

Date: 10th June, 2026

To
Department of Corporate services
BSE Limited
1st Floor, New Trading Ring,
Rotunda Building, Phiroze Jeejeebhoy
Towers, Dalal Street
Mumbai - 400 001

Symbol: 544517

To
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C-1,
Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051

Scrip Code: BUILDPRO

Dear Sir/ Madam

Sub: Notice of the 3rd Annual General Meeting ("AGM").

We wish to inform that the 3rd Annual General Meeting of the Members of the Company will be held on Thursday, July 2, 2026 at 11.30 A.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

In compliance with the Regulation 30 read with Schedule III of Part A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are herewith submitting the Notice of 3rd Annual General Meeting for your information and record.

Thanking You
Yours faithfully

For Shankara Buildpro Limited

ereena
vikram

Digitally signed by ereena
vikram
Date: 2026.06.10 15:03:15
+05'30'

Ereena Vikram
Company Secretary & Compliance Officer

Encl: As above

Corporate Office:
G2, Farah Winsford, 133 Infantry Road,
Bengaluru-560001. Karnataka
Ph.: +91-080-40117777

Registered Office:
No.21/1 & 35-A-1, Hosur Main Road,
Electronic City, Veerasandra, Bengaluru-560100
Ph.: +91-080-29910702 | 080-29910709



Notice of 3rd Annual General Meeting

Notice is hereby given that the Third Annual General Meeting of the members of Shankara Buildpro Limited will be held on Thursday, July 2, 2026 at 11.30 A.M (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following business:

The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.

ORDINARY BUSINESS:

Item No.1- To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026 together with the Reports of the Directors and Auditors thereon and the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026 together with Report of Auditors thereon.

To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company and to pass the following resolution as an **Ordinary resolution**:

“RESOLVED THAT the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026 together with reports of the Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

“RESOLVED FURTHER THAT the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026 together with the report of Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

Item No. 2- Declaration of Final Dividend

To declare a final dividend on equity shares for the financial year ended March 31, 2026 and to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT a final dividend at the rate of ₹5/- (Rupees 5 Only) per equity share of ₹10/- (Rupees Ten only) each fully paid up of the

Company be and is hereby declared for the financial year ended March 31, 2026 and that the same be paid as recommended by the Board of Directors of the Company for the financial year ended March 31, 2026.

”RESOLVED FURTHER THAT the Managing Director/Company Secretary of the Company be and are hereby authorized severally to complete necessary formalities as per the applicable provisions of the Companies Act 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.”

Item No. 3- To re-appoint Mr. C. Ravikumar (DIN : 01247347), as a Director of the Company who retires by rotation.

To re-appoint Mr. C. Ravikumar (DIN : 01247347), who retires by rotation and being eligible, offers himself for re-appointment and to pass the following resolution as an **Ordinary resolution**:

“RESOLVED THAT pursuant to Section 152 of the Companies Act, 2013, Mr. C. Ravikumar (DIN : 01247347), who retires by rotation being eligible, offered himself for re-appointment, be and is hereby re-appointed as a Whole-time Director of the Company, liable to retire by rotation.”

“RESOLVED FURTHER THAT the Managing Director/Company Secretary of the Company be and are hereby authorized severally to complete necessary formalities as per the applicable provisions of the Companies Act 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.”

Item No. 4-Appointment of Secretarial Auditor

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

“RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 24A of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 [including any



statutory modification(s) or re-enactment(s) thereof for the time being in force] Mr. K. Jayachandran, Practicing Company Secretary (M. No. 11309, C.P No. 4031), be and is hereby appointed as Secretarial Auditor of the Company for conducting Secretarial Audit and issue the Secretarial Compliance Report for the term of 5 (five) years from Financial Year April 1, 2026 to March 31, 2031 at such remuneration, as may be mutually agreed between the Board of Directors of the Company and the Secretarial Auditor.”

“RESOLVED FURTHER THAT the Managing Director/Company Secretary of the Company be and are hereby authorized severally to complete necessary formalities as per the applicable provisions of the Companies Act 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.”

Special Business

Item No. 5-To approve increase in remuneration of Mr. Sukumar Srinivas (DIN:01668064), Managing Director of the Company.

To consider and if thought fit, to pass, the following as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (Act) and rules thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) or any statutory modification(s) or re-enactment(s) thereof and subject to the provisions of the Article of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the members be and is hereby accorded to the revision in remuneration of Mr. Sukumar Srinivas (DIN:01668064), Managing Director of the Company on the terms & conditions as set out in the explanatory statement annexed to the Notice convening this Meeting”.

“RESOLVED FURTHER THAT notwithstanding anything contained in Section 197, 198 and Schedule V of the Companies Act, 2013 or any amendment/ re-enactment thereof, in the event of

any loss or inadequacy of the profits during the financial year, the remuneration mentioned in the explanatory statement annexed to the Notice shall be paid as minimum remuneration”.

“RESOLVED FURTHER THAT the Managing Director/Company Secretary of the Company be and is hereby authorized to do all such acts, deeds and things as the Board may, in its absolute discretion, consider necessary, expedient or desirable in order to give effect to foregoing resolution.”

Item No. 6-To approve increase in remuneration of Mr. C. Ravikumar (DIN: 01247347), Whole-time Director of the Company.

To consider and if thought fit, to pass, the following as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (Act) and rules thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) or any statutory modification(s) or re-enactment(s) thereof and subject to the provisions of the Article of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the members be and is hereby accorded to the revision in remuneration of Mr. C. Ravikumar (DIN: 01247347), Whole-time Director of the Company on the terms & conditions as set out in the explanatory statement annexed to the Notice convening this Meeting”.

“RESOLVED FURTHER THAT notwithstanding anything contained in Section 197, 198 and Schedule V of the Companies Act, 2013 or any amendment/ re-enactment thereof, in the event of any loss or inadequacy of the profits during the financial year, the remuneration mentioned in the explanatory statement annexed to the Notice shall be paid as minimum remuneration”.

RESOLVED FURTHER THAT the Managing Director/Company Secretary of the Company be and is hereby authorized to do all such acts, deeds and things as the Board may, in its absolute



discretion, consider necessary, expedient or desirable in order to give effect to foregoing resolution.”

Item No. 7-To approve increase in remuneration of Mr. Dhananjay Mirlay Srinivas (DIN: 09108483), Whole-time Director of the Company.

To consider and if thought fit, to pass, the following as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (Act) and rules thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) or any statutory modification(s) or re-enactment(s) thereof and subject to the provisions of the Article of Association of the Company and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of

Directors of the Company, approval of the members be and is hereby accorded to the revision in remuneration of Mr. Dhananjay Mirlay Srinivas (DIN: 09108483), Whole-time Director of the Company on the terms & conditions as set out in the explanatory statement annexed to the Notice convening this Meeting”.

“**RESOLVED FURTHER THAT** notwithstanding anything contained in Section 197, 198 and Schedule V of the Companies Act, 2013 or any amendment/ re-enactment thereof, in the event of any loss or inadequacy of the profits during the financial year, the remuneration mentioned in the explanatory statement annexed to the Notice shall be paid as minimum remuneration”.

“**RESOLVED FURTHER THAT** the Managing Director/Company Secretary of the Company be and is hereby authorized to do all such acts, deeds and things as the Board may, in its absolute discretion, consider necessary, expedient or desirable in order to give effect to foregoing resolution.”

**By Order of the Board
For Shankara Buildpro Limited**

**Ereena Vikram
Company Secretary & Compliance Officer
Membership No: A33459**

**Place: Bengaluru
Date: May 19, 2026**



Notes:

1. The 3rd Annual General Meeting (“AGM”) of the Company is being held through VC/OAVM without the physical presence of the Members at a common venue, pursuant to the provisions of the Companies Act, 2013 (“Act”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), and the Ministry of Corporate Affairs, Government of India (“MCA”) General Circular No. 09/2024 dated 19 September 2024, read with General Circular Nos. 20/2020 dated 5 May 2020, 14/2020 dated 8 April 2020, 17/2020 dated 13 April 2020, 02/2021 dated 13 January 2021, 02/2022 dated 5 May 2022 and 10/2022 dated 28 December 2022 (collectively referred to as “MCA Circulars”), and Securities and Exchange Board of India (“SEBI”) Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7 October 2023 (“SEBI Circular”).

2. The Company has availed the services of KFin Technologies Limited (“KFin”) for conducting the AGM through VC/OAVM and enabling participation of shareholders at the meeting thereto and for providing services of remote e-voting and e-voting during the AGM (Insta Poll).

3. 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. However, as this AGM is being held through VC/OAVM, and physical attendance of Members has been dispensed with, the facility for appointment of proxies by the Members will not be available for the AGM and therefore the Proxy Form and Attendance Slip is not annexed to this Notice. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

4. The statement pursuant to Section 102(1) of the Companies Act, 2013, setting out the material facts in respect of the business under Item Nos. 3 to 7 set out in this Notice and the details under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and clause 1.2.5 of Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of

India, in respect of the persons seeking appointment / re-appointment as Director at the AGM, is annexed hereto.

5. Pursuant to above MCA and SEBI Circulars, Notice of the AGM along with the Annual Report for F.Y. 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2025-26 will also be available on the Company’s website i.e.

www.shankarabuildpro.com, websites of the Stock Exchanges i.e., BSE Limited, and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of Kfin, i.e. <http://evoting.kfintech.com>.

6. Shareholders whose email address is not registered with the Company/RTA or with their respective Depository Participants are requested to register their e-mail address in the following manner:

- Shareholders holding shares in physical form can register their email id with the RTA by sending an email along with the KYC forms with supporting documents at einward.ris@kfintech.com.
- Shareholders holding shares in demat mode may update the e-mail address through their Depository Participant(s).

Shareholders may note that registration of email address and mobile number is mandatory while voting electronically and joining virtual meeting.

7. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, June 25, 2026 to Thursday, July 2, 2026 (both days inclusive) for the purpose of determining entitlement of members for the payment of Dividend for the financial year ended March 31, 2026, if declared at the Meeting and for the AGM.

8. Members holding shares in dematerialized mode are requested to register/update their KYC details including email address with the relevant Depository Participants. Members holding shares in physical form are requested to register/ update their KYC details including email address by submitting duly filled and signed Form ISR-1 at



einward.ris@kfintech.com along with the copy of the share certificate (front and back), self-attested copy of the PAN card and such other documents as prescribed in the Form. Form ISR-1

is available on the website of the Company at www.shankarabuildpro.com and on the website of KFin at <https://ris.kfintech.com/clientservices/isc/isrforms.aspx>.

Updating of mandate for receiving dividend directly in bank account through Electronic Clearing system:

Physical Holding	Send hard copies of the following details/ documents to the Registrar at, KFin Technologies Limited, Selenium Tower, B Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally Rangareddi, Hyderabad- 500032.
	a) Form ISR-1 and ISR -2 along with supporting documents. The said forms can be accessed by following the link www.shankarabuildpro.com or and on the website of the RTA at https://ris.kfintech.com/clientservices/isc/isrforms.aspx
	b) Cancelled cheque in original, bearing the name of the Member or first holder, in case shares are held jointly. In case name of the holder is not available on the cheque, kindly submit the following documents: i) Cancelled cheque in original; ii) Bank attested legible copy of the first page of the Bank Passbook / Bank Statement bearing the names of the account holders, address, same bank account number and type as on the cheque leaf and full address of the bank branch.
	c) Self-attested copy of the PAN Card of all the holders; and
	a) Self-attested copy of any document (such as Aadhaar Card, Driving License, Election Identity Card, Passport) in support of the address of the first holder as registered with the Company. Alternatively, Shareholders may reach out to RTA through web-portal https://ris.kfintech.com to refer to the process.
Demat Holding	Members holding shares in electronic form are requested to update their Electronic Bank Mandate with their respective DPs.

- Members are requested to note that, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of transfer to the Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund (IEPF) set up by the Government of India.
- Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, the

shares in respect of such unclaimed dividends are also liable to be transferred to the designated Demat account of the Investor Education and Protection Fund (IEPF) Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/ shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on www.iepf.gov.in.



- We urge members to support environmental protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, who have not registered their email addresses are requested to register their email addresses with their respective DP, and members holding shares in physical mode are requested to update their email addresses with the Company's RTA, KFin Technologies Limited at einward.ris@kfintech.com, to receive copies of the Annual Report 2025-26 in electronic mode. Members may follow the KYC process for registration of email ID to obtain the report and update of bank account details for the receipt of dividend. Shareholders may follow KYC steps as mentioned above for the registration of their email ID.

- In terms of the amended Regulation 40(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, except in case of transmission or transposition, transfer of securities of listed companies shall not be processed unless the securities are held in dematerialized form with a Depository. In view of the above, members holding shares in physical form are requested to consider converting their holdings to dematerialized form.

- As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said form can be downloaded from the Company's website www.shankarabuildpro.com (under 'Investors' section). Members are requested to submit the said details to their depository participants ("DPs") in case the shares are held by them in electronic form and to KFin Technologies Limited in case the shares are held by them in physical form.

- With effect from 1 April 2020, the erstwhile dividend distribution tax (DDT) has been abolished and the dividend income is now taxable in the hands of shareholders and the Company is required to deduct tax at source (TDS) from dividend paid to shareholders at the prescribed rates. Shareholders are requested to refer to the applicable Finance Act, and amendments thereof for the prescribed rates for

various categories.

- 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 at an early date through email on sbl.cs@shankarabuildpro.com. The same will be replied by the Company in due course.

- The recorded transcript of the AGM will be hosted on the website of the Company.

- SEBI vide Circular no. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023 (subsequently amended as on December 20, 2023 and August 4, 2023) has specified that a shareholder shall first take up his/her/their grievance with the listed entity by lodging a complaint directly with the concerned listed entity and if the grievance is not redressed satisfactorily, the shareholder may, in accordance with the SCORES guidelines, escalate the same through the SCORES Portal in accordance with the process laid out therein. Only after exhausting all available options for resolution of the grievance, if the shareholder is not satisfied with the outcome, he/she/they can initiate dispute resolution through the Online Dispute Resolution ("ODR") Portal. Shareholders are requested to take note of the same.

Online Application for Investor Query, Service Request & Grievance

Members are hereby notified that our RTA , KFin Technologies Limited (Formerly known as KFin Technologies Private Limited), basis the SEBI Circular (SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/72) dated Jun 08, 2023, have launched an online application which can be accessed at <https://ris.kfintech.com> > Investor Services > Investor Support.

Members are requested to register / sign up, using the Name, PAN, Mobile and email ID. Post registration, user can login via OTP and execute activities like, raising Service Request, Query, Complaints, check for status, KYC details, Dividend , Interest , Redemptions, e-Meeting and e-Voting details.

Quick link to access the signup page: <https://kprism.kfintech.com/signup>



Senior Citizens - Investor Support

As part of the initiative, our RTA, in order to enhance investor experience for Senior Citizens, a Senior Citizens investor cell has been newly formed to assist exclusively the Senior Citizens in redressing their grievances, complaints and queries. The special cell closely monitors the complaints coming from Senior Citizens through this channel and handholds them at every stage of the service request till closure of the grievance.

Senior Citizens wishing to avail this service can send the communication with the below details to the email id, senior.citizen@kfintech.com. Senior Citizens (above 60 years of age) must provide the following details:

1. ID proof showing Date of Birth
2. Folio Number
3. Company Name
4. Nature of Grievance

A dedicated Toll-free number for Senior Citizens can also be accessed at 1-800-309-4006 for any queries or information.

KPRISM Mobile App (Android & iOS)

Mobile applications for all users to review their portfolio being managed by KFINTECH is available in Play store and App Store. Users are requested to download the application and register with the PAN number. Post verification, user can use functionalities like – Check portfolio / holding, check IPO status / Demat / Remat , Track general meeting schedules, download ISR forms, view the live streaming of AGM and contact the RTA with service request, grievance, and query.

Instructions for remote e-voting:

- a) Any person, whose name is recorded in the Register of Members or in the Register of beneficial owners (in case of electronic shareholding) maintained by the depositories as on Wednesday, June 24, 2026 only shall be entitled to avail the facility of remote e-voting. The remote e-voting period commences on Monday, June 29, 2026 at 9:00 a.m. IST and ends on Wednesday, July 1, 2026 at 5:00 p.m. IST. The remote e-voting module shall be disabled by Kfn for voting thereafter. Once the vote on a resolution is cast by the shareholder, he/she/it shall not be allowed to change it subsequently.
- b) 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.

c) Pursuant to 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 (as amended), and MCA Circulars, the Company is providing facility of remote e-voting to its shareholders in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Kfn for facilitating voting through electronic means, as the authorized e-voting agency. The facility of casting votes by a shareholder using remote e-voting as well as the e-voting system on the date of the AGM will be provided by Kfn.

d) In order to increase the efficiency of the voting process, and pursuant to the SEBI Circular No. SEBI/HO/CFD/ CMD/CIR/P/2020/242 dated 9 December 2020, the demat account holders, are provided a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders will now be able to cast their vote without having to register again with the E-voting Service Providers (“ESPs”), thereby facilitating seamless authentication and convenience of participating in e-voting process.

The details of the process and manner for e-voting are explained hereinbelow:

A. Login method for e-voting for Individual shareholders holding securities in demat mode.





Pursuant to SEBI circular - SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9 December 2020 on “e-voting facility provided by Listed Companies”, e-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts/website of Depository(ies)/Depository Participants (“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. Login method for Individual shareholders holding securities in demat mode is given below:



Type of shareholders	Login method
Individual shareholders holding securities in demat mode with NSDL	<p>A. Users registered for NSDL IDeAS facility</p> <ol style="list-style-type: none">1. Open web browser and type the following URL: https://eservices.nsdl.com/ either on a Personal e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under “IDeAS” section.2. A new screen will open. 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.3. Click on options available against Company name or e-voting service provider - KFintech and you will be re-directed to e-voting service provider website for casting your vote during the e-voting period.
	<p>B. Users not registered for IDeAS e-Services:</p> <p>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 and proceed with completing the required fields. After successful registration, please follow the steps given above to cast your vote.</p>
	<p>C. By visiting the e-voting website of NSDL:</p> <ol style="list-style-type: none">1. Visit the e-voting website of NSDL. Open web browser and type 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 “Login” icon, available under the ‘Shareholder/Member’ section.2. A new screen will open. Enter your User ID (i.e., your 16-digit demat account number held 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.3. Click on options available against Company name or e-voting service provider - KFintech and you will be re-directed to e-voting service provider website for casting your vote during the e-voting period.



	<p>D. NSDL Speede Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSD Mobile App is available on</p> <p> App Store  Google play</p> <p> </p>
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Type of shareholders	Login method
Individual Shareholders holding securities in demat mode with CDSL	<p>A. Existing users who have opted for Easi/Easiest:</p> <ol style="list-style-type: none">1. Open web browser and type: www.cdslindia.com and click on login icon and select New System Myeasi.2. Shareholders can login through their existing user ID and password. Option will be made available to reach e-voting page without any further authentication.3. After successful login on Easi/Easiest, the user will also be able to see the e-voting Menu. The menu will have links of ESPs. Click on KFintech to cast your vote.
	<p>B. Users who have not opted for Easi/Easiest:</p> <p>Option to register for Easi/Easiest is available at www.cdslindia.com. Proceed with completing the required fields. After successful registration, please follow the steps given above to cast your vote.</p>
	<p>C. By visiting the e-voting website of CDSL:</p> <ol style="list-style-type: none">1. The user can directly access e-voting page by providing Demat Account Number and PAN No. from a link in www.cdslindia.com. The system will authenticate the user by sending OTP on registered Mobile & e-mail ID as recorded in the demat Account.2. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and will also be able to directly access the system of e-Voting Service Provider, i.e., KFintech.



Type of shareholders	Login method
Individual Shareholders (holding securities in demat mode) logging through their depository participant(s)	<ol style="list-style-type: none">1. Shareholders can also login using the login credentials of their demat account through their Depository Participant registered with NSDL/CDSL for e-voting facility. Once logged-in, you will be able to see e-voting option.2. Once you click on e-voting option, you will be redirected to NSDL/CDSL website after successful authentication, wherein you can see e-voting feature.3. Click on option available against Company name or e-voting service provider - KFintech and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.
Important Note: Members who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at respective websites.	
Helpdesk for Individual Shareholders holding securities in demat mode who need assistance for any technical issues related to login through Depository i.e., NSDL and CDSL:	
Members facing any technical issue - NSDL	Members facing any technical issue – CDSL
Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call on toll free No.: 022 - 4886 7000 and 022 - 2499 7000	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact on 1800 22 55 33



Login method for e-voting for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode

1. Initial password is provided in the body of the e-mail.
2. Launch internet browser and type the URL: <https://evoting.kfintech.com> in the address bar.
3. Enter the login credentials i.e., User ID and password mentioned in your e-mail. Your Folio No./DP ID Client ID will be your User ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting your votes.
4. After entering the details, click on LOGIN.
5. You will reach the password change menu wherein, you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$,etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
6. You need to login again with the new credentials.
7. On successful login, the system will prompt you to select the EVENT, i.e., 9786.
8. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR'/ 'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option 'ABSTAIN', in which case, the shares held will not be counted under either head.
9. Members holding multiple folios/demat accounts may choose to vote separately for each folio/demat account.
10. Cast your votes by selecting an appropriate option and click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting

period, you can login multiple times till you have confirmed that you have voted on all the resolutions.

11. Corporate/institutional Members (i.e., other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF/JPG format) of certified true copy of relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who is/are authorized to vote, to the Scrutinizer through email at cs.skannan@gmail.com and may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format 'SBL_EVENT No.'

In case of any queries/grievances, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting User Manual available at the 'download' section of <https://evoting.kfintech.com> or call KFin on 1-800-309-4001 (toll free).

Information and instructions for Insta Poll:

- The facility for voting through electronic voting system will also be made available at the Meeting ("Insta Poll") and members attending the Meeting who have not cast their vote(s) by remote e-voting will be able to vote at the Meeting through Insta Poll. This facility will be made available on the Meeting page (after you log into the Meeting) and will be activated once the Insta Poll is announced at the Meeting. A "Vote" icon, will be available at the bottom left on the Meeting Screen. Once the voting at the Meeting is announced by the Chairman, Members who have not cast their vote will be able to cast their vote by clicking on this icon.
- Members who would like to express their views or ask questions during the AGM may register themselves as a speaker at <https://emeetings.kfintech.com> from Monday, June 29, 2026 (9.00 a.m. IST) to Wednesday, July 1, 2026 (5.00 p.m. IST). Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM. Please note that, members' questions will be answered only if the shareholder continues to hold shares of the Company as of the cut-off date.
- Institutional / Corporate Shareholders (i.e., other than individuals / HUF, NRI, etc.) are required to send a scanned certified copy (PDF/JPG Format) of



their Board or governing body's Resolution / Authorisation, authorising their representative to attend the AGM through VC / OAVM on their behalf and to vote through remote e-voting, to the Scrutiniser through e-mail at cs.skannan@gmail.com with a copy marked to KFin Technologies Limited at ramdas.g@kfintech.com.

- Only those Members / shareholders, who will be present in the AGM through Video Conference OAVM / facility and have not cast their vote through remote e-Voting are eligible to vote in the AGM. However, members who have voted through Remote e-Voting will be eligible to attend the AGM.
- In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

Other Instructions:

- Mr. S. Kannan, Practicing Company Secretary, (Membership No. FCS 6261; C. P No. 13016) has been appointed as the Scrutinizer to scrutinize the remote e-voting and e-voting during the meeting in a fair and transparent manner.
- The Scrutinizer shall, 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 submit, a consolidated Scrutinizer's Report of the total votes cast in favor 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 www.shankarabuildpro.com and also communicated to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed, within two working days of the conclusion of the AGM.
- The resolutions proposed will be deemed to have been passed on the date of the AGM subject to receipt of the requisite number of votes in favour of the resolutions.
- The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts and Arrangements in

which Directors are interested maintained under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection during the meeting in electronic mode and same may be accessed upon login to <https://evoting.kfintech.com>.

- The recorded transcript of the forthcoming AGM on Thursday, July 2, 2026, shall be maintained by the Company and also be made available on the website of the Company i.e. www.shankarabuildpro.com
- Since the AGM will be held through VC / OAVM, Route Map is not annexed to this Notice.

Statement setting out Material Facts under Section 102 of the Companies Act, 2013

Item No. 3

Mr. C. Ravikumar (DIN: 01247347) is a science graduate from Bangalore University with over 39 years' experience in the steel pipes and building products industry.

Committee Chairmanship & Membership:

He is a member in Risk Management Committee.

Shareholding in the Company:

As on the date of notice, Mr. C. Ravikumar holds 72,500 equity shares in the Company.

He is not related to any director or key managerial personnel of the Company. None of the directors or key managerial personnel of the Company or their relatives, except Mr. C. Ravikumar are, directly or indirectly concerned or interested, financially or otherwise, except to the extent of their shareholding, if any, in the Company.

The Board recommends the Ordinary Resolution set forth in the Item No. 3 of the Notice for approval of the members.

Item No. 4

After evaluating and considering various factors such as industry experience, competence of the audit team, efficiency in conduct of audit, independence, etc., the Board of Directors of the



Company, at its meeting held on May 19, 2026, proposed the appointment of Mr. K. Jayachandran (M. No. 11309, C.P No. 4031), as the Secretarial Auditor of the Company, for a term of five consecutive years from Financial Year April 1, 2026 to March 31, 2031, at such remuneration, as may be mutually agreed between the Board of Directors of the Company and the Secretarial Auditor.

The fee approved for the financial year 2026-2027 is 3,30,000/- (Rupees Three Lakhs Thirty Thousand only) excluding taxes and reimbursement of out of pocket expenses for carrying out Secretarial Audit and ₹1,00,000 (Rupees One Lakh Only) to issue the Secretarial compliance Report for the financial year 2026-2027.

Mr. K. Jayachandran have consented to his appointment as Secretarial Auditor and has confirmed that his appointment will be in accordance with Section 204 of Companies Act, 2015 read with SEBI (LODR) Regulations, 2015. Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 4 of the Notice.

Item No. 5

Mr. Sukumar Srinivas (DIN: 01668064) has been serving as the Managing Director of the Company since its incorporation on October 13, 2023.

Based on the recommendation of Nomination and Remuneration Committee (NRC), the Board of Directors (hereinafter referred to as 'the Board') at its meeting held on May 19, 2026 considered and approved the remuneration as mentioned below, with powers to the Board to make such variation or increase therein as may be thought fit from time to time, but within the ceiling/s laid down in the Companies Act, 2013 or any statutory amendment or relaxation thereof.

a. Fixed Salary:

Salary of ₹1,24,20,000/- (Rupees One Crore twenty four Lakh twenty Thousand Only) per annum.

b. Perquisites and Allowances:

- i. Contribution to Provident Fund not exceeding 12% of the salary.
- ii. Gratuity as per the rules of the Company.
- iii. Leave with full pay as per the rules of the Company, with encashment of unavailed leave being allowed.
- iv. Any other terms and conditions as per the employment agreement between the Company and Mr. Sukumar Srinivas.

(The perquisites and allowances are included in the above mentioned salary).

c. Minimum remuneration:

In the event of any loss or inadequacy of the profits during the financial year, the remuneration mentioned above shall be paid as minimum remuneration.

d. The remuneration package is well within the overall limit prescribed under Schedule V to the Companies Act, 2013, which permits the company to pay overall managerial remuneration upto 10% of net profit to Managing Director/ Whole Time Director/Manager in any financial year with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said remuneration as it may deem fit and as may be acceptable to Mr. Sukumar Srinivas, subject to the same not exceeding the limits specified under Section 197, Schedule V to the Companies Act, 2013 or such other limits as may be prescribed from time to time or any statutory modification(s) or re-enactment thereof;

In view of the provisions of Section 196, 197 and Section 203 and any other applicable provisions of the Companies Act, 2013, the Board of Directors recommends the Special Resolution set out at Item No. 5 of the accompanying Notice for the approval of the Members.

Except Mr. Dhananjay Miralay Srinivas, immediate relative of Mr. Sukumar Srinivas, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 5.



Item No.6

Mr. C. Ravikumar (DIN: 01247347), was appointed as Whole-time Director of the Company by the Board at its Meeting held on March 21, 2025 for a period of five years. The same was subsequently approved by the members at the Extra-Ordinary General Meeting on March 21, 2025.

Based on the recommendation of Nomination and Remuneration Committee (NRC), the Board of Directors (hereinafter referred to as 'the Board') at its meeting held on May 19, 2026 considered and approved the remuneration as mentioned below, with powers to the Board to make such variation or increase therein as may be thought fit from time to time, but within the ceiling/s laid down in the Companies Act, 2013 or any statutory amendment or relaxation thereof.

a. Fixed Salary:

Salary of ₹78,00,000/- (Rupees Seventy Eight Lakh Only) per annum.

b. Perquisites and Allowances:

- i. Contribution to Provident Fund not exceeding 12% of the salary.
- ii. Gratuity as per the rules of the Company.
- iii. Leave with full pay as per the rules of the Company, with encashment of unavailed leave being allowed.
- iv. Any other terms and conditions as per the employment agreement between the Company and Mr. C. Ravikumar.

(The perquisites and allowances are included in the above mentioned salary).

c. Minimum remuneration:

In the event of any loss or inadequacy of the profits during the financial year, the remuneration mentioned above shall be paid as minimum remuneration.

d. The remuneration package is well within the overall limit prescribed under Schedule V to the Companies Act, 2013, which permits the company to pay overall managerial remuneration upto 10% of net profit to Managing Director/ Whole Time Director/Manager in any financial year with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and

conditions of the said remuneration as it may deem fit and as may be acceptable to Mr. C. Ravikumar, subject to the same not exceeding the limits specified under Section 197, Schedule V to the Companies Act, 2013 or such other limits as may be prescribed from time to time or any statutory modification(s) or re-enactment thereof;

In view of the provisions of Section 196, 197 and Section 203 and any other applicable provisions of the Companies Act, 2013, the Board of Directors recommends the Special Resolution set out at Item No. 6 of the accompanying Notice for the approval of the Members.

Except Mr. C. Ravikumar, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 6.

Item No. 7

Mr. Dhananjay Miraly Srinivas (DIN: 09108483), was appointed as Director of the Company by the Board at its Meeting held on October 13, 2023. Further on October 9, 2025, Mr. Dhananjay Miraly Srinivas was appointed as Whole-time Director of the Company for a period of five years w.e.f October 9, 2025 liable to retire by rotation.

Based on the recommendation of Nomination and Remuneration Committee (NRC), the Board of Directors (hereinafter referred to as 'the Board') at its meeting held on May 19, 2026 considered and approved the remuneration as mentioned below, with powers to the Board to make such variation or increase therein as may be thought fit from time to time, but within the ceiling/s laid down in the Companies Act, 2013 or any statutory amendment or relaxation thereof.

a. Fixed Salary:

Salary of ₹40,20,000/- (Rupees Forty Lakh and Twenty Thousand Only) per annum.

b. Perquisites and Allowances:

- i. Contribution to Provident Fund not exceeding 12% of the salary.
- ii. Gratuity as per the rules of the Company.
- iii. Leave with full pay as per the rules of the Company, with encashment of unavailed leave being allowed.
- iv. Any other terms and conditions as per the employment agreement between the Company and Mr. Dhananjay Miraly Srinivas.



(The perquisites and allowances are included in the above mentioned salary).

c. Minimum remuneration:

In the event of any loss or inadequacy of the profits during the financial year, the remuneration mentioned above shall be paid as minimum remuneration.

d. The remuneration package is well within the overall limit prescribed under Schedule V to the Companies Act, 2013, which permits the company to pay overall managerial remuneration upto 10% of net profit to Managing Director/ Whole Time Director/Manager in any financial year with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and

conditions of the said remuneration as it may deem fit and as may be acceptable to Mr. Dhananjay Mirlay Srinivas, subject to the same not exceeding the limits specified under Section 197, Schedule V to the Companies Act, 2013 or such other limits as may be prescribed from time to time or any statutory modification(s) or re-enactment thereof;

In view of the provisions of Section 196, 197 and Section 203 and any other applicable provisions of the Companies Act, 2013, the Board of Directors recommends the Special Resolution set out at Item No. 7 of the accompanying Notice for the approval of the Members.

Except Mr. Sukumar Srinivas, immediate relative of Mr. Dhananjay Mirlay Srinivas, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 7.

**By Order of the Board
For Shankara Buildpro Limited**

**Ereena Vikram
Company Secretary & Compliance Officer
Membership No: A33459**

**Place: Bengaluru
Date: May 19, 2026**



Annexure to the Notice

DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT

(Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India)

Name of Director	Mr. C. Ravikumar
Date of Birth	01/05/1966
Date of first appointment on Board	21/03/2025
Brief Profile/Experience/Expertise/Skills in specific functional area	Mr. C. Ravikumar is a key figure in the Company and brings over 39 years of experience in the steel pipes and building products industry. His extensive industry knowledge and professional network serve as valuable assets in navigating the evolving industry landscape.
Qualifications	Mr. C. Ravikumar is a science graduate from Bangalore University.
Terms and conditions of appointment/re-appointment	As per appointment letter.
Details of remuneration sought to be paid	₹78,00,000 per annum
Remuneration last drawn by such person, if applicable	₹70,84,205 per annum
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Not inter se related to any other Director or Key Managerial Personnel.
Number of Meetings of the Board attended during the year	11
Directorship held in other companies	Vishal Precision Steel Tubes & Strips Private Limited Centurywells Roofing India Private Limited Shankara Holdings Private Limited Shankara Building Products Limited
Membership/ Chairmanship of committees of other companies*	Membership – 1 Risk Management Committee
Shareholding in the Company	72,500

* The Companies in which the Director holds position of Director as on the date of meeting and is a member of that Company's Audit Committee/Stakeholders committee and Other Committee is taken into consideration. Companies include listed as well as unlisted entities.



Statement containing additional information as required in Schedule V of the Companies Act, 2013:

I. Mr. Sukumar Srinivas, Managing Director

a. General Information

1. Nature of industry:

Shankara Buildpro Limited is one of India's leading omni-channel marketplaces for building and construction products, serving a diverse customer base comprising individual homeowners, contractors, fabricators, institutions, and industrial consumers. The Company has established a strong market presence through its extensive distribution network, wide product portfolio, and customer-centric approach, positioning itself as a trusted one-stop destination for construction and infrastructure-related requirements.

2. Date or expected date or of commencement of Commercial production:

The Company has commenced its commercial operations in the year 2023.

3. Financial performance based on given indicators:

As per Audited Standalone Financial results:

(₹ in Crores)

Particulars	2025-26	2024-25
Total Income	6,826.14	5,268.64
Total Expenses	6,650.32	5,167.57
Profit before tax	173.21	101.07
Profit after tax	127.56	78.16

4. Foreign investments or Collaborations:

There are no foreign investments or collaborations in existence as on March 31, 2026.

b. Information about the appointee:

1. Background details:

Mr. Sukumar Srinivas (DIN: 01668064) holds Bachelor's degree in Commerce from Loyola College, Chennai, affiliated with the University of

Madras, and a Post Graduate Diploma in Business Management from the prestigious Indian Institute of Management, Ahmedabad (IIMA)

2. Past remuneration:

The remuneration of Mr. Sukumar Srinivas as Managing Director of the Company was ₹1,17,81,000/- (Rupees One Crore Seventeen Lakh Eighty One Thousand Only). Per annum

3. Recognition or awards:

Nil

4. Job profile and his suitability:

Mr. Sukumar Srinivas (DIN: 01668064) has nurtured the Company since its inception. With a career spanning 40+ years in the building products industry, his vision and leadership have been the driving forces behind our success.

5. Remuneration proposed:

As stated in the Explanatory Statement at Item No. 5 of this Notice.

6. Comparative remuneration:

The proposed remuneration payable to Mr. Sukumar Srinivas is in line with the prevailing industry standards and has been determined after considering various factors such as his qualifications, extensive experience, leadership capabilities, responsibilities entrusted to him, and his significant contribution to the growth and operations of the Company. The remuneration is also commensurate with the size, scale, and nature of the Company's business, as well as the complexity of its operations. Further, the Nomination and Remuneration Committee and the Board of Directors believe that the proposed remuneration is reasonable, appropriate, and in the best interests of the Company and its stakeholders.

7. Pecuniary relationship directly or indirectly with the company, or relation with the managerial personnel, if any:

Apart from the remuneration paid as stated above and their respective shareholding held directly or indirectly in the Company, Mr. Sukumar Srinivas is an immediate relative of Mr. Dhananjay Mirlay Srinivas, Whole-time Director of the Company.



8. Other Information:

Reasons for loss or inadequate profits, steps taken or proposed to be taken for improvement and expected increase in productivity and profits in measurable terms:

The Management is confident to achieve financial performance in the forthcoming years.

II. Mr. C. Ravikumar, Whole-time Director

a. General Information

1. Nature of industry:

Shankara Buildpro Limited is one of India's leading omni-channel marketplaces for building and construction products, serving a diverse customer base comprising individual homeowners, contractors, fabricators, institutions, and industrial consumers. The Company has established a strong market presence through its extensive distribution network, wide product portfolio, and customer-centric approach, positioning itself as a trusted one-stop destination for construction and infrastructure-related requirements.

2. Date or expected date or of commencement of Commercial production:

The Company has commenced its commercial operations in the year 2023.

3. Financial performance based on given indicators:

As per Audited Standalone Financial results:

(₹ in Crores)

Particulars	2025-26	2024-25
Total Income	6,826.14	5,268.64
Total Expenses	6,650.32	5,167.57
Profit before tax	173.21	101.07
Profit after tax	127.56	78.16

4. Foreign investments or Collaborations:

There are no foreign investments or collaborations in existence as on March 31, 2026.

b. Information about the appointee:

1. Background details:

Mr. C. Ravikumar is 60 years of age and is a science graduate from Bangalore University.

2. Past remuneration:

The remuneration of Mr. C. Ravikumar as Whole-time Director of the Company was ₹70,84,205/- (Rupees Seventy Lakh Eighty four Thousand and Two Hundred and five Only). Per annum

3. Recognition or awards:

Nil

4. Job profile and his suitability:

Mr. C. Ravikumar is the Whole-time Director of our Company and possesses rich industry experience of approximately 39 years in the steel pipes and building products industry. Over the course of his distinguished career, he has acquired extensive knowledge and expertise in business operations, industry practices, strategic planning, marketing, and customer relationship management.

5. Remuneration proposed:

As stated in the Explanatory Statement at Item No. 6 of this Notice.

6. Comparative remuneration:

The proposed remuneration payable to Mr. C. Ravikumar is in line with the prevailing industry standards and has been determined after taking into consideration his extensive experience, expertise, and significant contribution to the Company's operations and growth.

7. Pecuniary relationship directly or indirectly with the company, or relation with the managerial personnel, if any:

Apart from the remuneration paid to the Whole-time Director as stated above and their respective shareholding held directly or indirectly in the Company, Mr. C. Ravikumar do not have any pecuniary relationship directly or indirectly with the company, or relation with the managerial personnel.

8. Other Information:

Reasons for loss or inadequate profits, steps taken or proposed to be taken for improvement and expected increase in productivity and profits in measurable terms:

The Management is confident to achieve financial performance in the forthcoming years.



III. Mr. Dhananjay Mirlay Srinivas, Whole-time Director

a. General Information

1. Nature of industry:

Shankara Buildpro Limited is one of India's leading omni-channel marketplaces for building and construction products, serving a diverse customer base comprising individual homeowners, contractors, fabricators, institutions, and industrial consumers. The Company has established a strong market presence through its extensive distribution network, wide product portfolio, and customer-centric approach, positioning itself as a trusted one-stop destination for construction and infrastructure-related requirements.

2. Date or expected date of commencement of Commercial production:

The Company has commenced its commercial operations in the year 2023.

3. Financial performance based on given indicators:

As per Audited Standalone Financial results:

(₹ in Crores)

Particulars	2025-26	2024-25
Total Income	6,826.14	5,268.64
Total Expenses	6,650.32	5,167.57
Profit before tax	173.21	101.07
Profit after tax	127.56	78.16

4. Foreign investments or Collaborations:

There are no foreign investments or collaborations in existence as on March 31, 2026.

b. Information about the appointee:

1. Background details:

Mr. Dhananjay Mirlay Srinivas (DIN: 09108483) is a Bachelor of Arts, legal studies from University of Massachusetts, Amherst and eMDP from Indian Institute of Management, Kozhikode.

2. Past remuneration:

The remuneration of Mr. Dhananjay Mirlay Srinivas as Whole-time Director of the Company was ₹28,21,668/- (Rupees Twenty Eight Lakh Twenty One Thousand Six Hundred and Sixty Eight Only)

3. Recognition or awards:

Nil

4. Job profile and his suitability:

Mr. Dhananjay Mirlay Srinivas has been associated with the Company since its incorporation and has played a pivotal role in shaping its strategic direction and early-stage growth trajectory. During this period, he has been actively involved in formulating and driving key business strategies aimed at strengthening the Company's operational foundation and long-term sustainability.

He has contributed significantly to identifying and pursuing growth opportunities, building and nurturing strong business relationships with customers, suppliers, and other stakeholders, and enhancing the Company's market presence across relevant segments. His strategic insights and business acumen have supported the Company in establishing a strong foothold in a competitive industry environment.

5. Remuneration proposed:

As stated in the Explanatory Statement at Item No. 7 of this Notice.

6. Comparative remuneration:

The proposed remuneration payable to Mr. Dhananjay Mirlay Srinivas is in line with prevailing industry standards and has been appropriately structured after considering his enhanced role, increased responsibilities, and sustained contribution to the Company's growth and strategic direction.

7. Pecuniary relationship directly or indirectly with the company, or relation with the managerial personnel, if any:

Apart from the remuneration paid as stated above and their respective shareholding held directly or indirectly in the Company, Mr. Dhananjay Mirlay Srinivas is an immediate relative of Mr. Sukumar Srinivas, Managing Director of the Company.



8. Other Information:

Reasons for loss or inadequate profits, steps taken or proposed to be taken for improvement

and expected increase in productivity and profits in measurable terms:

The Management is confident to achieve financial performance in the forthcoming years.

**By Order of the Board
For Shankara Buildpro Limited**

**Ereena Vikram
Company Secretary & Compliance Officer
Membership No: A33459**

**Place: Bengaluru
Date: May 19, 2026**

