NOTICE

Notice is hereby given that the 63rd Annual General Meeting of the Members of **STARLITE GLOBAL ENTERPRISES (INDIA) LIMITED** will be held on **Tuesday, September 29, 2026 at 2:00 PM** at the registered office of the Company at 603, Shangrila Plaza, Plot No.14, Road No.2, Banjara Hills Hyderabad-500034 to transact the following business:

ORDINARY BUSINESS:

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

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

   "RESOLVED THAT the Audited Standalone and Consolidated Financial Statements of the Company for the Financial year ended March 31, 2026 including Balance sheet, Statement of Profit & Loss, Statement of changes in equity and the Cash Flow Statement for the financial year ended as on that date together with notes forming part of accounts as audited and reported by the auditors of the Company, along with the Report of the Board of Directors and Auditors thereon, be and are hereby received, considered, approved and adopted.

2. **To appoint a Director in place of Mrs. Sangeeta Tibrewala (DIN:01508371) who, retires by rotation and offers herself for re-appointment.**

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

   "RESOLVED THAT pursuant to the provision of Section 152 of the Companies Act, 2013, Mrs. Sangeeta Tibrewala (DIN:01508371) who retires by rotation at this meeting and offers herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS

3. **To Consider and approve the appointment of Mr. Govind Toshniwal (DIN: 10729492) as a Director, (Non- Executive & Independent Director) of the Company**

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

   RESOLVED THAT pursuant to the provisions of Sections 149, 150, and 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Govind Toshniwal (DIN: 10729492), who was appointed by the Board of Directors as an Additional Director designated as a Non-Executive & Independent Director with effect from July 13, 2026, pursuant to Section 161(1) of the Act and the Articles of Association of the Company, and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, and in respect of whom the Company has received a recommendation from the Nomination and Remuneration Committee, be and is hereby appointed as a Non-Executive, Independent Director of the Company, not liable to retire by rotation, to hold office for a first term of 5 (five) consecutive years with effect from July 13, 2026, up to July 12, 2031.**"**

   "RESOLVED FURTHER THAT any Director of the Company and/or the Company Secretary be and are hereby severally authorised to do all such acts, deeds, matters, and things, and to sign and file all necessary statutory forms and e-returns with the Registrar of Companies (RoC), Ministry of Corporate Affairs, and/or stock exchanges, as may be deemed necessary, expedient, or incidental to give full effect to this resolution.**"**

4. **APPROVAL OF LIMITS FOR MAKING LOANS, INVESTMENTS, AND PROVIDING GUARANTEES/SECURITIES UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

   To consider and if, thought fit, to pass the following resolution as an Special Resolution:

   "**RESOLVED THAT** pursuant to the provisions of **Section 186** and other applicable provisions, if any, of the **Companies Act, 2013** (the 'Act') read with the **Companies (Meetings of Board and its Powers) Rules, 2014**, the applicable provisions of the **Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**, and the provisions of the **Memorandum and Articles of Association of the Company** (including any statutory modification(s), amendment(s), or re-enactment(s) thereof, for the time being in force), and subject to such other statutory or regulatory approvals as may be required, and pursuant to the recommendation of the Board of Directors of the Company, the **consent of the Members of the Company be and is hereby accorded** to the Board of Directors of the Company (hereinafter referred to as 'the Board', which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers, including the powers conferred by this Resolution) to:

1. **Give any loan** to any person or other body corporate;
2. **Give any guarantee** or provide any security in connection with a loan to any other body corporate or person; and
3. **Acquire by way of subscription, purchase or otherwise**, the securities of any other body corporate,

as the Board may, in its absolute discretion, deem beneficial and in the best interests of the Company, provided that the aggregate of the loans and investments so far made, and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate, along with the additional investments, loans, guarantees, or securities proposed to be made, given, or provided by the Company from time to time in the future, **shall not exceed a sum of Rs. 100 Crores (Rupees One Hundred Crores only)** at any point in time, notwithstanding that such aggregate amount may exceed the limits prescribed under Section 186(2) of the Act.

RESOLVED FURTHER THAT the Board be and is hereby authorized to determine the specific entities to which such loans/guarantees are to be given or in which such investments are to be made, the timing, the quantum, and the terms and conditions thereof, as it may deem fit.

RESOLVED FURTHER THAT any of the Directors, the Chief Financial Officer, and/or the Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters, and things, and to execute all such deeds, documents, and writings as may be necessary, incidental, or expedient to give effect to this Resolution, including but not limited to filing necessary e-forms (including **Form MGT-14**) with the Registrar of Companies, making requisite disclosures to the Stock Exchanges, and settling any questions or difficulties that may arise in this regard."

5. LOANS/GUARANTEES TO ENTITIES IN WHICH DIRECTORS ARE INTERESTED

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

"**RESOLVED THAT** pursuant to the provisions of Section 185(2) and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with the Companies (Meetings of Board and its Powers) Rules, 2014, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including Regulation 23 pertaining to Related Party Transactions), and the provisions of the Memorandum and Articles of Association of the Company (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendations of the Audit Committee and approval of the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as 'the Board', which term shall be deemed to include any duly authorized Committee thereof) to advance any loan (including any loan represented by a book debt), or give any guarantee, or provide any security in connection with any loan taken by any person or entity in whom any of the Directors of the Company is interested, as specified under the Explanation to Section 185(2) of the Act.

RESOLVED FURTHER THAT the aggregate of the loans advanced, guarantees given, or securities provided to such interested entities shall remain within the overall maximum limits approved by the shareholders of the Company under Section 186 of the Act, as amended from time to time.

RESOLVED FURTHER THAT any loan advanced to, or guarantee or security provided in respect of, such entities shall be utilized by the borrowing entity strictly for its principal business activities.

RESOLVED FURTHER THAT the Board be and is hereby authorized to negotiate, finalize, and agree on the terms and conditions of the aforesaid transactions, subject to compliance with the applicable provisions of the Act and SEBI Regulations (including ensuring the interest rate is not lower than the prevailing yield of appropriate Government Securities as per Section 186(7) of the Act).

RESOLVED FURTHER THAT the Board, the Chief Financial Officer, or the Company Secretary of the Company, be and are hereby severally authorized to take all necessary steps to give effect to this Resolution, including finalizing and executing necessary agreements or documents, filing requisite e-forms (including Form MGT-14) with the Registrar of Companies, making appropriate disclosures to the Stock Exchanges, and doing all such acts, deeds, matters, and things as may be deemed necessary, incidental, or expedient to give effect to this resolution."

6. APPROVAL OF SCHEME FOR ADVANCING LOANS TO MANAGING DIRECTOR AND WHOLE-TIME DIRECTOR(S)

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

"RESOLVED THAT pursuant to the provisions of Section 185(3)(b), Section 186, and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with the Companies (Meetings of Board and its Powers) Rules, 2014, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including Regulation 23 pertaining to Related Party Transactions), and the provisions of the

Memorandum and Articles of Association of the Company (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendations of the Nomination and Remuneration Committee, the Audit Committee, and the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to approve the 'Scheme of Loan to Managing Director and Whole-Time Director' ('Scheme'), a copy of which is placed before this meeting, for advancing loans to the Managing Director and Whole-Time Director(s) of the Company from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'the Board', which term shall be deemed to include any duly authorized Committee thereof) be and is hereby authorized to implement the Scheme, modify or amend its terms and conditions from time to time in compliance with the Act, and negotiate, finalize, and execute all such agreements, deeds, and documents as may be necessary to give effect to the loans advanced under the Scheme.

RESOLVED FURTHER THAT the Board, the Chief Financial Officer, or the Company Secretary of the Company, be and are hereby severally authorized to take all necessary steps to give effect to this Resolution, including filing requisite e-forms (specifically Form MGT-14) with the Registrar of Companies, making appropriate entries in the Statutory Register of Loans, Guarantees, Security and Acquisition (Form MBP-2), making necessary disclosures to the Stock Exchanges, and doing all such acts, deeds, matters, and things as may be deemed necessary, incidental, or expedient."

7. Approval for advancing Loan To Mr Sanjay Patwari, Managing Director (DIN:00253330)

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

"**"RESOLVED THAT** pursuant to the provisions of Section 185, Section 186, and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with the Companies (Meetings of Board and its Powers) Rules, 2014, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including Regulation 23 pertaining to Related Party Transactions), and the provisions of the Memorandum and Articles of Association of the Company (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendations of the Nomination and Remuneration Committee, the Audit Committee, and the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to advance a loan of **₹2.50 Crores (Rupees Two Crores and Fifty Lakhs only)** to **Mr. Sanjay Patwari, Managing Director** of the Company, on the following core terms and conditions:

- **Purpose:** The loan shall be utilized by the Managing Director solely for personal emergency needs.
- **Principal Amount:** ₹2.50 Crores.
- **Rate of Interest:** 7% per annum, or the prevailing yield of Government Securities closest to the 5-year tenure of the loan (whichever is higher), in strict compliance with Section 186(7) of the Act.
- **Tenure & Repayment:** Repayable within a maximum period of 5 (five) years from the date of disbursement, payable in regular monthly, quarterly, or yearly instalments as may be mutually agreed.
- **Security:** Unsecured.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'the Board', which term shall be deemed to include any duly authorized Committee thereof) be and is hereby authorized to finalize, amend, and execute the Loan Agreement and any other matching documentation with Mr. Sanjay Patwari to give effect to this resolution.

RESOLVED FURTHER THAT any of the Directors (other than Mr. Sanjay Patwari), the Chief Financial Officer, or the Company Secretary of the Company, be and are hereby severally authorized to file the necessary e-forms (specifically Form MGT-14) with the Registrar of Companies, make required entries in the Statutory Register of Loans, Guarantees, Security and Acquisition (Form MBP-2), make timely updates to the Stock Exchanges, and do all such acts, deeds, matters, and things as may be necessary, incidental, or expedient to implement this resolution."

8. APPROVAL OF RELATED PARTY TRANSACTION WITH MR. SANJAY PATWARI, MANAGING DIRECTOR, UNDER REGULATION 23 OF SEBI (LODR) REGULATIONS, 2015

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

"**RESOLVED THAT** pursuant to the provisions of Section 185, Section 188, and other applicable provisions, if any, of the **Companies Act, 2013** (the 'Act') read with the applicable Rules made thereunder, and **Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015** ('SEBI Listing Regulations') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company's Policy on Materiality of Related Party Transactions, and as recommended by the Audit Committee and approved by the Board of Directors of the Company, the prior approval of the Members of the Company be and is hereby accorded to the Company for entering into a Material Related Party Transaction with **Mr. Sanjay Patwari, Managing Director**, a Related Party as defined under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations.

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RESOLVED FURTHER THAT the approval of the Members is specifically accorded for advancing a loan of **₹2,50,00,000/- (Rupees Two Crore and Fifty Lakh only)** to Mr. Sanjay Patwari for a tenure of **5 (five) years at an interest rate of 7% per annum**, on such detailed terms and conditions as set out in the draft Loan Agreement and summarized in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall be deemed to include any Committee thereof authorized by the Board for this purpose) be and is hereby authorized to do all such acts, deeds, matters, and things, and to execute all such documents, instruments, and writings as may be necessary, expedient, or incidental to give effect to this resolution, including making requisite statutory filings and disclosures."

9. Approval of Related Party Transactions

*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 provision of Section 188 of the Companies Act, 2013 and other applicable provisions, if any, read with Rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014 as amended till date along with Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws/ statutory provisions, if any, subject to such approval(s), consent(s) and / or permission(s) as may be required and based on the recommendation of the Audit Committee, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to conduct related party transactions in the ordinary course of business and at arm length pricing in order to implement the joint venture agreement dated March 28, 2013 (as extended and valid up to March 31, 2030) in regard to sharing of Rental income in consideration to manage the office premises owned by Mr. Ram Gopal Patwari, Mr. Sanjay Patwari; Mr. Sandeep Patwari and Mr. Vedant Patwari (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise) on such terms and conditions as duly specified in the said Joint Venture Agreement for a period ending March 31, 2030

S.No.	Name(s) of the Related Party	Nature of Relationship	Nature of Transaction	Particulars of contracts or arrangements	Any advance paid or received for the contract or arrangement	The manner of determine the pricing and other commercial terms	Whether all factor considered	Value (Rs. in Lakhs)
1	Mr. Ram Gopal Patwari	Managerial Personnel	Share of Rental Income and Security Deposit	Pursuant to Joint Venture Agreement dated March 28, 2013. The period for agreement ending on March 31, 2030	No Advances paid or received	The pricing mechanism followed for the transaction is based on the joint venture agreement entered during the normal course of business and at arm length basis. Following the established trade norms.	All the factor considered as per the market norms.	100
2	Mr. Sanjay Patwari	Key Managerial Personnel	Share of Rental Income and Security Deposit	Pursuant to Joint Venture Agreement dated March 28, 2013. The period for agreement ending on March 31, 2030	No Advances paid or received	The pricing mechanism followed for the transaction is based on the joint venture agreement entered during the normal course of business and at arm length basis. Following the established trade norms.	All the factor considered as per the market norms.	100
3	Mr. Sandeep Patwari	Share Holder	Share of Rental Income and Security Deposit	Pursuant to Joint Venture Agreement dated March 28, 2013. The period for agreement ending on March 31, 2030	No Advances paid or received	The pricing mechanism followed for the transaction is based on the joint venture agreement entered during the normal course of business and at arm length basis. Following the established trade norms.	All the factor considered as per the market norms.	100

4	Mr. Vedant Patwari	Share Holder	Share of Rental Income and Security Deposit	Pursuant to Joint Venture Agreement dated March 28, 2013. The period for agreement ending on March 31, 2030	No Advances paid or received	The pricing mechanism followed for the transaction is based on the joint venture agreement entered during the normal course of business and at arm length basis. Following the established trade norms.	All the factor considered as per the market norms.	15
5	Ms Vedika Patwari	Share Holder	Share of Rental Income and Security Deposit	Pursuant to Joint Venture Agreement dated March 28, 2013. The period for agreement ending on March 31, 2030	No Advances paid or received	The pricing mechanism followed for the transaction is based on the joint venture agreement entered during the normal course of business and at arm length basis. Following the established trade norms.	All the factor considered as per the market norms.	15

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the lease terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities if so required, settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, or any other Officer / Authorized Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.

10. To Consider and Approve the Related Party Transactions with Mrs. Chanda Patwari

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 provision of Section 188 of the Companies Act, 2013 and other applicable provisions, if any, read with Rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014 as amended till date along with Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws/ statutory provisions, if any, subject to such approval(s), consent(s) and / or permission(s) as may be required and based on the recommendation of the Audit Committee and Board, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to conduct related party transactions in the ordinary course of business and at arm length pricing pursuant to the lease agreement dated April 23, 2019 for payment of lease rent for the Registered Office of the Company (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise) on such terms and conditions, as specified in the said lease agreement within the limits mentioned below:

S. No.	Name(s) of the Related Party	Nature of Relationship	Nature of Transaction	Particulars of contracts or arrangements	Any advance paid or received for the contract or arrangement	The manner of determine the pricing and other commercial terms	Whether all factor considered	Value (Rs. in Lakhs)
1	Mrs. Chanda Patwari	Share Holder (Relative of KMP)	Rental payment	Lease agreement dated April 23, 2019, entitled to receive rental income in respect of the Company's registered Office	No Advances paid or received	The pricing mechanism followed for the transaction is based on the lease agreement entered during the normal course of business and at arm length basis. Following the established trade norms.	All the factor considered as per the market norms.	12

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to implement terms and conditions set out in the said Lease Agreement; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, or any other Officer / Authorized Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT all actions taken by the Board or Audit Committee in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect.

11. Approval of Related Party Transactions with certain identified related parties of the Company for the financial year 2026-27

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 provision of Section 188 of the Companies Act, 2013 and other applicable provisions, if any, read with Rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014 as amended till date along with Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws/ statutory provisions, the members of the Company do hereby confirm, and approved the related parties transactions as detailed below entered/ to be entered by the Company for the financial year 2026-27 and authorize the audit committee and the Board of Directors of the Company to enter into arrangements/ transactions with the following entities and finalize all such terms and conditions as it deem fit, within the limits mentioned below entered during the ordinary course of business and at arm length pricing.

S. No.	Name(s) of the Related Party	Nature of Relationship	Nature of Transaction	Particulars of contracts or arrangements	Any advance paid or received for the contract or arrangement	The manner of determine the pricing and other commercial terms	Whether all factor considered	Value (Rs. in Lakhs)
1	M/s. Starlite Global Enterprises FZE	Subsidiary Company	Interest Income	Financial year 2026-27	No Advances paid or received	The transaction will be held during the normal course of business and at arm length basis. Following the established trade norms.	All the factor considered as per the market norms.	10

RESOLVED FURTHER THAT Board of be and are hereby authorized to perform and execute all such deeds, matters and things including delegation of authority as may be deemed necessary or expedient to give effect to this resolution and for the matters connected therewith or incidental thereto".

RESOLVED FURTHER THAT all actions taken by the Board or Audit Committee in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect.

By Order of the Board
For Starlite Global Enterprises (India) Limited

Megha Bisht
Company Secretary & Compliance Officer
ACS No. 47797

Date: 05-09-2026
Place: Hyderabad

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF, AND THE PROXY NEED NOT BE A MEMBER.

2. The relevant explanatory statement pursuant to the provisions of Section 102 of the Companies Act, 2013 and rules related thereto, SEBI Listing Regulations and Secretarial Standard-2 (ICSI) setting out the material facts and reasons in respect of the items of Special Business set out in Item no.1 & 2 of this Notice, is annexed herewith.

3. At the ensuing 63rd Annual General Meeting, Mrs. Sangeeta Tibrewala retire by rotation and being eligible, offer herself for re-appointment. Details of Director seeking appointment/ reappointment at the 63rd AGM in pursuance of provision of Companies Act, 2013 and Regulation 36(3) of the SEBI (LODR) Regulations, 2015 are given as Annexure to the Notice.

4. Proxy, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting. Stamps should be affixed on the Proxy Form. Forms which are not stamped are Liable to be considered as invalid. It is advisable that the Proxy Holder's signature may also be furnished in the Proxy Form, for identification purposes. A proxy form is attached herewith.

5. **Members who are holding shares in physical form or who have not registered updated their email address with the Company are requested to register / update the same by sending signed request letter mentioning your name, email id, folio number, number of shares held, certificate number, distinctive number and complete address along with self-attested copy of PAN card to the Company at** info@starliteglobal.in **or Company Registrar i.e. CIL securities at** rta@cilsecurities.com**. The Member whose email addresses are not registered with the Company can also request for receiving the Notice and Annual Report for casting their vote through remote e-voting and also for e-voting details who desirous to vote may contact at** info@starliteglobal.in

6. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

7. Non-Individual Member (i.e Institutional/ Corporate Members) intending to participate through their Authorized Representative(s) are requested to send a scanned copy of a duly certified Board Resolution authorizing their representative(s) to participate and vote on their behalf at the AGM, pursuant to Section 113 of the Companies Act, 2013 and the Scrutinizer at Akhil@amalaws.com with a copy marked to info@starliteglobal.in

8. In case of joint holder participating at the AGM together only such joint holder whose name appears higher in the order of names will be entitled to vote.

9. Non-Resident Members: Non Resident Indian Members are requested to inform Registrar and Transfer Agents, immediately of:

   a. Change in their residential status on return to India for permanent settlement.
   b. Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC Code, MICR No. and address of the bank, if not furnished earlier, to enable Corporation to remit dividend to the said Bank Account directly.

10. Green Initiative: In compliance of the provision of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Company has sent Annual Reports in Electronic Mode to the Members who have registered their E-mail IDs either with the Registrar and Transfer Agents or with their respective Depositories. However, an option is available to the Members to continue to receive the physical copies of the documents/ Annual Reports by making a specific request quoting their Folio No./Client ID & DP ID to Company or to RTA.

11. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Registrar of contracts or Arrangements in which Directors are interested under Section 189 of the Act and any other documents referred to in the accompanying Notice and Explanatory Statement, shall be made available for inspection by the Members in accordance with the applicable statutory requirements based on the request received by the Company at info@starliteglobal.in

12. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, 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 the Company's Registrars and Transfer Agents, M/s. CIL Securities Limited in case the shares are held by them in physical form.
CIL Securities Limited
Raghav Ratna Towers,
214 Chirag Ali Lane Abids
Hyderabad-500001
Email: rta@cilsecurities.com
Telephone No:040-6901 1111

13. SEBI has mandated the submission of PAN, KYC details and nomination by holders of physical securities and linking PAN with Aadhaar vide its circulars dated March 16, 2023, and November 17, 2023. Shareholders are requested to submit their PAN, KYC and nomination details to the Company's RTA M/s. CIL Securities Limited at rta@cilsecurities.com. The forms for updating the same are available at http://starliteglobal.in/investors/ Members holding shares in electronic form are requested to submit their PAN to their depository participant(s).

Members holding shares in physical mode are requested to update their email addresses with the Company's RTA at rta@cilsecurities.com. Members may follow the process detailed below for availing other services from RTA:

<table>
<tr><th>Type of Holder</th><th colspan="2">Process to be followed</th></tr>
<tr><td rowspan="6">Physical</td><td colspan="2">For availing the following investor services, send a written request in the prescribed forms to the RTA of the Company, CIL Securities Limited Raghav Ratna Towers, 214 Chirag Ali Lane Abids Hyderabad-500001 Email: rta@cilsecurities.com Telephone No:040-6901 1111</td></tr>
<tr><td>Form for availing investor services to register PAN, email address, bank details and other KYC details or changes / update thereof for securities held in physical mode</td><td>Form ISR-1</td></tr>
<tr><td>Update of signature of securities holder</td><td>Form ISR-2</td></tr>
<tr><td>Declaration to opt out</td><td>Form ISR-3</td></tr>
<tr><td>For nomination as provided in the Rule 19 of the Companies (Share Capital and Debenture) Rules, 2014</td><td>Form SH-13</td></tr>
<tr><td>Cancellation of nomination by the holder(s) (along with ISR-3) / Change of nominee</td><td>Form SH-14</td></tr>
<tr><td>Demat</td><td colspan="2">Please contact your DP and register your email address and bank account details in your Demat account, as per the process advised by your DP.</td></tr>
</table>

14. In terms of requirements of Regulation 40 of the Listing Regulations as amended from time to time, transfer, transmission and transposition of securities shall be effected only in dematerialized form only pursuant SEBI Circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022. Accordingly, shareholders holding equity shares in physical form are urged to have their shares dematerialized to be able to freely transfer them and participate in various corporate actions.

15. All relevant documents referred to in the accompanying Notice along with the Statutory Registers maintained by the Company as per the Act will be available for inspection upto the date of AGM of the Company and will also be available for inspection by the Members during AGM. Members seeking to inspect such documents can send an email to info@starliteglobal.in

16. The Notice of the 63rd Annual General Meeting and Annual Report of the Company for the year ended March 31, 2026 is uploaded on the Company's website http://www.starliteglobal.in/investors/ and may be accessed by the members and will also be available on the website of the Stock Exchanges i.e. Metropolitan Stock Exchange Board of India Limited (MSE) www.msei.in. Copies of the above documents are being sent by electronic mode to the members whose email addresses are registered with the Company/Depository Participant for communication purposes unless any member has requested for a hard copy of the same.

17. Electronic copy of the Annual Report for 2025-26 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same.

18. SEBI vide its circular dated 20th April 2018, directed all the listed companies to record the Income Tax PAN and Bank account details of all their shareholders holding shares in physical form. 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 and members holding shares in physical form to the Company / RTA.

19. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or M/s CIL Securities Limited, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.

20. The members who would have casted their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

21. Pursuant to the Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Listing Regulations, and the MCA Circulars, the Company is providing facility of remote e-voting to its Members through Central Depository Services (India) Limited ("**CDSL**") in respect of the business to be transacted at AGM. The facility of casting votes by a member using remote e-voting as well as e-voting system on the date of the AGM will be provided by CDSL. Members of the Company holding shares either in physical form or in dematerialized form, as on the **cut-off date for e-voting is Tuesday, September 22, 2026** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

22. Members are requested to note that, dividends, if any, if not en-cashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends 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.

23. In compliance with the aforesaid MCA Circulars and SEBI Circular Notice of the 63rd AGM along with the Annual Report 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 http://www.starliteglobal.in/investors/ and websites of the Stock Exchanges i.e. Metropolitan Stock Exchange of India at www.msei.in respectively, and on the website www.evotingindia.com

24. Members who wish to inspect the relevant documents referred to in the Notice can send an email to info@starliteglobal.in upto the date of the Annual General Meeting.

25. Members are requested to intimate changes, if any, about their name, postal address, e-mail address, telephone/mobile numbers, PAN, power of attorney registration, Bank Mandate details, etc., to their Depository Participant ("DP") in case the shares are held in electronic form and to the Registrar in case the shares are held in physical form, in prescribed Form No. ISR-1, quoting their folio number and enclosing the self-attested supporting document. Further, Members may note that SEBI has mandated the submission of PAN by every participant in the securities market.

26. The Board of Directors of the Company has appointed M/s Akhil Mittal & Associates, Practicing Company Secretaries (ACS no.38717 & CP No. 21095) to act as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.

27. The Scrutinizer shall, after the conclusion of voting at the AGM, first count the votes cast during the Meeting and, thereafter, unblock the votes cast through remote e-Voting, in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two working days from the 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 and declare the result of the voting forthwith.. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company http://www.starliteglobal.in/investors/ and on the website of CDSL i.e. https://www.evotingindia.com/ . The results shall simultaneously be communicated to Metropolitan Stock Exchange of India (MSEI).

28. The facility for voting through polling paper shall be made available at the meeting and the members attending the meeting who have not cast their vote by remote e-voting/ ballot form shall be able to vote at the Meeting through polling paper.

29. A member can opt for only single mode of voting i.e., either through e-voting or by Ballot Form. If a Member casts votes by both modes, e-voting shall prevail and vote by Ballot shall be treated as invalid. The members who have

cast their vote by remote e-voting/ballot form may also attend the meeting but shall not be entitled to cast their vote again.

30. The Voting rights of the members shall be in proportion to the paid-up value of their shares in the Equity Capital of the Company as on cut-off date (i.e., for e-voting) **September 22, 2026.**

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING ARE AS UNDER:

31. The voting period begins on **Saturday, September 26, 2026 from 9:00 A.M (IST) and ends on Monday, September 28, 2026 at 5:00 P.M.(IST)** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (for e-voting) of Tuesday, September 22, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

I. THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

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

Step2: Access through CDSL e-voting System in case of shareholders holding shares in physical mode and non-individual shareholders in Demat mode.

i) Remote e-voting period shall commence on **Saturday, September 26, 2026 from 9:00 A.M (IST) and ends on Monday, September 28, 2026 at 5:00 P.M.(IST)** During this period, Members of the Company holding shares either in physical or dematerialized form as on the Cut-off date for **e-voting i.e. Tuesday, September 22, 2026** (including those Members who may not have received this Notice due to non-registration of their e-mail address with the Company or the Depositories/ Depository Participants), may cast their vote electronically in respect of the resolutions as set out in this Notice only through remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter.

ii) During the remote e-voting period, Members can login at CDSL e-voting platform any number of times till they have voted on the resolution(s). Once the vote on resolution is cast by a Member, whether partially or otherwise, Member shall not be allowed to change it subsequently or cast the vote again.

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

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

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

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

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

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. The members are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility

Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method

Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & New System Myeasi 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 & New System Myeasi 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 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 Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 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.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step2: Access through CDSL e-voting System in case of shareholders holding shares in physical mode and non-individual shareholders in Demat mode.

a. Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on "**Shareholders**" module.
3) Now enter your **User ID**
For CDSL: 16 digits beneficiary ID,
For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

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

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

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

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

	For Physical shareholders and other than individual shareholders holding shares in Demat
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

vi) After entering these details appropriately, click on "**SUBMIT**" tab.

vii) 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.

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

ix) Click on the **EVSN f**or the relevant <**Starlite Global Enterprises (India) Limited**> on which you choose to vote.

x) 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.***

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

xii) 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.

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

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

xv) 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.

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

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

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

1.**For Physical shareholders**- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to info@starliteglobal.in **(Company) /** rta@cilsecurities.com (RTA email id).

2. **For Demat shareholders**-Please update your email id & mobile no. with your respective Depository Participant (DP)

3. **For Individual Demat shareholders** – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries, grievance or feedback or issues regarding e-Voting from the CDSL e-Voting System, you can write to an email helpdesk.evoting@cdslindia.com or contact at toll free no. 1800225533 (Monday to Friday 10:00 AM to 6:30 PM).
Or
You may contact Central Depository Services India Limited (CDSL) A, Wing, 25th Floor Marathon Futurex Mafatlal Compounds, N M Joshi Marg, Lower Parel (East) Mumbai-400013 or contact Mr. Nitin Kunder (022-23058738) or Mr. Bhavesh Pimputkar (022-23058543) or Mr. Rakesh Dalvi (022-23058542)

v) Members whose email IDs are not registered with the Company/ Depository Participants(s), and consequently Notice and e-voting instructions cannot be serviced, will have to follow the following process:

a. Members who have not registered their email address and in consequence, the Notice of AGM and e-voting instructions cannot be serviced, may temporarily get their email address and mobile number provided with , by contacting the RTA rta@cilsecurities.com .Members are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password. In case of any queries, member may write to rta@cilsecurities.com

Alternatively, member may send an email request at the email id rta@cilsecurities.com along with scanned copy of the signed copy of the request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the notice of AGM and the e-voting instructions.

b. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com

vi) The Scrutinizer shall, after conclusion of remote e-voting submit his report to the Chairman of the Company. The result of the AGM will be declared by the Chairman or any person authorized by him, in this regard, not later than 2 working day from the conclusion of the AGM.

vii) The Result(s) in respect of the resolution as set out in the Notice, so declared, along with the Scrutinizer's Report will be communicated to the Stock Exchanges and will be uploaded on the website of the Company at http://starliteglobal.in/investors/ Stock exchange website https://www.msei.in/ and CDSL website https://www.evotingindia.com/ . The said Results will also be displayed at the registered office of the Company

viii) In case Members have any queries or need any assistance on remote e-voting, they may write to RTA i.e CIL Securities Limited at rta@cilsecurities.com or contact at 040-6901 1111

By Order of the Board
For Starlite Global Enterprises (India) Limited

Megha Bisht
Company Secretary & Compliance Officer
ACS No. 47797

Place: Hyderabad
Date: 05-09-2026

ANNEXURE TO NOTICE

Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013, in respect of Business set out in the Notice convening the 63rd Annual General Meeting of the Company to be held on September 29, 2026

Item No. 2

As regards re-appointment of Mrs. Sangeeta Tibrewala referred to in Item No. 2 of the Notice, the following disclosures are made for the information of the Shareholders:

Information about the appointee:

Mrs. Sangeeta Tibrewala (born on November 19, 1966) is a non-executive women Director on the Board of Starlite Global Enterprises (India) Limited. She is Chartered Accountant and has 20+ years of diversified work experience in the various fields like finance, accounts, taxation etc.

BRIEF RESUME OF THE DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AS REQUIRED UNDER REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Name of Director	**Mrs. Sangeeta Tibrewala**
Date of Birth	19-11-1966 (56 years)
DIN	01508371
Date of Appointment	15-11-2003
Expertise in specific Functional Area	Mrs Sangeeta Tibrewala, is a Non-Executive Women Director of the Company. She is a qualified Chartered Accountant. She has 20+ years of work experience in the field of Finance, Accounts and Taxation.
Qualifications	Chartered Accountant
Remuneration last drawn during the financial year 2025-26	None
Terms and conditions of appointment or reappointment	Liable to Retire by Rotation
Directorships held in other listed companies	Nil
Chairmanship of Committees in other listed Companies	Nil
Number of shares held in the Company	74,662
Disclosure of relationships between directors interest	Relative of Promoter and Directors of the Company
Number of Meeting attended during the year	4(four)
Listed entities from which the person has resigned in the past three years	NIL
Confirmation in compliance with SEBI Letter dated June 14, 2018 read along with Exchange circular dated June 20, 2018 (affirmation that the person proposed to be appointed as Director is not debarred from holding the office by virtue of any SEBI Order or any other authority)	Mrs Sangeeta Tibrewala has confirmed that he is not debarred from holding the office by virtue of any SEBI order or any other authority.
Affirmation that the Director being appointed is not disqualified from holding the office of director pursuant to provision of Section 164 of Companies Act, 2013	Mrs Sangeeta Tibrewala has confirmed that he is not disqualified from holding the office of director pursuant to provision of Section 164 of the Companies Act, 2013

Regulation 23 (7) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides that all entities falling under the definition of related parties shall not vote to approve any related party transaction, irrespective of whether the entity is a party to the transaction or not. Therefore, none of the Promoter Group entities holding share(s) will vote on this Resolution.

None of Directors or Key Managerial Personnel except Mr. Ram Gopal Patwari, Director; Mr. Sanjay Patwari, Managing Director and Mrs. Sangeeta Tibrewala herself is concerned or interested, financially or otherwise

The Board recommends the resolution set out at Item No. 2 as an **Ordinary Resolution** to Shareholders for their approval.

Item No. 3

Regularisation of Mr. Govind Tohshniwal as Non-Executive Independent Director of the Company

Members are requested to note that pursuant to recommendation of the Nomination & Remuneration Committee ("NRC"), the Board of Directors of the Company approved the appointment Mr. Govind Tohshniwal, as an Additional Director in the category of Non-Executive Independent Director of the Company with effect from July 13, 2026 in terms of Section 161(1) of the Act, subject to approval of Shareholders of the Company. Mr. Govind Tohshniwal has specialized knowledge in corporate governance, legal compliance in the field of corporate law and he is also a member of Institute of Company Secretaries of India (ICSI). It was also noted that Mr. Govind Tohshniwal academic background, experience and expertise is well suited for him to join the Company

Pursuant to the provisions of the Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors or as a manager is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Brief profile of Mr. Govind Tohshniwal and disclosure(s) / information under the Listing Regulations and the Secretarial Standard on General Meeting issued by the Institute of Company Secretaries of India are set out in Annexure to the Notice.

Members are requested to note that the Company has received consent in writing from Mr. Govind Tohshniwal to act as Director of the Company and declaration(s) and confirmation(s) stating that he is not disqualified from being appointed as Independent Director of the Company in terms of Section 164 and other applicable provisions of the Act and the Securities and Exchange Board of India. He has confirmed that he is not debarred form holding the office of director by virtue of any order from SEBI or any such authority and has given his consent to act as Independent Director of the Company. The Company has also received declaration form him that he meets the criteria of independence as prescribed, under section 149(6) of the Act and under the Regulation 16(1)(b) of the SEBI Listing Regulations.

The Board of Directors recommends the resolution set out at Notice to the Members for their consideration and approval, by way of a Ordinaryl Resolution.

Except **Mr. Govind Tohshniwal** and his relatives none of the other Directors, Key Managerial Personnel of the Company and their relatives (to the extent of their shareholding in the Company, if any) are, in anyway, concerned or interested, financially or otherwise, in the proposed Special Resolution as set out in the Notice.

Brief Profile
CS Govind Toshniwal (ICSI Membership No A37468 and COP No 24333) is a seasoned Corporate Legal Professional and Practicing Company Secretary with over 10 years of extensive experience in corporate governance, securities laws, regulatory compliances, and strategic corporate restructuring. Based in Hyderabad, Telangana, he has built a strong track record of guiding both listed and unlisted entities through complex capital market transactions and regulatory frameworks.

His core areas of expertise include:

- Securities Laws & SEBI Compliances: Hands-on experience with SEBI LODR, ICDR, PIT, and SAST regulations, including managing IPOs, Rights Issues, insider trading codes, and corporate disclosure protocols.
- Company Law & Corporate Restructuring: Proven skill in overseeing statutory secretarial audits, board processes, and designing complex corporate restructuring frameworks such as Mergers, Demergers, Amalgamations, and Capital Reductions.
- Cross-Border Transactions: Expertise in managing RBI and FEMA guidelines, including Foreign Direct Investment (FDI) frameworks and statutory reporting.
- Litigation & Representation: Proficient in representing corporate entities and handling regulatory appearances before the National Company Law Tribunal (NCLT), Regional Directors (RD), and the Registrar of Companies (ROC)

The Board considers that Mr. Toshniwal's deep understanding of corporate laws, risk management strategies, and capital market dynamics will bring immense value, unbiased oversight, and strategic foresight to the boardroom. His extensive professional background as a Practicing Company Secretary equips him to effectively monitor compliance frameworks, protect stakeholder interests, and strengthen the corporate governance mechanisms of the Company.

Information pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India regarding the Directors proposed to be appointed:

Mr. Govind Toshniwal is a member of Institute of Company Secretaries of India (ICSI). He having an experience of more than 10+ years and have a strong grip on corporate compliances. He have an expertise in the field on corporate law, merger & amalgamation. The other details are as follow:

S. NO	PARTICULARS	DETAILS OF THE DIRECTOR
1	Name of Director	Mr. Govind Tohshniwal
2	DIN	10729492
3	Date of Birth (Age)	27-06-1989
4	Nationality	Indian
5	Date of First appointment on the Board	Appointed with effect from 13-07-2026 subject to approval of the Members of the Company
6	Qualification	He is member of Institute of Company Secretaries of India (ICSI)

7	Experience & Brief Resume	Mr Govind Toshniwal is qualified Company Secretary by profession who having a more than 10+ years of experience in the field of compliance. He handled numerous restructuring of the Corporates such as merger and acquisitions and their legal documentation. He have vast experience in field of corporate law and corporate Governance.
8	Terms & Conditions of Appointment, other than remuneration	Mr. Govind Tohshniwal shall be appointed as a Non-Executive Independent Director, not liable to retire by rotation to hold office for a period of 5 (five) years with effect from July 13, 2026
9	Nature of his expertise in specific functional areas	Corporate law, Merger and Acquisitions, Corporate Governance; FEMA related Compliances; Business management ; etc.
10	Remuneration sought to be paid, if any	He will be eligible for payment of sitting fees and commission, as payable to other non-executive independent directors of the Company as per the Remuneration Policy of the Company.
11	Remuneration last drawn by such person in the Company	None
12	Relationship with the other directors, Managers and Key Managerial Personnel of the Company	None
13	Number of Meetings of the Board attended during the year	NIL
14	Directorship, Trusteeships, Partnerships etc. held in other Companies, firms, trusts, entities on the date of Postal Ballot Notice	NIL
15	Other directorship/ membership/ Chairmanship of the Committee of other Board	Member of ICSI : A37468 Other Chairmanship of the Committee of other Boards- Not Applicable
16	Listed entities from which the person has resigned in the past three years	NIL
17	Number of shares held in the Company (including shareholding as a beneficial owner)	NIL
18	Confirmation in compliance with SEBI Letter dated June 14, 2018 read along with Exchange circular dated June 20, 2018 (affirmation that the person proposed to be appointed as Director is not debarred from holding the office by virtue of any SEBI Order or any other authority)	Mr. Govind Tohshniwal has confirmed that he is not debarred from holding the office by virtue of any SEBI order or any other authority.
19	Affirmation that the Director being appointed is not disqualified from holding the office of director pursuant to provision of Section 164 of Companies Act, 2013	Mr. Govind Tohshniwal has confirmed that he is not disqualified from holding the office of director pursuant to provision of Section 164 of the Companies Act, 2013

Skills and capabilities required for the role of the Director as identified by the Board and the manner in which the proposed person meets such requirements:

S. No	Desired/Needed Skills, Experience, Attribute	Mr. Mudit Kapoor
1	Industry Knowledge	Yes
2	Leadership and Entrepreneurship	Yes
3	Business Management	Yes
4	Financial and Risk Management	Yes
5	Corporate Governance	Yes
6	Sales Marketing and Retail	No

Item No. 4

Pursuant to the provisions of **Section 186(2)** of the Companies Act, 2013 (the 'Act'), a company can give any loan, provide any guarantee/security, or acquire securities of any body corporate up to:

- **60% of its paid-up share capital, free reserves, and securities premium account**, or
- **100% of its free reserves and securities premium account**,

whichever is more. Where the aggregate of loans, investments, guarantees, or securities already made or proposed to be made exceeds these statutory limits, **Section 186(3)** mandates prior approval of the Members by way of a **Special Resolution**.

To meet growing business exigencies, capture strategic investment opportunities, and support corporate growth, the Company may need to deploy funds, provide corporate guarantees, or invest in securities from time to time. Since the future fund requirements and strategic financial commitments may exceed the thresholds prescribed under Section 186(2) of the Act, the Board of Directors at its meeting held on July 21, 2026 recommended seeking shareholder approval for a revised aggregate limit of **Rs. 100 Crores (Rupees One Hundred Crores only)**.

This enabling resolution will empower the Board of Directors (including any Committee authorized by it) to act swiftly on business opportunities, determine appropriate financial terms, and allocate resources efficiently in the best interests of the Company.
None of the Directors, Key Managerial Personnel of the Company, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the passing of this Resolution, except to the extent of their shareholding or directorships, if any, in the Company or in the entities that may benefit from such financial assistance.
The Board recommends the Special Resolution set out at **Item No. 4** of the Notice for approval by the Members.

Item no 5

The Company from time to time may need to extend financial support by way of loans, guarantees, or securities to its subsidiary, associate, or other entities in which the Directors of the Company are interested. This support is intended to meet their funding requirements for business growth and operational efficiencies.

Pursuant to the provisions of Section 185(2) of the Companies Act, 2013, a company can advance any loan, give guarantees, or provide security to any person or entity in whom any of its directors are interested, subject to the condition that a Special Resolution is passed by the members of the Company. Further, the borrowing entity must utilize such funds strictly for its principal business activities. The Audit Committee and the Board of Directors, at their respective meetings, have reviewed and approved this proposal, ensuring that all transactions will be conducted on an arm's length basis and in the ordinary course of business. Any loan advanced under this resolution will bear an interest rate not lower than the prevailing yield of appropriate Government Securities as per Section 186(7) of the Act.

The loans, guarantees, or securities provided under this item will stay within the overall limits previously authorized by the shareholders under Section 186 of the Act.

Accordingly, the Board recommends the Special Resolution set out at Item No. 5 of the Notice for approval by the members.

None of the Directors, Key Managerial Personnel (except Mr Sanjay Patwari, Managing Director, Mr Sandeep Patwari, Joint Managing Director and Mrs Sangeeta Tibrewala , Non Executive Director and their relatives) of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution, except to the extent of their directorship or shareholding in the entities that may receive such loans, guarantees, or securities.

. **Item No6**
APPROVAL OF SCHEME FOR ADVANCING LOANS TO MANAGING DIRECTOR AND WHOLE-TIME DIRECTOR(S)

Section 185(1) of the Companies Act, 2013 generally restricts a company from advancing loans, giving guarantees, or providing security to its directors or any other person in whom the director is interested. However, **Section 185(3)(b)** of the Act provides an explicit exception. It allows a company to advance a loan to a Managing Director or Whole-time Director, provided it is done pursuant to a scheme approved by the members of the company by way of a Special Resolution**.**

To attract, retain, and motivate top-tier managerial talent, and to align with competitive industry practices, the Company has structured a draft 'Scheme of Loan to Managing Director and Whole-Time Director'. This Scheme governs the terms, eligibility, limits, interest rates, and repayment schedules for loans extended to such executive directors.

The Nomination and Remuneration Committee, the Audit Committee, and the Board of Directors, at their respective meetings, have reviewed and approved the draft Scheme. They have recommended it for the approval of the members, ensuring that the terms are in the best interest of the Company and its governance standards. A copy of the draft Scheme will be available for inspection by the members at the Registered Office of the Company during business hours up to the date of the AGM, and will also be available at the venue of the meeting.

Accordingly, the Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval by the members.
Disclosure of Interest:

Except Mr. Sanjay Patwari (Managing Director), Mr. Sandeep Patwari (Whole-Time Director), and Ms. Sangeeta Tibrewala, along with their respective relatives, who may be deemed to be interested or concerned in this resolution to the extent of loans that may be advanced to them under the Scheme, none of the other Directors, Key Managerial Personnel of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

Item No.7 and 8

Section 185 of the Companies Act, 2013 contains strict provisions regarding loans to directors or entities in whom directors are interested. However, specific financial assistance can be extended to an executive director like the Managing Director subject to the approval of the shareholders by way of a **Special Resolution** and compliance with Section 186 of the Act.

Mr. Sanjay Patwari, Managing Director of the Company, has requested a loan of ₹2.50 Crores from the Company to meet personal emergency needs.

The Nomination and Remuneration Committee, the Audit Committee, and the Board of Directors have reviewed the proposal and the draft Loan Agreement. They have recommended it to the shareholders for approval, noting that the transaction will be adequately tracked and contains an interest rate framework aligned with Section 186(7) of the Act (ensuring it stays at or above the current yield of standard 5-year Government Securities).

The principal terms of the proposed loan are embedded directly within the text of the Special Resolution. A copy of the draft Loan Agreement will be open for inspection by members at the Registered Office of the Company during business hours up to the date of the 63rd Annual General Meeting ("AGM").

As per the provisions of Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), any transaction with a related party is classified as "Material" if it exceeds **10% of the annual consolidated turnover** of the company as per its last audited financial statements. The value of this proposed loan exceeds this materiality threshold, thereby requiring the prior approval of the un-interested members via a Special Resolution. Furthermore, since the transaction involves a loan to a Managing Director, it satisfies the requirements under Section 185 of the Act
The Board recommends the Special Resolution set out at Item No. 7 and 8 of the Notice for approval by the members.

Disclosure of Interest:

Mr. Sanjay Patwari (the recipient of the loan), along with Mr. Sandeep Patwari (Whole-Time Director) and Ms. Sangeeta Tibrewala, being related to each other, are deemed to be financially concerned or interested in this resolution. Save and except the three mentioned individuals and their immediate relatives, none of the other Directors, Key Managerial Personnel of the Company, or their relatives are, in any way, concerned or interested in this resolution.
.
The Audit Committee and the Board of Directors have reviewed the transaction and concluded that the terms of the loan are balanced and aligned with the corporate interest. Consequently, they recommend the resolution for shareholder approval.

Details of the transaction as per SEBI Master Circular no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 read with Industry Standards on "Minimum Information to be provided to the Audit Committee and Shareholders for approval of related party transaction "("RPT Industry Standards"):

1 Details with respect to material Related Party Transaction

S. No	**Particulars of the Information**	**Information provided by the management**
A.	Basic Details of the Related Party and Transaction with the Related Party	
A1.	**Basic details of the Related Party**	
1	Name of the Related Party	Mr Sanjay Patwari
2	Country of incorporation of the related Party	India
3	Nature of business of the related party	Not Applicable
A2	**Relationship and ownership of the Related Party**	
1	Relationship between the listed entity and related party and the related party including nature of its concern (financial or otherwise)	Mr Sanjay Patwari is the Managing Director and Promoter of the Company.
2	Shareholding of the listed entity/subsidiary (in case of transaction involving subsidiary), whether direct or indirect in the related party	Mr Sanjay Patwari holds 4,90,496 (12.35%) of equity shares as on March 31, 2026. Currently, he hold 5,03,408 equity shares (12.17%) of equity shares of the Company.
3	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary)	Not Applicable
4	Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary)	Mr Sanjay Patwari holds 4,90,496 (12.35%) of equity shares as on March 31, 2026. Currently, he hold 5,03,408 equity shares (12.17%) of equity shares of the Company.
A3	**Details of previous transaction with the related party**	

<table>
<tr><td>1</td><td>Total amount of all the transaction undertaken by the listed entity with the related party during the last financial year</td><td>Details of related party transaction undertaken by the Company with (including the transactions) are as under:
<table>
<tr><td>S. No</td><td>Nature of transactions</td><td>Amount (in lakhs)</td></tr>
<tr><td>1</td><td>Rent received in terms of Joint Venture agreement</td><td>74.60</td></tr>
<tr><td>2.</td><td>Remuneration</td><td>24</td></tr>
<tr><td>3</td><td>Rental Deposit</td><td>8.58</td></tr>
<tr><td></td><td>Total</td><td>107.18</td></tr>
</table></td></tr>
<tr><td>2</td><td>Total amount of all the transaction undertaken by the listed entity or subsidiary with the related party in the current financial year upto the quarter immediately preceding the quarter in which the proposal is sought</td><td>Details of first quarter of current FY 2026-27
<table>
<tr><td>S. No</td><td>Nature of transactions</td><td>Amount (in lakhs)</td></tr>
<tr><td>1</td><td>Rent received in terms of Joint Venture agreement</td><td>18.80</td></tr>
<tr><td>2.</td><td>Remuneration</td><td>6.00</td></tr>
<tr><td>3</td><td>Rental Deposit</td><td>0.00</td></tr>
<tr><td></td><td>Total</td><td>24.80</td></tr>
</table></td></tr>
<tr><td>3</td><td>Any default, if any made by a related party concerning any obligation undertaken by it under a transaction of arrangement entered into with the listed entity during the last financial year</td><td>No Default</td></tr>
<tr><td>A4</td><td colspan="2">Amount of the proposed transaction(s)</td></tr>
<tr><td>1</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.</td><td>₹ 2.5 crore</td></tr>
<tr><td>2</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td></tr>
<tr><td>3</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year</td><td>18.90% of annual consolidated turnover preceding financial year 2025-26 (on merged basis 8.32% of consolidated turnover)</td></tr>
<tr><td>4</td><td>Value of the proposed transaction as a percentage of subsidiary annual standalone turnover for the immediately preceding financial year</td><td>Not Applicable</td></tr>
<tr><td>5</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>18.90% of annual consolidated turnover preceding financial year 2025-26 (on merged basis 8.32% of consolidated turnover)</td></tr>
<tr><td>6</td><td>Financial performance of the related party for the immediately preceding financial year</td><td>Not Applicable</td></tr>
<tr><td>A5</td><td colspan="2">Basic details of the proposed transaction</td></tr>
<tr><td>1</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td>Loan to Mr Sanjay Patwari, Managing Director of the Company</td></tr>
</table>

<table>
<tr><td>2</td><td>Details of each type of the proposed transaction</td><td>Details of Proposed Transaction:
<table>
<tr><th>S. No</th><th>Specific type of the proposed transaction</th><th>Details of the proposed transaction</th><th>Amount (in lakhs)</th></tr>
<tr><td>1</td><td>Loan given</td><td>Loan Given</td><td>250.00</td></tr>
<tr><td>2</td><td>Sale, purchase of supply of goods or services or any other similar business transaction and trade advances (rental income)</td><td>Transaction relating to rental income</td><td>100.00</td></tr>
<tr><td>3</td><td>Remuneration</td><td>Remuneration</td><td>24.00</td></tr>
<tr><td></td><td></td><td></td><td>374.00</td></tr>
</table></td></tr>
<tr><td>3</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>5 year (from April 1, 2026 to March 31, 2031)</td></tr>
<tr><td>4</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5</td><td>Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise</td><td>The Value of Proposed transaction is 2.5 Crore. This transaction will be executed in 5 years. The details are as follow
<table>
<tr><th>S. No</th><th>Financial Year</th><th>Amount (in lakhs)</th></tr>
<tr><td>1</td><td>2026-27</td><td>50 lakh</td></tr>
<tr><td>2</td><td>2027-28</td><td>50 lakh</td></tr>
<tr><td>3</td><td>2028-29</td><td>50 lakh</td></tr>
<tr><td>4</td><td>2029-30</td><td>50 lakh</td></tr>
<tr><td>5</td><td>2030-31</td><td>50 lakh</td></tr>
</table></td></tr>
<tr><td>6</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity</td><td>The Company is earning 40% of the actual rental income on the property owned by the Related Parties in consideration for managing the same as detailed in Joint Venture Agreement dated 28th March, 2013 as extended valid upto 31st March, 2030.</td></tr>
<tr><td>7</td><td>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.
A.) Name of the director / KMP
B.) Shareholding of the director / KMP, whether direct or indirect, in the related party</td><td>Mr Sanjay Patwari, being the Promoter and Managing Directors of the Company are interested in the resolution. None of the key managerial personnel of the Company and their relatives are concerned or interested, financially or otherwise in the proposed transactions. Their interest or concern or that of their relatives, is limited only to the extent of their holding directorship/ shareholding in the Company.</td></tr>
<tr><td>8</td><td>A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.</td><td>The RPTs are / will be in line with the Company’s Pricing Policy for transactions with related parties. These transactions will be on an arm’s length basis and in the ordinary course of business.</td></tr>
<tr><td>9</td><td>Other information relevant for decision making.</td><td>The Company is earning 40% of the actual rental income on the property owned by the Related Parties in consideration for managing the same as detailed in Joint Venture Agreement dated 28th March, 2013 as extended valid upto 31st March, 2030.</td></tr>
<tr><td></td><td colspan="2">Part B & C: Additional information for proposed transactions including information on Material Related Party Transactions as per Industry Standards</td></tr>
<tr><td>Part B</td><td colspan="2">Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A,</td></tr>
<tr><td colspan="3">B(2). Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary</td></tr>
<tr><td>1</td><td>Source of funds in connection with the proposed transaction.
Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/housing finance companies.</td><td>Owned Funds of the Company</td></tr>
<tr><td>2</td><td>Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following:
Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.</td><td rowspan="5">None</td></tr>
<tr><td></td><td>a. Nature of indebtedness</td></tr>
<tr><td></td><td>b. Total cost of borrowing</td></tr>
<tr><td></td><td>c. Tenure</td></tr>
<tr><td></td><td>d. Other details</td></tr>
</table>

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3	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. *Note:* *(1) This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.* *(2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.*	The loan shall carry an interest rate of 7% per annum, provided that such rate shall not be lower than the prevailing yield of Government Securities closest to the 5-year tenure of the loan, in compliance with Section 186(7) of the Act.
4	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	The loan shall carry an interest rate of 7% per annum, provided that such rate shall not be lower than the prevailing yield of Government Securities closest to the 5-year tenure of the loan,
5	Maturity / due date	31-03-2031
6	Repayment schedule & terms	Yearly basis.
7	Whether secured or unsecured?	Unsecured
8	If secured, the nature of security & security coverage ratio	Not Applicable
9	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction	For Emergency Personal Need
Part C	**Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a material RPT and is in addition to Part A and B**	
C(1). Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary		
1	Latest credit rating of the related party *Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any*	Not Applicable
2	Default on borrowings, **if any**, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. *Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.* **In addition, state the following:** a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been declared a “wilful defaulter” by any of its bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. *Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.*	Not Applicable

	Minimum information to the Shareholders for approval of Related Party Transactions	
S. No.	**Particulars of the information**	**Information provided by the management**
a	A summary of the information provided by the management of the listed entity to the audit committee as specified in paragraph 4 of this Section (Summary of Relaxed Disclosure - AC);	The Principal Loan Amount is being advanced to the Managing Director exclusively to provide immediate financial assistance for urgent and unforeseen personal emergency needs. The Board of Directors recognizes that resolving this temporary personal exigency is critical to ensuring the Managing Director can continue to discharge their executive responsibilities efficiently, with undivided attention, and without operational or financial distraction to the detriment of the Company’s business interests.
b	Justification for why the proposed transaction is in the interest of the listed entity	The Company is earning 40% of the actual rental income on the property owned by the Related Parties in consideration for managing the same as detailed in Joint

		Venture Agreement dated 28th March, 2013 as extended valid upto 31st March, 2030.
c	Where the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary, the details specified under para 4(f) above	Yes
i	details of the source of funds in connection with the proposed transaction;	Owned funds of the Company
ii	where any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investments,	No
	nature of indebtedness;	Unsecured Loan
	cost of funds; and	Rs. 2.5 Crore
	tenure;	Tenure of 5 year
iii	applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	1. Purpose: The loan shall be utilized by the Managing Director solely for the purpose of personal emergency needs. 2. Amount: The loan amount will be Rs. 2.5 Crore. 3. Rate of Interest: The loan shall carry an interest rate of 7% per annum, provided that such rate shall not be lower than the prevailing yield of Government Securities closest to the 5-year tenure of the loan, in compliance with Section 186(7) of the Act. 4. Tenure & Repayment: The loan shall be repayable within a period of 5 (five) years from the date of disbursement, payable in monthly/quarterly/ yearly instalments. 5. Security: The loan shall be unsecured.
iv	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	The loan shall be utilized by the Managing Director solely for the purpose of personal emergency needs.
d	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email address of the shareholders	Nor Applicable
e	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	18.90% of annual consolidated turnover preceding financial year 2025-26 (on merged basis 8.32% of consolidated turnover)
f	Any other information that may be relevant	Not Applicable

Your Company proposes to advance a loan of **₹2,50,00,000/- (Rupees Two Crore and Fifty Lakh only)** to **Mr. Sanjay Patwari, Managing Director**, for a tenure of **5 (five) years at an interest rate of 7% per annum**.
As per the provisions of Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), any transaction with a related party is classified as "Material" if it exceeds **10% of the annual consolidated turnover** of the company as per its last audited financial statements. The value of this proposed loan exceeds this materiality threshold, thereby requiring the prior approval of the un-interested members via an Ordinary Resolution. Furthermore, since the transaction involves a loan to a Managing Director, it satisfies the requirements under Section 185 of the Act.
The Audit Committee and the Board of Directors have reviewed the transaction and concluded that the terms of the loan are balanced and aligned with the corporate interest. Consequently, they recommend the resolution for shareholder approval.

Item No.9
SEBI (Listing Obligations and Disclosure Requirements), 2015 stipulates that all the Related Party Transaction shall require approval of the Audit Committee and the shareholders through Ordinary/Special Resolution. Your company has entered into transactions with related parties" as defined under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb), 2(1)(zc) and 23 and other applicable regulation of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015) ("SEBI Listing Regulations"). Pursuant to provisions to these regulations, the transactions with a related party shall be considered material, if the transaction/ transactions to be entered into individually or taken together with previous transactions during a financial year exceed 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company. All the related party transactions entered are in the ordinary course of business and at arm's length basis.

During the financial year 2020-21, the equity shares of your Company got listed with Metropolitan Stock Exchange of India on July 21, 2021, accordingly, the SEBI Listing Regulations have become applicable from the date of listing. Your Company has entered or will enter into Related Party Transactions with Related Parties defined under Section 2(76) of Companies Act, 2013 and Regulation 2(1)(zb) of SEBI Listing Regulations and applicable accounting standards as detailed below:

<u>Details of the transaction as per SEBI Master Circular no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 read with Industry Standards on "Minimum Information to be provided to the Audit Committee and Shareholders for approval of related party transaction "("RPT Industry Standards"):</u>

1 Details with respect to material Related Party Transaction

<table>
<tr><td>S. No</td><td>Particulars of the Information</td><td>Information provided by the management</td></tr>
<tr><td>A.</td><td colspan="2">Basic Details of the Related Party and Transaction with the Related Party</td></tr>
<tr><td>A1.</td><td>Basic details of the Related Party</td><td></td></tr>
<tr><td>1</td><td>Name of the Related Party</td><td>Mr. Ram Gopal Patwari, Mr. Sanjay Patwari; Mr. Sandeep Patwari and Mr. Vedant Patwari</td></tr>
<tr><td>2</td><td>Country of incorporation of the related Party</td><td>India</td></tr>
<tr><td>3</td><td>Nature of business of the related party</td><td>Not Applicable</td></tr>
<tr><td>A2</td><td colspan="2">Relationship and ownership of the Related Party</td></tr>
<tr><td>1</td><td>Relationship between the listed entity and related party and the related party including nature of its concern (financial or otherwise)</td><td>Mr Sanjay Patwari is Managing Director and Promoters of the Company;
Mr. Sandeep Patwari is Joint Managing Director and
Mr. Vedant Patwari and Mr. Ram Gopal Patwari are Shareholders and relateive of Mr Sanjay Patwari and Mr Sandeep Patwari of the Company,</td></tr>
<tr><td>2</td><td>Shareholding of the listed entity/subsidiary (in case of transaction involving subsidiary), whether direct or indirect in the related party</td><td>Shareholding of the related party
<table>
<tr><td></td><td></td><td>March 31, 2026</td><td>%</td><td>Post-merger</td><td>%</td></tr>
<tr><td>1</td><td>Mr Sanjay Patwari</td><td>4,90,496</td><td>12.35</td><td>5,03,408</td><td>12.17</td></tr>
<tr><td>2</td><td>Mr. Sandeep Patwari</td><td>3,91,442</td><td>9.85</td><td>4,06,203</td><td>9.82</td></tr>
<tr><td>3</td><td>Mr. Vedant Patwari</td><td>64,944</td><td>1.63</td><td>67,721</td><td>1.64</td></tr>
<tr><td>4</td><td>Mr. Ram Gopal Patwari</td><td>9,36,608</td><td>23.58</td><td>9,48,098</td><td>22.93</td></tr>
<tr><td>5</td><td>Ms Vedika Patwari</td><td>83,252</td><td>2.10</td><td>86,029</td><td>2.08</td></tr>
</table></td></tr>
<tr><td>3</td><td>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary)</td><td>Not Applicable</td></tr>
<tr><td>4</td><td>Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary)</td><td>Shareholding pattern of the Related Parties:
<table>
<tr><td></td><td></td><td>March 31, 2026</td><td>%</td><td>Post-merger</td><td>%</td></tr>
<tr><td>1</td><td>Mr Sanjay Patwari</td><td>4,90,496</td><td>12.35</td><td>5,03,408</td><td>12.17</td></tr>
<tr><td>2</td><td>Mr. Sandeep Patwari</td><td>3,91,442</td><td>9.85</td><td>4,06,203</td><td>9.82</td></tr>
<tr><td>3</td><td>Mr. Vedant Patwari</td><td>64,944</td><td>1.63</td><td>67,721</td><td>1.64</td></tr>
<tr><td>4</td><td>Mr. Ram Gopal Patwari</td><td>9,36,608</td><td>23.58</td><td>9,48,098</td><td>22.93</td></tr>
<tr><td>5</td><td>Ms Vedika Patwari</td><td>83,252</td><td>2.10</td><td>86,029</td><td>2.08</td></tr>
</table></td></tr>
<tr><td>A3</td><td colspan="2">Details of previous transaction with the related party</td></tr>
<tr><td>1</td><td>Total amount of all the transaction undertaken by the listed entity with the related party during the last financial year</td><td>Rent paid to related parties in terms of Joint Venture Agreement during the last financial year 2025-26
<table>
<tr><td>S. No</td><td>Nature of transactions</td><td>Amount (in lakhs)</td></tr>
<tr><td>1</td><td>Mr Ram Gopal Patwari</td><td>73.11</td></tr>
<tr><td>2</td><td>Mr Sanjay Patwari</td><td>74.60</td></tr>
<tr><td>3</td><td>Mr Sandeep Patwari</td><td>76.89</td></tr>
<tr><td>4</td><td>Mr Vedant Patwari</td><td>11.84</td></tr>
<tr><td>5</td><td>Ms Vedika Patwari</td><td>3.27</td></tr>
<tr><td></td><td>Total</td><td>239.71</td></tr>
</table></td></tr>
<tr><td>2</td><td>Total amount of all the transaction undertaken by the listed entity or subsidiary with the related party in the current financial year upto the quarter immediately preceding the quarter in which the proposal is sought</td><td>Rent paid to related parties in terms of Joint Venture Agreement during the the first quarter of financial year 2026-27
<table>
<tr><td>S. No</td><td>Nature of transactions</td><td>Amount (in lakhs)</td></tr>
<tr><td>1</td><td>Mr Ram Gopal Patwari</td><td>19.38</td></tr>
<tr><td>2</td><td>Mr Sanjay Patwari</td><td>18.80</td></tr>
<tr><td>3</td><td>Mr Sandeep Patwari</td><td>20.36</td></tr>
<tr><td>4</td><td>Mr Vedant Patwari</td><td>3.06</td></tr>
<tr><td>5</td><td>Ms Vedika Patwari</td><td>1.45</td></tr>
<tr><td></td><td>Total</td><td>63.05</td></tr>
</table></td></tr>
<tr><td>3</td><td>Any default, if any made by a related party concerning any obligation undertaken by it</td><td>No Default</td></tr>
</table>

<table>
<tr><td></td><td>under a transaction of arrangement entered into with the listed entity during the last financial year</td><td></td></tr>
<tr><td>A4</td><td colspan="2">Amount of the proposed transaction(s)</td></tr>
<tr><td>1</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.</td><td>Share of Rental income and Rental Deposit receipts for financial year 2026-27 for an aggregate value not exceeding ₹ 300 Lakh (the transaction/ transactions to be entered into individually or taken together)</td></tr>
<tr><td>2</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td></tr>
<tr><td>3</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year</td><td>Pursuant to Joint Venture Agreement dated March 28, 2013, the sharing of rental income earned from operating lease in the ratio of 60:40. The aggregate value not exceeding ₹ 300 Lakh (the transaction/ transactions to be entered into individually or taken together)</td></tr>
<tr><td>4</td><td>Value of the proposed transaction as a percentage of subsidiary annual standalone turnover for the immediately preceding financial year</td><td>Not Applicable</td></tr>
<tr><td>5</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>Pursuant to Joint Venture Agreement dated March 28, 2013, the sharing of rental income earned from operating lease in the ratio of 60:40.</td></tr>
<tr><td>6</td><td>Financial performance of the related party for the immediately preceding financial year</td><td>Not Applicable</td></tr>
<tr><td>A5</td><td colspan="2">Basic details of the proposed transaction</td></tr>
<tr><td>1</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td>Pursuant to Joint Venture Agreement dated March 28, 2013, the sharing of rental income earned from operating lease in the ratio of 60:40.</td></tr>
<tr><td>2</td><td>Details of each type of the proposed transaction</td><td>Rent paid to related parties in terms of Joint Venture Agreement during the the first quarter of financial year 2026-27
<table>
<tr><td>S. No</td><td>Nature of transactions</td><td>Amount (in lakhs)</td></tr>
<tr><td>1</td><td>Mr Ram Gopal Patwari</td><td>100</td></tr>
<tr><td>2</td><td>Mr Sanjay Patwari</td><td>100</td></tr>
<tr><td>3</td><td>Mr Sandeep Patwari</td><td>100</td></tr>
<tr><td>4</td><td>Mr Vedant Patwari</td><td>15</td></tr>
<tr><td>5</td><td>Ms Vedika Patwari</td><td>15</td></tr>
<tr><td></td><td>Total</td><td>330</td></tr>
</table>
aggregate rent value not exceeding ₹ 300 Lakhs</td></tr>
<tr><td>3</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>Pursuant to Joint Venture Agreement dated March 28, 2013, the sharing of rental income earned from operating lease in the ratio of 60:40.</td></tr>
<tr><td>4</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5</td><td>Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise</td><td>Rental income for the financial year 2026-27 for an aggregate value not exceeding ₹ 300 Lakhs. Yes, the proposed transaction will be executed over more than one financial year as per the Joint Venture Agreement dated 28th March, 2013 as extended valid upto 31st March, 2030.</td></tr>
<tr><td>6</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity</td><td>The Company is earning 40% of the actual rental income on the property owned by the Related Parties in consideration for managing the same as detailed in Joint Venture Agreement dated 28th March, 2013 as extended valid upto 31st March, 2030.</td></tr>
<tr><td>7</td><td>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.
A.) Name of the director / KMP
B.) Shareholding of the director / KMP, whether direct or indirect, in the related party</td><td>Mr Sanjay Patwari, being the Promoter and Managing Directors of the Company; Mr Sandeep Patwari, Joint Managing Director and Mrs Sangeeta Tibrewala are interested in the resolution. None of the key managerial personnel of the Company and their relatives are concerned or interested, financially or otherwise in the proposed transactions. Their interest or concern or that of their relatives, is limited only to the extent of their holding directorship/ shareholding in the Company.</td></tr>
<tr><td>8</td><td>A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.</td><td>Not Applicable</td></tr>
</table>

9	Other information relevant for decision making.	Pursuant to the Joint Venture Agreement dated 28th March, 2013 as extended valid upto 31st March, 2030.
	Part B & C: Additional information for proposed transactions including information on Material Related Party Transactions as per Industry Standards	
Part B	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A,**	
B(1). Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances		
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Supply of Services- Rental income
2.	Basis of determination of price.	The pricing mechanism followed for the transactions is based on the lease Agreement entered during the normal course of business and at arm length basis. Following the established trade norms.
2	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	None
	a. Amount of Trade advance	
	b. Tenure	
	c. Whether same is self-liquidating	
Part B	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A,**	
	B(6). Disclosure only in case of transactions relating to transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate	
1	Bidding or other process, if any, applied for choosing a party for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity.	Pursuant to Joint Venture Agreement dated March 28, 2013, the sharing of rental income earned from operating lease in the ratio of 60:40.
2	Basis of determination of price.	The pricing mechanism followed for the transactions is based on the lease Agreement entered during the normal course of business and at arm length basis. Following the established trade norms.
3	Reasons for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate.	Not Applicable
4	Financial track record of the subsidiary / undertaking that is being sold (in case of sale of undertaking, segment level data to be provided) during the last three financial years:	Not Applicable
	Turnover	
	Net worth	
	Net profit	
5	Expected financial impact on the consolidated turnover, net worth and net profits of the listed entity or its subsidiary due to sale of the subsidiary / undertaking	
	a. Expected impact on turnover	₹300.00 Lakhs
	b. Expected impact on net worth	₹300.00 Lakhs
	c. Expected impact on net profits	₹300.00 Lakhs
Part C	**Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a material RPT and is in addition to Part A and B**	
C(5). Disclosure only in case of transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate		
1	Details of earlier sale, lease or disposal of assets of the same subsidiary or of the unit, division or undertaking of the listed entity or disposal of shares of the same subsidiary or associate to any related party during the preceding twelve months.	Pursuant to Joint Venture Agreement dated March 28, 2013, the sharing of rental income earned from operating lease in the ratio of 60:40.
2	Whether the transaction would result in issue of securities or consideration in kind to a related party? If yes, please share the relevant details.	Not Applicable
3	Would the transaction result in eliminating a segment reporting by the listed entity or any of its subsidiary?	Not Applicable

4	Does it involve transfer of key intangible assets or key customers which are critical for continued business of the listed entity or any of its subsidiary?	Not Applicable
5	Are there any other major non-financial reasons for going ahead with the proposed transaction?	Not Applicable
	Minimum information to the Shareholders for approval of Related Party Transactions	
S. No.	**Particulars of the information**	**Information provided by the management**
a	A summary of the information provided by the management of the listed entity to the audit committee as specified in paragraph 4 of this Section (Summary of Relaxed Disclosure - AC);	The Company is earning 40% of the actual rental income on the property owned by the Related Parties in consideration for managing the same as detailed in Joint Venture Agreement dated 28th March, 2013 as extended valid upto 31st March, 2030.The agreement entered during the normal course of business and at arm length basis. Following the established trade norms.
b	Justification for why the proposed transaction is in the interest of the listed entity	Pursuant to Joint Venture Agreement dated March 28, 2013, the sharing of rental income earned from operating lease in the ratio of 60:40.
c	Where the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary, the details specified under para 4(f) above	
i	details of the source of funds in connection with the proposed transaction;	
ii	where any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investments,	
	nature of indebtedness;	
	cost of funds; and	
	tenure;	Not Applicable
iii	applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	Pursuant to Joint Venture Agreement dated March 28, 2013, the sharing of rental income earned from operating lease in the ratio of 60:40.
iv	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	Not Applicable
d	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not Applicable
e	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	The sharing of rental income earned from operating lease in the ratio of 60:40.
f	Any other information that may be relevant	Not Applicable

Members of the Company can request for inspection of the joint venture agreement.

Regulation 23 (7) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 stipulates that all entities falling under the definition of related parties shall not vote to approve any related party transaction, irrespective of whether the entity is a party to the transaction or not. Therefore, none of the Promoter Group entities holding share(s) will vote on this Resolution.

None of Directors or Key Managerial Personnel except Mr. Sanjay Patwari, Managing Director; Mr Sandeep Patwari, Joint Managing Director and Mrs. Sangeeta Tibrewala and promoter and promoter group is concerned or interested, financially or otherwise , in the said resolution.

The Board recommends the resolution set out at Item No. 9 as **Ordinary Resolution** to Shareholders for their approval.

Item No.10

Pursuant to the applicable provision of the Companies Act, 2013 read with the applicable rules made thereunder (including and statutory modification(s) or re-enactment thereof for the time being in force). Regulation 23 of Listing Regulations, and the Company Policy on materiality of Related Party transaction, the transaction entered by the Company on arm's length basis with Mrs. Chanda Patwari and on the ordinary course of business.

SEBI (Listing Obligations and Disclosure Requirements), 2015 provides that all the Related Party Transaction shall require approval of the Audit Committee and all the Material Related Party Transactions requires approval of the shareholders through

Ordinary Resolution. Your company has entered into transactions with the related parties, as mentioned in the Resolution, which are falling under the definition of “related party” as defined under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb), 2(1)(zc) and 23 and other applicable regulation of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015) (“SEBI Listing Regulations”).

Details of the transaction as per SEBI Master Circular no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 read with Industry Standards on “Minimum Information to be provided to the Audit Committee and Shareholders for approval of related party transaction “(“RPT Industry Standards”):

1 Details with respect to material Related Party Transaction

<table>
<tr><th>S. No</th><th>Particulars of the Information</th><th>Information provided by the management</th></tr>
<tr><td>A.</td><td colspan="2">Basic Details of the Related Party and Transaction with the Related Party</td></tr>
<tr><td>A1.</td><td>Basic details of the Related Party</td><td></td></tr>
<tr><td>1</td><td>Name of the Related Party</td><td>Mrs Chanda Patwari</td></tr>
<tr><td>2</td><td>Country of incorporation of the related Party</td><td>India</td></tr>
<tr><td>3</td><td>Nature of business of the related party</td><td>Not Applicable</td></tr>
<tr><td>A2</td><td colspan="2">Relationship and ownership of the Related Party</td></tr>
<tr><td>1</td><td>Relationship between the listed entity and related party and the related party including nature of its concern (financial or otherwise)</td><td>Shareholder of the Company and Mother of the Mr Sanjay Patwari (Promoter and Managing Director of the Company)</td></tr>
<tr><td>2</td><td>Shareholding of the listed entity/subsidiary (in case of transaction involving subsidiary), whether direct or indirect in the related party</td><td>Mrs Chanda Patwari holds 5,90,510 (14.86%) of equity shares as on March 31, 2026. Currently, she hold 6,15,330 (14.88%) of equity shares of the Company.</td></tr>
<tr><td>3</td><td>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary)</td><td>Not Applicable</td></tr>
<tr><td>4</td><td>Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary)</td><td>Mrs Chanda Patwari holds 5,90,510 (14.86%) of equity shares as on March 31, 2026. Currently, she hold 6,15,330 (14.88%) of equity shares of the Company.</td></tr>
<tr><td>A3</td><td colspan="2">Details of previous transaction with the related party</td></tr>
<tr><td>1</td><td>Total amount of all the transaction undertaken by the listed entity with the related party during the last financial year</td><td>Details of related party transaction undertaken by the Company with (including the transactions) are as under:
<table>
<tr><td>S. No</td><td>Nature of transactions</td><td>Amount (in lakhs)</td></tr>
<tr><td>1</td><td>Rent received in terms of Joint Venture agreement</td><td>11.88</td></tr>
<tr><td></td><td>Total</td><td>11.88</td></tr>
</table></td></tr>
<tr><td>2</td><td>Total amount of all the transaction undertaken by the listed entity or subsidiary with the related party in the current financial year upto the quarter immediately preceding the quarter in which the proposal is sought</td><td>Details of first quarter of current FY 2026-27
<table>
<tr><th>S. No</th><th>Nature of transactions</th><th>Amount (in lakhs)</th></tr>
<tr><td>1</td><td>Rent received in terms of Joint Venture agreement</td><td>2.97</td></tr>
<tr><td></td><td>Total</td><td>2.97</td></tr>
</table></td></tr>
<tr><td>3</td><td>Any default, if any made by a related party concerning any obligation undertaken by it under a transaction of arrangement entered into with the listed entity during the last financial year</td><td>No Default</td></tr>
<tr><td>A4</td><td colspan="2">Amount of the proposed transaction(s)</td></tr>
<tr><td>1</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.</td><td>Rental income for the financial year 2026-27for an aggregate value not exceeding ₹ 12 Lakhs</td></tr>
<tr><td>2</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td></tr>
<tr><td>3</td><td>Value of the proposed transactions as a percentage of the listed entity’s annual consolidated turnover for the immediately preceding financial year</td><td>0.90% of annual consolidated turnover preceding financial year 2025-26 (on merged basis 0.80% of consolidated turnover)</td></tr>
<tr><td>4</td><td>Value of the proposed transaction as a percentage of subsidiary annual standalone</td><td>Not Applicable</td></tr>
</table>

<table>
<tr><td></td><td>turnover for the immediately preceding financial year</td><td></td></tr>
<tr><td>5</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>0.90% of annual consolidated turnover preceding financial year 2025-26 (on merged basis 0.80% of consolidated turnover)</td></tr>
<tr><td>6</td><td>Financial performance of the related party for the immediately preceding financial year</td><td>Not Applicable</td></tr>
<tr><td>A5</td><td colspan="2">Basic details of the proposed transaction</td></tr>
<tr><td>1</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td>Pursuant to the Lease Agreement dated April 23, 2019- Rental Services</td></tr>
<tr><td>2</td><td>Details of each type of the proposed transaction</td><td>Details of Proposed Transaction:
<table>
<tr><td>S. No</td><td>Specific type of the proposed transaction</td><td>Details of the proposed transaction</td><td>Amount (in lakhs)</td></tr>
<tr><td>1</td><td>Sale, purchase of supply of goods or services or any other similar business transaction and trade advances (rental income)</td><td>Transaction relating to rental income</td><td>11.88</td></tr>
<tr><td></td><td></td><td></td><td>11.88</td></tr>
</table></td></tr>
<tr><td>3</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>Pursuant to the Lease Agreement dated April 23, 2019 the agreement will be valid till 2030</td></tr>
<tr><td>4</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5</td><td>Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise</td><td>Rental income for the financial year 2025-26 for an aggregate value not exceeding ₹ 12 Lakhs</td></tr>
<tr><td>6</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity</td><td>Pursuant to the Lease Agreement dated April 23, 2019</td></tr>
<tr><td>7</td><td>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.
A.) Name of the director / KMP
B.) Shareholding of the director / KMP, whether direct or indirect, in the related party</td><td>Mr Sanjay Patwari, being the Promoter and Managing Directors of the Company; Mr Sandeep Patwari, Joint Managing Director and Mrs Sangeeta Tibrewala are interested in the resolution. None of the key managerial personnel of the Company and their relatives are concerned or interested, financially or otherwise in the proposed transactions. Their interest or concern or that of their relatives, is limited only to the extent of their holding directorship/ shareholding in the Company.</td></tr>
<tr><td>8</td><td>A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.</td><td>Not Applicable</td></tr>
<tr><td>9</td><td>Other information relevant for decision making.</td><td>Pursuant to the Lease Agreement dated April 23, 2019</td></tr>
<tr><td></td><td colspan="2">Part B & C: Additional information for proposed transactions including information on Material Related Party Transactions as per Industry Standards</td></tr>
</table>

<table>
<tr><td>Part B</td><td colspan="2">Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A,</td></tr>
<tr><td colspan="3">B(1). Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances</td></tr>
<tr><td>1</td><td>Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.</td><td>Supply of Services- Rental income</td></tr>
<tr><td>2.</td><td>Basis of determination of price.</td><td>The pricing mechanism followed for the transactions is based on the lease Agreement entered during the normal course of business and at arm length basis. Following the established trade norms.</td></tr>
</table>

2	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	None
	a. Amount of Trade advance	
	b. Tenure	
	c. Whether same is self-liquidating	
Part B	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A,**	
	B(6). Disclosure only in case of transactions relating to transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate	
1	Bidding or other process, if any, applied for choosing a party for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity.	Pursuant to the Lease Agreement dated April 23, 2019
2	Basis of determination of price.	The pricing mechanism followed for the transactions is based on the lease Agreement entered during the normal course of business and at arm length basis. Following the established trade norms.
3	Reasons for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate.	Not Applicable
4	Financial track record of the subsidiary / undertaking that is being sold (in case of sale of undertaking, segment level data to be provided) during the last three financial years:	Not Applicable
	Turnover	
	Net worth	
	Net profit	
5	Expected financial impact on the consolidated turnover, net worth and net profits of the listed entity or its subsidiary due to sale of the subsidiary / undertaking	
	a. Expected impact on turnover	₹11.88 Lakhs
	b. Expected impact on net worth	₹11.88 Lakhs
	c. Expected impact on net profits	₹11.88 Lakhs
Part C	**Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a material RPT and is in addition to Part A and B**	
C(5). Disclosure only in case of transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate		
1	Details of earlier sale, lease or disposal of assets of the same subsidiary or of the unit, division or undertaking of the listed entity or disposal of shares of the same subsidiary or associate to any related party during the preceding twelve months.	Rental Income pursuant to the Lease Agreement dated April 23, 2019
2	Whether the transaction would result in issue of securities or consideration in kind to a related party? If yes, please share the relevant details.	Not Applicable
3	Would the transaction result in eliminating a segment reporting by the listed entity or any of its subsidiary?	Not Applicable
4	Does it involve transfer of key intangible assets or key customers which are critical for continued business of the listed entity or any of its subsidiary?	Not Applicable
5	Are there any other major non-financial reasons for going ahead with the proposed transaction?	Not Applicable

	Minimum information to the Shareholders for approval of Related Party Transactions	
S. No.	**Particulars of the information**	**Information provided by the management**
a	A summary of the information provided by the management of the listed entity to the audit committee as specified in paragraph 4 of this Section (Summary of Relaxed Disclosure - AC);	The transaction has been executed Pursuant to the Lease Agreement dated April 23, 2019 entered during the normal course of business and at arm length basis. Following the established trade norms.
b	Justification for why the proposed transaction is in the interest of the listed entity	Pursuant to the Lease Agreement dated April 23, 2019

c	Where the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary, the details specified under para 4(f) above	
i	details of the source of funds in connection with the proposed transaction;	
ii	where any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investments,	
	nature of indebtedness;	
	cost of funds; and	
	tenure;	Not Applicable
iii	applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	Pursuant to the Lease Agreement dated April 23, 2019
iv	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	Not Applicable
d	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not Applicable
e	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	0.90% of annual consolidated turnover preceding financial year 2025-26 (on merged basis 0.80% of consolidated turnover)
f	Any other information that may be relevant	Not Applicable

Members of the Company can request for inspection of lease agreement or any other agreement related to related party transaction entered or will enter by the Company by giving advance request to the Company.

Regulation 23 (7) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 stipulates that all entities falling under the definition of related parties shall not vote to approve any related party transaction, irrespective of whether the entity is a party to the transaction or not. Therefore, none of the Promoter Group entities holding share(s) will vote on this Resolution.

None of Directors or Key Managerial Personnel except Mr. Sanjay Patwari, Managing Director; Mr Sandeep Patwari, Joint Managing Director and Mrs. Sangeeta Tibrewala and promoter and promoter group is concerned or interested, financially or otherwise , in the said resolution.

The Board recommends the resolution set out at Item No. 10 as **Ordinary Resolution** to Shareholders for their approval.

Item No11

Details of the proposed Related Party Transaction include the information required to be disclosed in the explanatory statement Details of the transaction as per SEBI Master Circular no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 read with Industry Standards on "Minimum Information to be provided to the Audit Committee and Shareholders for approval of related party transaction "("RPT Industry Standards"):

Details with respect to material Related Party Transaction

S. No	**Particulars of the Information**	**Information provided by the management**
A.	Basic Details of the Related Party and Transaction with the Related Party	
A1.	**Basic details of the Related Party**	
1	Name of the Related Party	**M/s. Starlite Global Enterprises FZE**
2	Country of incorporation of the related Party	United Arab Emirates (UAE)
3	Nature of business of the related party	Export and Import of textile business
A2	**Relationship and ownership of the Related Party**	
1	Relationship between the listed entity and related party and the related party including nature of its concern (financial or otherwise)	Wholly Owned subsidiary Company
2	Shareholding of the listed entity/subsidiary (in case of transaction involving subsidiary), whether direct or indirect in the related party	100% (Wholly Owned subsidiary Company)
3	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if	100% (Wholly Owned subsidiary Company)

<table>
<tr><td></td><td>any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary)</td><td></td></tr>
<tr><td>4</td><td>Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary)</td><td>100% (Wholly Owned subsidiary Company)</td></tr>
<tr><td>A3</td><td colspan="2">Details of previous transaction with the related party</td></tr>
<tr><td>1</td><td>Total amount of all the transaction undertaken by the listed entity with the related party during the last financial year</td><td>Details of related party transaction undertaken by the Company with (including the transactions) are as under:
<table>
<tr><td>S. No</td><td>Nature of transactions</td><td>Amount (in lakhs)</td></tr>
<tr><td>1</td><td>Unsecured Loan</td><td>180.76</td></tr>
<tr><td>2.</td><td>Interest received</td><td>15.40</td></tr>
<tr><td></td><td>Total</td><td>196.16</td></tr>
</table></td></tr>
<tr><td>2</td><td>Total amount of all the transaction undertaken by the listed entity or subsidiary with the related party in the current financial year upto the quarter immediately preceding the quarter in which the proposal is sought</td><td>Details of first quarter of current FY 2026-27
<table>
<tr><td>S. No</td><td>Nature of transactions</td><td>Amount (in lakhs)</td></tr>
<tr><td>1</td><td>Unsecured Loan</td><td>100.00</td></tr>
<tr><td>2.</td><td>Interest received</td><td>9.98</td></tr>
<tr><td>3</td><td>Total</td><td>109.98</td></tr>
</table></td></tr>
<tr><td>3</td><td>Any default, if any made by a related party concerning any obligation undertaken by it under a transaction of arrangement entered into with the listed entity during the last financial year</td><td>No Default</td></tr>
<tr><td>A4</td><td colspan="2">Amount of the proposed transaction(s)</td></tr>
<tr><td>1</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.</td><td>₹10 Lakh</td></tr>
<tr><td>2</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td></tr>
<tr><td>3</td><td>Value of the proposed transactions as a percentage of the listed entity’s annual consolidated turnover for the immediately preceding financial year</td><td>14.83% of annual consolidated turnover preceding financial year 2025-26</td></tr>
<tr><td>4</td><td>Value of the proposed transaction as a percentage of subsidiary annual standalone turnover for the immediately preceding financial year</td><td>Not Applicable</td></tr>
<tr><td>5</td><td>Value of the proposed transactions as a percentage of the related party’s annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>14.83% of annual consolidated turnover preceding financial year 2025-26</td></tr>
<tr><td>6</td><td>Financial performance of the related party for the immediately preceding financial year</td><td>The Company made profit of AED 6216.54 (equivalent to ₹ 1,51,434.91) for the year ended on March 31, 2026</td></tr>
<tr><td>A5</td><td colspan="2">Basic details of the proposed transaction</td></tr>
<tr><td>1</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td>Interest income</td></tr>
<tr><td>2</td><td>Details of each type of the proposed transaction</td><td>Details of Proposed Transaction:
<table>
<tr><td>S. No</td><td>Specific type of the proposed transaction</td><td>Details of the proposed transaction</td><td>Amount (in lakhs)</td></tr>
<tr><td>1</td><td>Loan given</td><td>Loan Given</td><td>180.76</td></tr>
<tr><td>2</td><td>Interest income</td><td>Interest income</td><td>15.40</td></tr>
<tr><td></td><td></td><td></td><td>196.16</td></tr>
</table></td></tr>
<tr><td>3</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>Approval of transaction for financial year 2026-27</td></tr>
<tr><td>4</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
</table>

5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise	Value of proposed transaction during the financial year ₹ 196.16 Lakh. The transaction will be executed over more than one financial year. The estimated break-up financial year wise
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The RPTs are / will be in line with the Company's Pricing Policy for transactions with related parties. These transactions will be on an arm's length basis and in the ordinary course of business
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. A.) Name of the director / KMP B.) Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr Sanjay Patwari, being the Promoter and Managing Directors; Mr Sandeep Patwari, Joint Managing Director; and Mrs Sangeeta Tibrewala, Director of the Company are interested in the resolution. None of the key managerial personnel of the Company and their relatives are concerned or interested, financially or otherwise in the proposed transactions. Their interest or concern or that of their relatives, is limited only to the extent of their holding directorship/ shareholding in the Company.
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable
9	Other information relevant for decision making.	The RPTs are / will be in line with the Company's Pricing Policy for transactions with related parties. These transactions will be on an arm's length basis and in the ordinary course of business
	Part B & C: Additional information for proposed transactions including information on Material Related Party Transactions as per Industry Standards	

Part B	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A,**	
B(2). Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary		
1	Source of funds in connection with the proposed transaction. *Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/housing finance companies.*	Owned Funds of the Company
2	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: *Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.*	None
	a. Nature of indebtedness	
	b. Total cost of borrowing	
	c. Tenure	
	d. Other details	
3	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. *Note:* *(1) This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.* *(2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.*	Not Applicable
4	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	Not Applicable
5	Maturity / due date	Not Applicable
6	Repayment schedule & terms	Yearly basis
7	Whether secured or unsecured?	Unsecured
8	If secured, the nature of security & security coverage ratio	Not Applicable

9	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction	For Business purpose
Part C	**Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a material RPT and is in addition to Part A and B**	
C(1). Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary		
1	Latest credit rating of the related party *Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any*	Not Applicable
2	Default on borrowings, **if any**, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. *Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.* **In addition, state the following:** a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. *Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.*	Not Applicable
	Minimum information to the Shareholders for approval of Related Party Transactions	
S. No.	**Particulars of the information**	**Information provided by the management**
a	A summary of the information provided by the management of the listed entity to the audit committee as specified in paragraph 4 of this Section (Summary of Relaxed Disclosure - AC);	The transaction is between the company and the wholly owned subsidiary company.
b	Justification for why the proposed transaction is in the interest of the listed entity	The RPTs are / will be in line with the Company's Pricing Policy for transactions with related parties. These transactions will be on an arm's length basis and in the ordinary course of business
c	Where the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary, the details specified under para 4(f) above	Yes
i	details of the source of funds in connection with the proposed transaction;	Owned funds of the Company
ii	where any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investments,	Not Applicable
	nature of indebtedness;	
	cost of funds; and	
	tenure;	
iii	applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	Not Applicable
iv	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	For Business purpose
d	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the	Nor Applicable

	proposed transaction will be made available through the registered email address of the shareholders	
e	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	14.83% of annual consolidated turnover preceding financial year 2025-26
f	Any other information that may be relevant	The RPTs are / will be in line with the Company's Pricing Policy for transactions with related parties. These transactions will be on an arm's length basis and in the ordinary course of business

Members of the Company can request for inspection of joint venture agreement / lease agreement or any other agreement related to related party transaction entered or will enter by the Company by giving advance request to the Company.

Regulation 23 (7) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 stipulates that all entities falling under the definition of related parties shall not vote to approve any related party transaction, irrespective of whether the entity is a party to the transaction or not. Therefore, none of the Promoter Group entities holding share(s) will vote on this Resolution.

None of Directors or Key Managerial Personnel except Mr. Sanjay Patwari, Managing Director; Mr Sandeep Patwari, Joint Managing Director and Mrs. Sangeeta Tibrewala and promoter and promoter group is concerned or interested, financially or otherwise , in the said resolution.

The Board recommends the resolution set out at Item No. 11 as **Ordinary Resolution** to Shareholders for their approval.

By Order of the Board
For Starlite Global Enterprises (India) Limited

Megha Bisht
Company Secretary & Compliance Officer
Membership No. 47797

Place: Hyderabad
Date: 05-09-2026

ATTENDANCE SLIP

STARLITE GLOBAL ENTERPRISES (INDIA) LIMITED
CIN: L17110TG1962PLC000915
Registered Office: 603, Shangrila Plaza, Plot No.14, Road No.2, Banjara Hills, Hyderabad – 500034, Telangana
Contact: +91-40-40909999
Email id: info@starliteglobal.in
Website: http://www.starliteglobal.in/investors/

63rd Annual General Meeting, September 29, 2026
Please fill attendance slip and hand it over at the entrance of the meeting hall.

I hereby record my presence at the 63rd Annual General Meeting will be held at registered office of the Company on September 29, 2026 at 2:00 PM (IST)

Member's/ proxy's Name (in capital letter)____

Member's/proxy's Signature____

No. of Shares: ____

Folio No./DP Id No*./ Client Id Number* ____

*Applicable for investors holding shares in electronic form.

Signature of the member/ Joint member(s) / proxy

(FOR INSTRUCTION SEE AS UNDER)

NOTE:

1. Shareholders/Proxy holders are requested to bring the admission slips with them when they come to the meeting and hand them over at the gate after affixing their signatures on them.

2. Shareholders intending to require any information to be explained in the meeting are requested to inform the company at least 7 days in advance of their intention to do so, so that the papers relating thereto may be made available if the Chairman permits such information to be furnished.

3. Shareholders are requested to advise indicating their account numbers, the change in their address, if any to the company

FORM NO. MGT-11
Proxy Form
[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration Rules, 2014]

CIN :L17110TG1962PLC000915
Name of Company : STARLITE GLOBAL ENTERPRISES (INDIA) LIMITED
Registered Office : 603, Shangrila Plaza, Plot No.14, Road No.2, Banjara Hills, Hyderabad – 500034, Telangana

Name of the Member(s):
Registered Address:
E-mail Id:
Folio No./Client Id/DP ID:

I/We, being the member(s) of ………..shares of the above named company, hereby appoint

1.	**Name**	
	Address	
	E-mail Id	
	Signature	
2.	**Name**	
	Address	
	E-mail Id	
	Signature	
3.	**Name**	
	Address	
	E-mail Id	
	Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **63rd Annual General Meeting** of the Company, to be held onTuesday, September 29, 2026 at 2:00 PM (IST) at registered office of the Company at 603, Shangrila Plaza, Plot N0. 14, Road No.2, Banjara Hills, Hyderabad-500034 and at any adjournment thereof in respect of such resolutions as are indicated below

S. No	Resolution	Favour	Against
	ORDINARY BUSINESS		
1	TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS (STANDALONE AND CONSOLIDATED) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2026 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE STATUTORY AUDITORS THEREON		
2	TO APPOINT A DIRECTOR IN PLACE OF MRS. SANGEETA TIBREWALA (DIN:01508371) WHO, RETIRES BY ROTATION AND OFFERS HERSELF FOR RE-APPOINTMENT.		
	SPECIAL BUSINESS		
3	TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. GOVIND TOSHNIWAL (DIN: 10729492) AS A DIRECTOR, (NON- EXECUTIVE & INDEPENDENT DIRECTOR) OF THE COMPANY		
4	APPROVAL OF LIMITS FOR MAKING LOANS, INVESTMENTS, AND PROVIDING GUARANTEES/SECURITIES UNDER SECTION 186 OF THE COMPANIES ACT, 2013		
5	LOANS/GUARANTEES TO ENTITIES IN WHICH DIRECTORS ARE INTERESTED		
6	APPROVAL OF SCHEME FOR ADVANCING LOANS TO MANAGING DIRECTOR AND WHOLE-TIME DIRECTOR(S)		
7	APPROVAL FOR ADVANCING LOAN TO MR SANJAY PATWARI, MANAGING DIRECTOR (DIN:00253330)		
8	APPROVAL OF RELATED PARTY TRANSACTION WITH MR. SANJAY PATWARI, MANAGING DIRECTOR, UNDER REGULATION 23 OF SEBI (LODR) REGULATIONS, 2015		
9	APPROVAL OF RELATED PARTY TRANSACTIONS		
10	TO CONSIDER AND APPROVE THE RELATED PARTY TRANSACTIONS WITH MRS. CHANDA PATWARI		
11	APPROVAL OF RELATED PARTY TRANSACTIONS WITH CERTAIN IDENTIFIED RELATED PARTIES OF THE COMPANY FOR THE FINANCIAL YEAR 2026-27		

Signed this ………day of ……….2026

Affix Revenue Stamp

Signature of shareholder
Signature of first proxy holder (s)
Note:
This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting

STARLITE GLOBAL ENTERPRISES (INDIA) LIMITED
CIN: L17110TG1962PLC000915
Registered Office: 603, Shangrila Plaza, Plot No.14, Road No.2, Banjara Hills, Hyderabad – 500034, Telangana
Contact: +91-40-40909999
Email id: info@starliteglobal.in
Website: http://www.starliteglobal.in/investors/

63rd Annual General Meeting, September 30, 2026

POSTAL BALLOT PAPER

(Pursuant to Section 110 of Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

Name of the first named Shareholder (in Block Letters)	
Postal Address	
Registered Folio No./ Client ID no. (Applicable to investors holding shares in dematerialized Form)	
Class of Shares	

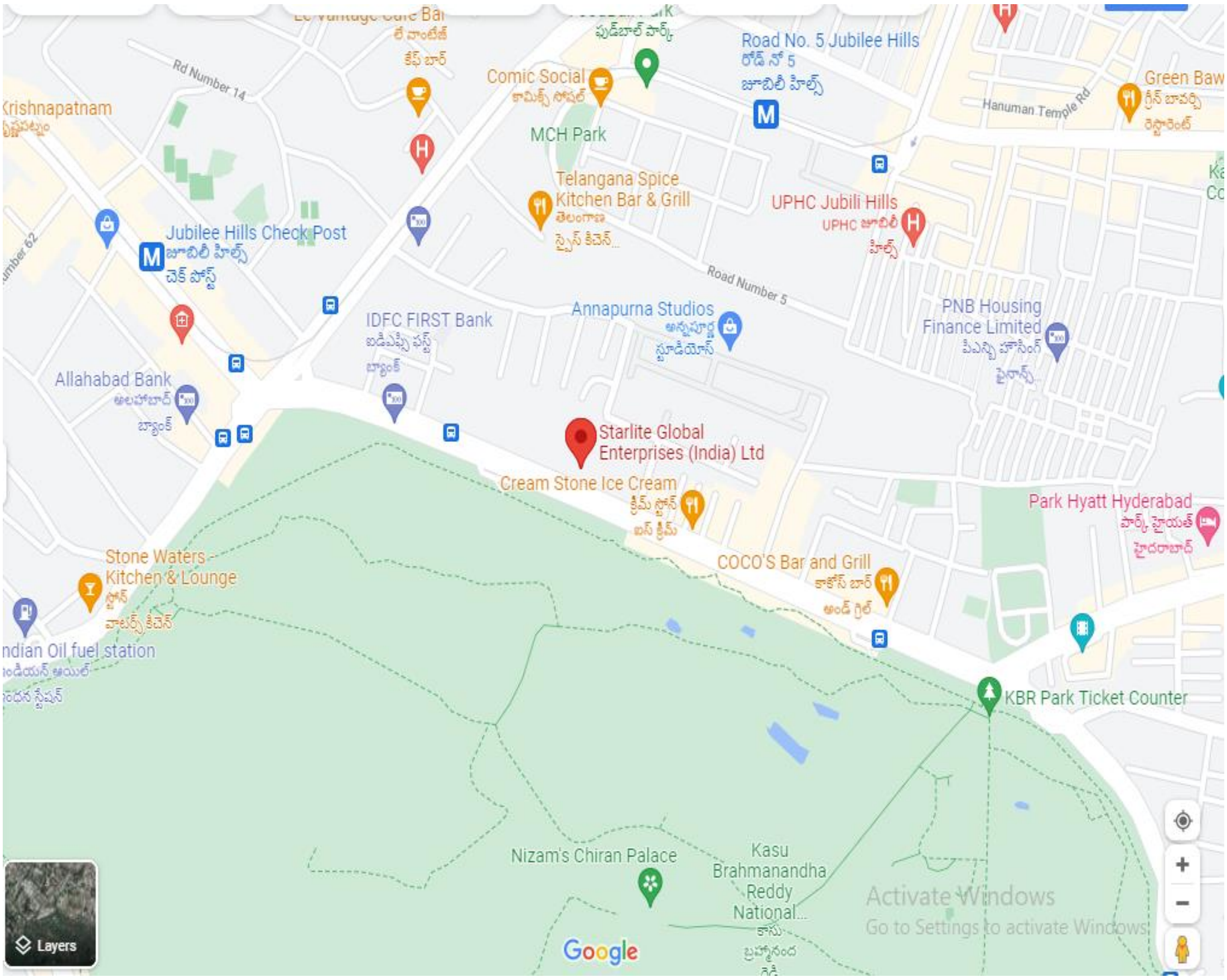
I hereby exercise my vote in respect of the ordinary / special resolutions for the business enumerated below and as stated in the Notice of 63RD Annual General Meeting of the Company to be held on Tuesday, September 30, 2026 at 2:00 P.M at registered office of the Company at **603, Shangrila Plaza, Plot No.14, Road No.2, Banjara Hills, Hyderabad – 500034, Telangana**, India by recording my/ assent or dissent to the said resolution by placing tick **(")** at the appropriate box below:

S. No.	Item No.	No. of Shares	I/we assent to the resolution (For)	I/we assent to the resolution (Against)
	ORDINARY BUSINESS			
1	TO RECEIVE, CONSIDER AND ADOPT THE AUDITED STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2026 ALONG WITH THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON.			
2	TO APPOINT A DIRECTOR IN PLACE OF MRS. SANGEETA TIBREWALAI WHO, RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT.			
	SPECIAL BUSINESS			
3	TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. GOVIND TOSHNIWAL (DIN: 10729492) AS A DIRECTOR, (NON-EXECUTIVE & INDEPENDENT DIRECTOR) OF THE COMPANY			
4	APPROVAL OF LIMITS FOR MAKING LOANS, INVESTMENTS, AND PROVIDING GUARANTEES/SECURITIES UNDER SECTION 186 OF THE COMPANIES ACT, 2013			
5	LOANS/GUARANTEES TO ENTITIES IN WHICH DIRECTORS ARE INTERESTED			
6	APPROVAL OF SCHEME FOR ADVANCING LOANS TO MANAGING DIRECTOR AND WHOLE-TIME DIRECTOR(S)			
7	APPROVAL FOR ADVANCING LOAN TO MR SANJAY PATWARI, MANAGING DIRECTOR (DIN:00253330)			
8	APPROVAL OF RELATED PARTY TRANSACTION WITH MR. SANJAY PATWARI, MANAGING DIRECTOR, UNDER REGULATION 23 OF SEBI (LODR) REGULATIONS, 2015			
9	APPROVAL OF RELATED PARTY TRANSACTION			
10	APPROVAL OF RELATED PARTY TRANSACTION WITH MRS. CHANDA PATWARI			
11	APPROVAL OF RELATED PARTY TRANSACTIONS WITH CERTAIN IDENTIFIED RELATED PARTIES OF THE COMPANY FOR THE FINANCIAL YEAR 2026-27			

Place:
Date:

Signature of the Member

ROUTE MAP


Road No. 5 Jubilee Hills
Comic Social
MCH Park
Green Baw
Hanuman Temple Rd
Krishnapatnam
Rd Number 14
Telangana Spice Kitchen Bar & Grill
UPHC Jubili Hills
Jubilee Hills Check Post
Road Number 5
IDFC FIRST Bank
Annapurna Studios
PNB Housing Finance Limited
Allahabad Bank
Starlite Global Enterprises (India) Ltd
Cream Stone Ice Cream
Park Hyatt Hyderabad
Stone Waters Kitchen & Lounge
COCO'S Bar and Grill
Indian Oil fuel station
KBR Park Ticket Counter
Nizam's Chiran Palace
Kasu Brahmanandha Reddy National...
Layers
Google
Activate Windows
Go to Settings to activate Windows.