26**	**2024-25**
Revenue from Operations	7515.99	7950.16
Other Income	90.11	31.09
Total Income	**7606.10**	**7981.25**
EBIDTA		
Finance Cost (including interest)	274.72	170.72
Depreciation & Amortization	83.30	64.23
Profit / (Loss) before Tax	**(1,019.59)**	**121.87**
Add: -Exceptional Items	**-**	**-**
Less: -Tax Expense	(249.08)	24.68
Profit / (Loss) After Tax	**(770.51)**	**97.19**

5. Foreign investment or collaborations, if any: NIL

II. Information about the Director

Sr. No.	Particulars	Mr. Sanjay Verma
1	Background details	Mr. Sanjay Verma is a Post Graduate Diploma holder in Electronics Engineering from YMCA Institute of Engineering and experience of more than 30 years in various functions. He has expertise in field of Power & energy transmission. He has developed and deployed solutions for several distribution utilities in India including NDPL, TATA power, Reliance, HPSEB, MESCOM, BESCOM, ASEB etc. like
2	Past Remuneration	**a) Basic salary:** Rs 24,00,000 (Rupees Twenty-Four Lacs) Per annum. **b) Benefits, Perquisites & Allowances:** Details of Benefits, Perquisites and Allowances are as follows: (i) Rent-free residential accommodation (furnished or otherwise) with the Company bearing the cost of repairs, maintenance, society charges and utilities (e.g. gas, electricity and water charges) for the said accommodation OR House Rent and Maintenance Allowance (in case residential accommodation is not provided by the Company) of 50% of Basic Salary per month. (ii) Reimbursement of hospitalization and major medical expenses incurred as per Rules of the Company (this includes medical insurance premium). (iii) Car facility as per Rules of the Company. (iv) Telecommunication facility as per Rules of the Company. (v) Housing loan facility as per Rules of the Company. (vi) Other perquisites and allowances given below subject to a maximum of 40% of Basic Salary per annum. This includes: a. Medical allowance, b. Leave Travel Concession/Allowance, e. Other Allowances, d. Personal Accident Insurance Premium, e. Annual club membership fees. (vii) Leave and encashment of un-availed leave as per the rules of the Company
3	Recognition or awards	-
4	Job profile and his suitability	Mr. Sanjay Verma is crucial in the development, planning and execution of the Energy Management System projects in the Company.

		He plays crucial role in taking major policy decisions of the Company, formulating business strategies and effective implementation of the same.
5	Remuneration proposed	**a) Basic salary:** Rs 24,00,000 (Rupees Twenty-Four Lacs) Per annum. **b) Benefits, Perquisites & Allowances:** Details of Benefits, Perquisites and Allowances are as follows: (i) Rent-free residential accommodation (furnished or otherwise) with the Company bearing the cost of repairs, maintenance, society charges and utilities (e.g. gas, electricity and water charges) for the said accommodation OR House Rent and Maintenance Allowance (in case residential accommodation is not provided by the Company) of 50% of Basic Salary per month. (ii) Reimbursement of hospitalization and major medical expenses incurred as per Rules of the Company (this includes medical insurance premium). (iii) Car facility as per Rules of the Company. (iv) Telecommunication facility as per Rules of the Company. (v) Housing loan facility as per Rules of the Company. (vi) Other perquisites and allowances given below subject to a maximum of 40% of Basic Salary per annum. This includes: a. Medical allowance, b. Leave Travel Concession/Allowance, e. Other Allowances, d. Personal Accident Insurance Premium, e. Annual club membership fees. (vii) Leave and encashment of un-availed leave as per the rules of the Company
6	Comparative remuneration profile with respect to the industry size of the company, profile of position and person (in case of expatriates the relevant	The remuneration proposed to be paid Mr. Sanjay Verma is in line with peers in comparable company, keeping view his job profile, the size of operations and complexity of business of company

	details would be with respect to the country of his origin	
7	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Mr. Sanjay Verma is a promoter director holding 43,42,565 shares in the company. Apart from receiving remuneration as stated above and dividend as a member of Company (if any), he does not receive any emoluments from the company.

III. Other Information

1. Reasons of loss or inadequate profits

a. Product Mix :- Cable EPC Focused
b. Working as lead contractor and not as manufacturer
c. Working in risky areas contributing to higher cost
d. Investment in Building Automation Eligibility and Capabilities

2. Steps taken or proposed to be taken for improvement

a. Change in Product Mix:

In the previous year, our business was predominantly focused on EPC projects specially EHV Cables. EPC projects involve higher execution risks, significant working capital requirements, and additional project-related costs, resulting in comparatively lower margins. Accordingly, from the current year onwards, we have decided to strategically shift our product mix towards automation, consultancy, and other higher-margin technology-oriented assignments.

b. Inadequate Margins in EPC Business:

The margins generated from EPC projects were not sufficient mainly due to Metal variation to adequately absorb the company's fixed overheads and other associated administrative and operational costs, which adversely impacted overall profitability.

c. Change in Business Model and Risk Mitigation:

Previously, we generally participated as the lead bidder, which resulted in substantial blockage of funds towards Bank Guarantees (BGs) and exposed the company to execution-related risks, including delays, Liquidated Damages (LD), and other risk-mitigation costs. Going forward, we have decided to participate primarily in automation control/technology and execution-support role, thereby reducing fund blockage and limiting exposure to project execution risks.

d. Investment in Building Automation Eligibility and Capabilities:

During the previous years, the company was focused on developing the necessary technical capabilities, infrastructure, experience, and eligibility to undertake automation-related projects. This involved significant investments and associated costs, the financial impact of which is reflected in the financial performance of the previous years. These investments were strategic in nature and were intended to create a stronger foundation for securing higher-margin automation and consultancy projects going forward.

3. **Expected increase in productivity and profits in measurable terms**

As this strategic change is at a very initial stage, the increase in productivity and profitability cannot be measured accurately at this point. The strategic changes being implemented are long-term in nature, and their full impact will become measurable only after sufficient time and operational data are available.

However, based on the strategic decisions taken, we are confident that the shift towards automation, consultancy, and other higher-margin activities will improve operational efficiency, reduce the risks and fund blockage associated with EPC projects, and contribute to better margins.

We expect these measures to result in a sustainable improvement in productivity, profitability, cash-flow management, and overall financial performance of the Company over the medium to long term. The actual improvement will be quantified and monitored through appropriate financial and operational parameters as the strategy progresses.

IV. Disclosures

The following disclosures shall be mentioned in the Board of Director's report under the heading "Corporate Governance Report", if any, attached to the financial statement:

i. All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the directors
ii. Details of fixed components and performance linked incentives along with the performance criteria
iii. Service contracts, notice periods, severance fees; and
iv. Stock option details, if any, and whether the same had been issued at a discount as well as the period over which accrued and over which exercisable

The requisite details of remuneration etc. of Directors are included in the Corporate Governance Report, forming part of the Annual Report of the Company.

ITEM-4

To approve payment of Managerial Remuneration in case of No Profit or Inadequate Profit to Mr. Rajinder Kaul, Managing Director of the Company

The Board of Directors at their meeting held on August 12, 2026 subject to the approval of the shareholders and on the recommendation of the Nomination & Remuneration Committee approved the payment of managerial remuneration to Mr. Rajinder Kaul, Managing Director of the Company pursuant to provisions of Schedule V of the Companies Act, 2013 as per the following terms and conditions:

a) Basic salary: Rs 24,00,000 (Rupees Twenty-Four Lacs) Per annum.

b) Benefits, Perquisites & Allowances:
Details of Benefits, Perquisites and Allowances are as follows:

(i) Rent-free residential accommodation (furnished or otherwise) with the Company bearing the cost of repairs, maintenance, society charges and utilities (e.g. gas, electricity and water charges) for the said accommodation OR House Rent and Maintenance Allowance (in case residential accommodation is not provided by the Company) of 50% of Basic Salary per month.

(ii) Reimbursement of hospitalization and major medical expenses incurred as per Rules of the Company (this includes medical insurance premium).

(iii) Car facility as per Rules of the Company.

(iv) Telecommunication facility as per Rules of the Company.
(v) Housing loan facility as per Rules of the Company.

(vi) Other perquisites and allowances given below subject to a maximum of 40% of Basic Salary per annum.

This includes:
a. Medical allowance,
b. Leave Travel Concession/Allowance,
c. Other Allowances,
d. Personal Accident Insurance Premium,
e. Annual club membership fees.
(vii) Leave and encashment of un-availed leave as per the Rules of the Company.

c) Other Terms:
A. Minimum Remuneration: In the event of absence or inadequacy of net profits in any financial year, the Company do pay to Mr. Rajinder Kaul, Managing Director remuneration by way to salary, perquisites and allowance as per the provision of section II of part II of Schedule V to the Companies Act, 2013 or any statutory modification thereof.

B. Reimbursement of expenses in connection with Company's business: Mr. Rajinder Kaul, Managing Director shall also be entitled for the reimbursement of actual entertainment, travelling, boarding and lodging expenses incurred by him in connection with the Company's business and such other benefits/amenities and other privileges, as from time to time, be available to other senior executives of the Company.

The Board of Directors may in its absolute discretion and from time to time, will fix the salary payable to the Managing Director and may vary the perquisites payable to the Managing Director.

The above remuneration is within the ceiling laid down in section 196 and 197 read with Schedule V to the Companies Act, 2013 as modified by the circulars issued by the Company Law Board/ Ministry of Corporate Affairs from time to time.

Mr. Rajinder Kaul is interested in the resolutions set out respectively at Item No. 4 of the Notice, which pertains to remuneration payable to Mr. Rajinder Kaul. None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

As per the provisions of Schedule V of Companies Act, 2013 remuneration payable by the Companies having no profit or inadequate profits will be governed by Section II Part II of Schedule

V of Companies Act, 2013. The Company may pay above these limits with the approval of shareholders via Special Resolution.

The Board accordingly recommends the resolution as set out in Item no. 4 of the accompanying notice for the approval of shareholders by way of Special Resolution.

<u>The statement as required under Section II, Part II of the Schedule V of the Act.</u>
For details relating to Point No. I (General Information), Point No. III (Other Information), and Point No. IV (Disclosures) as specified under Schedule V of the Act, members are requested to refer to the information already provided above in the explanatory statement to Item No. 3.

For Point No. II-Information about the Director

Sr. No.	Particulars	Mr. Rajinder Kaul
1	Background details	Mr. Rajinder Kaul holds a degree of Bachelor of Engineering and Master of Business Administration from Bangalore University and Rajasthan University respectively and have experience of around 4 decades in power transmission and distribution system solutions.
2	Past Remuneration	**a) Basic salary:** Rs 24,00,000 (Rupees Twenty-Four Lacs) Per annum. **b) Benefits, Perquisites & Allowances:** Details of Benefits, Perquisites and Allowances are as follows: (i) Rent-free residential accommodation (furnished or otherwise) with the Company bearing the cost of repairs, maintenance, society charges and utilities (e.g. gas, electricity and water charges) for the said accommodation OR House Rent and Maintenance Allowance (in case residential accommodation is not provided by the Company) of 50% of Basic Salary per month. (ii) Reimbursement of hospitalization and major medical expenses incurred as per Rules of the Company (this includes medical insurance premium). (iii) Car facility as per Rules of the Company. (iv) Telecommunication facility as per Rules of the Company. (v) Housing loan facility as per Rules of the Company. (vi) Other perquisites and allowances given below subject to a maximum of 40% of Basic Salary per annum. This includes: a. Medical allowance, b. Leave Travel Concession/Allowance, e. Other Allowances,

		d. Personal Accident Insurance Premium, e. Annual club membership fees. (vii) Leave and encashment of un-availed leave as per the rules of the Company
3	Recognition or awards	-
4	Job profile and his suitability	He has been instrumental in taking major policy decision of the Company. He is playing vital role in formulating business strategies and effective implementation of the same. He is responsible for the expansion and overall management of the business of our Company. His leadership abilities have been instrumental in leading the core team of our Company.
5	Remuneration proposed	**a) Basic salary:** Rs 24,00,000 (Rupees Twenty-Four Lacs) Per annum. **b) Benefits, Perquisites & Allowances:** Details of Benefits, Perquisites and Allowances are as follows: (i) Rent-free residential accommodation (furnished or otherwise) with the Company bearing the cost of repairs, maintenance, society charges and utilities (e.g. gas, electricity and water charges) for the said accommodation OR House Rent and Maintenance Allowance (in case residential accommodation is not provided by the Company) of 50% of Basic Salary per month. (ii) Reimbursement of hospitalization and major medical expenses incurred as per Rules of the Company (this includes medical insurance premium). (iii) Car facility as per Rules of the Company. (iv) Telecommunication facility as per Rules of the Company. (v) Housing loan facility as per Rules of the Company. (vi) Other perquisites and allowances given below subject to a maximum of 40% of Basic Salary per annum. This includes: a. Medical allowance, b. Leave Travel Concession/Allowance, e. Other Allowances, d. Personal Accident Insurance Premium, e. Annual club membership fees. (vii) Leave and encashment of un-availed leave as per the rules of the Company

6	Comparative remuneration profile with respect to the industry size of the company, profile of position and person (in case of expatriates the relevant details would be with respect to the country of his origin	The remuneration proposed to be paid Mr. Rajinder Kaul is in line with peers in comparable company, keeping view his job profile, the size of operations and complexity of business of company.
7	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Mr. Rajinder Kaul is a promoter director holding 79,04,000 shares in the company. Apart from receiving remuneration as stated above and dividend as a member of Company (if any), he does not receive any emoluments from the company.

Date: August 12, 2026
Place: Noida

By order of the Board of Directors
Sharika Enterprises Limited

Registered Office:
C-504, ATS Bouquet, Sector-132
Noida, U.P. 201305
CIN: - L27102UP1998PLC206404
e-mail: - info@sharikaindia.com

Sd/-
Pushpa Yadav
Company Secretary
Membership No. A75960

I. GENERAL INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC

i. Member will be provided with a facility to attend the AGM through VC through the CDSL e-voting system. Members may access the same at https://www.evotingindia.com under shareholders'/ members login by using the remote e-voting credentials. The link for VC will be available in shareholder/members login where the EVSN of the Company is displayed.

ii. The facility for joining the AGM through VC will be opened 30 minutes before the time scheduled for the AGM. The facility of participation at the AGM through VC will be made available to at least 1000 members on first-come first- served basis.

iii. Members can participate in the AGM through their desktops/smartphones/ laptops etc. However, for better experience and smooth participation, it is advisable to join the meeting through desktops/laptops with high speed internet connectivity.

iv. Please note that members connecting from mobile devices or tablets or through laptops via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

v. Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request from their registered email address mentioning their name, demat account number/folio number PAN, email id, mobile number at info@sharikaindia.com from September 21, 2026 (IST 09:00A.M.) to September 24, 2026 (IST 05:00 P.M.)

vi. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

vii. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance from their registered email address mentioning their name, demat account number/folio number, mobile number at info@sharikaindia.com. These queries will be replied to by the company suitably by email.

II. PROCESS AND MANNER FOR E-VOTING AND JOINING VIRTUAL MEETINGS FOR INDIVIDUAL SHAREHOLDERS HOLDINGS SECURITIES IN DEMAT MODE

Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 on “e-Voting facility provided by Listed Companies”, e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process.

Shareholders are advised to update their mobile number and e-mail ID with their DPs in order to access e-Voting facility.

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login 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 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**	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. 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 or joining virtual meeting & voting during the meeting.

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.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

III. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES AND MOBILE NUMBERS ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

(i) For physical shareholders - Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self attested scanned copy of AADHAR Card), mobile number by email to RTA of the Company at admin@skylinerta.com.

(ii) For Demat shareholders - Shareholders shall update their email addresses and mobile numbers in respect of electronic holdings with their concerned Depository Participants by following due procedure as advised by them.

IV. PROCESS AND MANNER FOR E-VOTING AND JOINING VIRTUAL MEETING FOR SHAREHOLDERS OTHER THAN INDIVIDUAL SHAREHOLDERS HOLDING IN DEMAT FORM & PHYSICAL SHAREHOLDERS

(i) The shareholders should log on to the e-voting website www.evotingindia.com.

(ii) Click on "Shareholders" module.

(iii) 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.

(iv) Next enter the Image Verification as displayed and Click on Login.

(v) 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.

(vi) 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.

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

(viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in Demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

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

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

(xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

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

(xiii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

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

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

(xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

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

(xviii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com 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 viz; ____________ (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.

ANNEXURE - A TO THE NOTICE OF 28th ANNUAL GENERAL MEETING

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS 2015 AND SECRETARIAL STANDARD-2 ON GENERAL MEETINGS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA]

Name of the Director	**Mr. Sanjay Verma**
Date of Birth	01st July, 1970
Qualifications	MBA
Nature of Expertise	Project execution in Power Industry
Date of Appointment/ Re-appointment	
Brief Resume	Mr. Sanjay Verma in crucial in the development, planning and execution of the Energy Management System projects in the Company.
Disclosure of inter-se relationship	Mr. Verma has no inter-se relationship with any Director(s) of the Company.
Name of other Companies in which he holds Directorship	Sharika Smartec Private Limited Contronics Switchgear India Private Limited Sharika Spintech Private Limited
Name of the Committees of other Companies of which he holds Membership/Chairmanship	NIL
Shareholding in the Company	43,42,565 shares

Note: Chairmanship and Membership of only Audit Committee & Stakeholders Relationship Committee have been considered.