DECCAN TRANSCON LEASING LTD

(Erstwhile Deccan Transcon Leasing Private Limited)
(CIN: L63090TG2007PLC052599)

SHORTER NOTICE OF BOARD MEETING

Date: 31st August 2026, Monday
Time: 04:00 P.M.
Venue: Suite No. 507, 5th Floor, Capital Park, Image Gardens Road, Madhapur, Hi-Tech City, Hyderabad – 500 081. Telangana, India.
Serial No.: B.M. No. 05/2026-27

To,
The Board of Directors
Deccan Transcon Leasing Limited

Subject: Shorter Notice of Meeting (B.M. No.05/2026-27) of the Board of Directors on 31st August 2026, Monday, at 04:00 P.M. through Video Conferencing/Other Audio-Visual Means.

Sir / Ma'am,

Notice is hereby given that a meeting of the Board of Directors of the Company will be held on 31st August 2026**,** Monday, at 04:00 P.M. through Video Conferencing/Other Audio-Visual Means.

The Company will make necessary arrangements for the smooth conduct of the meeting through Video Conferencing/Other Audio-Visual means and will inform you of the link to attend the meeting in advance.

The agenda, along with notes and draft resolutions for the meeting, is enclosed.

You are requested to make it convenient to attend the above meeting.

Please submit a leave of absence in case you are not in a position to attend the meeting.

By the order of the Board
For Deccan Transcon Leasing Limited

JAIDEV MENON PARATH
Digitally signed by JAIDEV MENON PARATH
Date: 2026.08.29 11:48:07 +05'30'

Jaidev Parath Menon
Chairman & Whole-Time Director

Place: Hyderabad
Date: 29.08.2026

Roll Call: Roll Call will be taken from every member participating through video conferencing, and the members attending through VC shall state as mentioned below, for the record:

"I, __________________ sitting at ………………… (exact details of location). I confirm that I have received the agenda and all the relevant material for the Meeting, and no one other than me is or are attending or having access to the proceedings of the meeting at ………………. (exact details of location)."

DECCAN TRANSCON LEASING LTD

(Erstwhile Deccan Transcon Leasing Private Limited)
(CIN: L63090TG2007PLC052599)

AGENDA OF BOARD MEETING

Agenda for the **BM. No. 05/2026-27** Meeting of the Board of Directors of Deccan Transcon Leasing Limited to be held on **31st August 2026, Monday, at 04:00 P.M.** through Video Conferencing/ Other Audio-Visual Means.

S. No.	Item(s)	Action/Annexure(s)
1.	Chairman of the meeting	Appointment
2.	To ascertain the requisite quorum.	Ascertainment
3.	To grant leave of absence, if any.	Approval
4.	To consider, confirm, sign and note the Minutes of the previous Board meeting held on July 19th, 2026.	Signing & noting, Annexure - 1
5.	To consider and note the Minutes of the previous Audit Committee Meetings held July 13th, 2026 and July 19th, 2026.	Noting, Annexure - 2
6.	To consider and approve the appointment of the Company Secretary, Compliance Officer and key managerial personnel of the company.	Approval Annexure – 3
7.	To re-appoint Ms. Karthika Menon (DIN: 02529774), who retires by rotation at this meeting and is eligible to offer herself a re-appointment.	Approval Annexure – 4
8.	To consider and approve the draft Board's Report for the financial year ended March 31st, 2026, along with the Secretarial Audit Report, and the Management Discussion and Analysis Report.	Approval Annexure - 5
9.	To Fix the Date, Time, Mode and Approve the Draft Notice for the 19th Annual General Meeting of the Company.	Approval Annexure - 6
10.	To fix the cut-off date for determining the eligibility of members for remote e-voting and voting at the 19th Annual General Meeting.	Approval
11.	To appoint a scrutinizer for the purpose of e-voting at the 19th Annual General Meeting.	Approval
12.	To consider and approve the reconstitution of the internal committee (IC) under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013	Approval
13.	To take note of the related party transactions ("RPTS") entered into by the company during the quarter ended June 30, 2026 pursuant to omnibus approval, along with the register of contracts maintained under the Companies Act, 2013	Noting Annexure 7 and Annexure - 8
14.	To take note of the compliances under SEBI Regulations for the quarter ended June 30th, 2026	Approval, Annexure - 9
15.	To consider, review and take note of the quarterly compliance reports in terms of the code of conduct for regulating, monitoring and reporting of trading by designated persons and their immediate relatives for the quarters ended March 31, 2026 and June 30, 2026	Approval Annexure - 10
16.	To approve the appointment of the Internal Auditor for the Financial Year 2026–27.	Approval Annexure – 11
17.	To approve the appointment of the Secretarial Auditor for the Financial Year 2026-27.	Approval Annexure – 12
18.	To consider and approve the appointment of statutory auditor to fill the casual vacancy caused by resignation of the existing statutory auditors, subject to approval of the members of the Company	Approval Annexure – 13
19.	To discuss any other matter with the permission of the Chairman	Ascertainment

NOTES TO AGENDA

NOTES TO AGENDA FOR BOARD MEETING (B.M. No. 05/2026-27)
AUGUST 31st, 2026, MONDAY.

1. CHAIRMAN OF THE MEETING

Mr. Jaidev Menon Parath, being the Chairman of the Company, will Chair the meeting. In case he is unable to attend the meeting, then the Chairman will be appointed by the majority of members present at the meeting.

2. TO ASCERTAIN THE REQUISITE QUORUM.

If an adequate quorum is present, then start the meeting.

3. TO CONSIDER & GRANT LEAVE OF ABSENCE, IF ANY

Leave of absence may be granted to the members who are unable to attend the meeting and request such leave of absence.

4. TO CONSIDER, CONFIRM, SIGN AND NOTE THE MINUTES OF THE PREVIOUS BOARD MEETING HELD ON JULY 19TH, 2026.

The Minutes of the previous Board Meeting held on Sunday, July 19th, 2026, will be placed before the Board for its consideration, confirmation, signing and noting, enclosed herewith as **Annexure 1**.

The Board will be requested to consider, confirm, sign and take note of the said Minutes

5. TO CONSIDER, CONFIRM, SIGN AND NOTE THE MINUTES OF THE PREVIOUS AUDIT COMMITTEE MEETINGS HELD ON JULY 13TH, 2026 AND JULY 19TH, 2026

The Minutes of the previous Audit Committee Meetings held on Monday, July 13th, 2026 and Sunday, July 19th, 2026, will be placed before the Committee for its consideration, confirmation, signing and noting, enclosed herewith as **Annexure 2**.

The Committee will be requested to consider, confirm, sign and take note of the said Minutes.

6. TO CONSIDER AND APPROVE THE APPOINTMENT OF THE COMPANY SECRETARY, COMPLIANCE OFFICER AND KEY MANAGERIAL PERSONNEL OF THE COMPANY

The Chairperson will inform the Board that Ms. Khushboo Gautam, Company Secretary & Compliance Officer and Key Managerial Personnel ("KMP") of the Company, has tendered her resignation. Her resignation became effective from the close of business hours on August 25th, 2026.

The Board Members will be further apprised that, based on the recommendation of the Nomination and Remuneration Committee at its meeting held on the same day prior to this Board Meeting, it is proposed to appoint Ms. Kanika Arora as the Company Secretary & Compliance Officer and Key Managerial Personnel ("KMP") of the Company with effect from August 31st, 2026, pursuant to the provisions of Sections 203 and 205 of the Companies Act, 2013 read with Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 6 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any.

The Board Members will be informed that **Ms. Kanika Arora** possesses the requisite qualifications, experience and expertise prescribed under the Companies Act, 2013, the SEBI (LODR) Regulations, 2015 and the applicable Secretarial Standards, and is considered suitable for appointment as the Company Secretary & Compliance Officer of the Company.

The proposed appointment shall take effect from August 31st, 2026, on such terms and conditions, including remuneration, as recommended by the Nomination and Remuneration Committee and placed before the Board.

The brief profile, consent, membership details of the Institute of Company Secretaries of India (ICSI), declarations and other relevant documents of the proposed appointee are enclosed herewith as **Annexure-3**.

The Board Members are requested to consider and approve the appointment by passing the following resolutions, with or without modification:

"RESOLVED THAT pursuant to the provisions of Sections 203 and 205 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder, Regulation 6 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the recommendation of the Nomination and Remuneration Committee, Ms. Kanika Arora, be and is hereby appointed as the Company Secretary & Compliance Officer and Key Managerial Personnel ("KMP") of the Company with effect from August 31st, 2026, on such terms and conditions, including remuneration, as placed before the Board.

RESOLVED FURTHER THAT the Board hereby takes note of the consent, declarations and membership details furnished by **Ms. Kanika Arora** and confirms that the appointee satisfies the eligibility criteria prescribed under the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws.

RESOLVED FURTHER THAT pursuant to the resignation of Ms. Khushboo Gautam, she shall cease to hold the office of Company Secretary & Compliance Officer and Key Managerial Personnel of the Company with effect from the close of business hours on August 25, 2026,

RESOLVED FURTHER THAT any Director of the Company and/or the newly appointed Company Secretary & Compliance Officer be and are hereby severally authorized to file the necessary e-Forms with the Registrar of Companies, intimate the Stock Exchanges, update the records with the Depositories, Registrar and Share Transfer Agent and other statutory authorities, and to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution."

7. TO RE-APPOINT MS. KARTHIKA MENON (DIN: 02529774), WHO RETIRES BY ROTATION AT THIS MEETING AND IS ELIGIBLE TO OFFER HERSELF RE-APPOINTMENT.

The Board Members will be appraised that pursuant to the provisions of Section 152(6) of the Companies Act, 2013, read with the applicable provisions of the Articles of Association of the Company, one-third of the Directors liable to retire by rotation shall retire at the ensuing Annual General Meeting.

Accordingly, Ms. Karthika Menon (DIN: 02529774), Director, is liable to retire by rotation at the ensuing Annual General Meeting and, being eligible, has offered herself for re-appointment.

The Board will further be apprised that the Nomination and Remuneration Committee, at its meeting held earlier on the same day, prior to the meeting of the Board of Directors, considered and recommended the re-appointment of Ms. Karthika Menon to the Board for its consideration and further recommendation to the Members of the Company at the ensuing Annual General Meeting.

The Board will further be apprised that Ms. Karthika Menon has submitted an updated disclosure of her interest in other entities in Form MBP-1 pursuant to Section 184(1) of the Companies Act, 2013, consequent upon her resignation from the directorship of Kingstar Freight Private Limited. The updated Form MBP-1 has been placed before the Board for its noting and taking the same on record.

The Board will further be apprised that Ms. Karthika Menon has submitted an updated disclosure of her interest in other entities in Form MBP-1 pursuant to Section 184(1) of the Companies Act, 2013, consequent upon her resignation from the directorship of Kingstar Freight Private Limited.

The brief profile and other disclosures relating to the proposed re-appointment of Ms. Karthika Menon, as required under the Companies Act, 2013, Secretarial Standard-2 are enclosed herewith as **Annexure-4**.

The Board is requested to consider the recommendation of the Nomination and Remuneration Committee and approve the proposal for recommending her re-appointment to the Members of the Company at the forthcoming Annual General Meeting, by passing the following resolution, with or without modification.

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, read with the applicable rules made thereunder and the Articles of Association of the Company, Ms. Karthika Menon (DIN: 02529774), who retires by rotation and, being eligible, has offered herself for re-appointment, be and is hereby recommended for re-appointment as a Director of the Company, liable to retire by rotation, for the approval of the shareholders at the ensuing Annual General Meeting."

8. TO CONSIDER AND APPROVE THE DRAFT BOARD'S REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31st, 2026, ALONG WITH THE SECRETARIAL AUDIT REPORT AND THE MANAGEMENT DISCUSSION AND ANALYSIS REPORT.

The Board Members will be informed that the draft Board's Report for the Financial Year ended March 31st, 2026, has been prepared in compliance with the provisions of Section 134 of the Companies Act, 2013 read with the applicable Rules made thereunder.

The Board Members will be further apprised that, being a listed entity, the Company is required to include various reports and disclosures forming part of the Annual Report in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Accordingly, the following reports and annexures have also been prepared and are placed before the Board for its consideration:

- Secretarial Audit Report pursuant to Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014;
- Management Discussion and Analysis Report pursuant to Regulation 34 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

The draft Board's Report together with all annexures is enclosed herewith as **Annexure-5.**

The Board is requested to review and approve the aforesaid reports so that the same may be finalized and included in the Annual Report of the Company for the Financial Year 2025–26 and circulated to the Members in accordance with the applicable statutory provisions.

The Board Members are requested to approve the same by passing the following resolution, with or without modification:

"**RESOLVED THAT** pursuant to the provisions of Sections 134, 204 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder and Regulation 34 read with Schedule V and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the draft Board's Report of the Company for the Financial Year ended March 31st, 2026, together with all annexures and reports forming part of the Annual Report, including the following, be and are hereby considered and approved:

- Secretarial Audit Report;
- Management Discussion and Analysis Report;

RESOLVED FURTHER THAT the approved Board's Report together with all annexures shall form part of the Annual Report of the Company for the Financial Year 2025–26 and be placed before the Members at the ensuing Annual General Meeting.

RESOLVED FURTHER THAT Mr. Jaidev Menon Parath, Chairman and Whole-time Director, be and is hereby authorized to sign the Board's Report and all annexures thereto on behalf of the Board of Directors.

RESOLVED FURTHER THAT Mr. Jaidev Menon Parath and the Company Secretary & Compliance Officer be and are hereby severally authorized to make such modifications, alterations or amendments to the Board's Report and its annexures as may be required by the Statutory Auditors, Secretarial Auditor, Stock Exchanges, the Registrar of Companies or any other regulatory authority and to do all such acts, deeds, matters and things as may be necessary for giving effect to this resolution, including filing, submission and circulation of the Annual Report to the Members in accordance with the applicable provisions of law"

9. TO FIX THE DATE, TIME, MODE, AND APPROVE THE DRAFT NOTICE FOR THE 19TH ANNUAL GENERAL MEETING OF THE COMPANY

The Chairperson will inform the Board that the 19th Annual General Meeting of the Company for the Financial Year ended March 31st, 2026, is proposed to be convened on ___________, ____________, 2026 at ________ A.M./P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) or at such other mode/venue as may be permitted under the applicable provisions of the Companies Act, 2013, the Rules made thereunder and the applicable circulars issued by the Ministry of Corporate Affairs (MCA), the Securities and Exchange Board of India (SEBI) and other statutory authorities.

The draft Notice convening the 19th Annual General Meeting, setting out the Ordinary and Special Businesses proposed to be transacted thereat, will be placed before the Board for its consideration and approval and is enclosed herewith as **Annexure-6.**

The Board will also be requested to authorize the Company Secretary and Compliance Officer to finalize, sign and issue the Notice of the Annual General Meeting to the Members and all other persons entitled to receive the same and to carry out all acts, deeds and matters necessary for convening and conducting the Annual General Meeting in accordance with the applicable provisions of law.

The Board Members are requested to consider and approve the same by passing the following resolution, with or without modification:

"RESOLVED THAT pursuant to the provisions of Sections 96, 101 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder and in accordance with the applicable circulars issued by the Ministry of Corporate Affairs (MCA), the Securities and Exchange Board of India (SEBI) and other applicable laws, the 19th Annual General Meeting of the Company be and is hereby convened to be held on ___________, ____________, 2026 at ________ A.M./P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) or at such other mode/venue as may be permissible under law, to transact the business as set out in the draft Notice placed before the Board.

RESOLVED FURTHER THAT the draft Notice convening the 19th Annual General Meeting, as placed before the Board, be and is hereby considered and approved.

RESOLVED FURTHER THAT Ms. Kanika Arora, Company Secretary and Compliance Officer, be and is hereby authorized to:

- Finalize, sign and issue the Notice of the 19th Annual General Meeting to the Members, Directors, Auditors, Stock Exchanges and all other persons entitled to receive the same;
- Publish the necessary advertisements, wherever required, in accordance with the applicable provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable MCA Circulars;
- File all necessary intimations, disclosures and other documents with the Stock Exchanges, Registrar of Companies and other regulatory authorities; and
- Do all such acts, deeds, matters and things as may be necessary, expedient or incidental for convening and conducting the 19th Annual General Meeting of the Company and giving effect to this resolution.

10. TO FIX THE CUT-OFF DATE FOR DETERMINING THE ELIGIBILITY OF MEMBERS FOR REMOTE E-VOTING AND VOTING AT THE 19TH ANNUAL GENERAL MEETING.

The Board Members will be informed that, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is necessary to fix a cut-off date for determining the eligibility of Members entitled to cast their votes through remote e-voting or voting during the 19th Annual General Meeting of the Company.

Accordingly, it is proposed to fix ______________, ____________, 2026 as the cut-off date for determining the eligibility of Members to cast their votes through remote e-voting or voting at the 19th Annual General Meeting, proposed to be held on ______________, ____________, 2026.

The Board Members are requested to consider and approve the same by passing the following resolution, with or without modification:

"**RESOLVED THAT** pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, ______________, ____________, 2026 be and is hereby fixed as the cut-off date for determining the eligibility of the Members of the Company to cast their votes through remote e-voting or voting at the 19th Annual General Meeting proposed to be held on ______________, ____________, 2026.

RESOLVED FURTHER THAT Ms. Kanika Arora, Company Secretary and Compliance Officer, be and is hereby authorized to take all necessary actions in connection with the remote e-voting process, including coordinating with the Registrar and Share Transfer Agent, the electronic voting service provider, Depositories and Stock Exchanges, filing necessary intimations, and to do all such acts, deeds and things as may be necessary to give effect to this resolution."

11. TO APPOINT A SCRUTINIZER FOR THE PURPOSE OF E-VOTING AT THE 19TH ANNUAL GENERAL MEETING

The Company Secretary will inform the Board that, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, every listed company is required to provide the facility of remote e-voting to its Members and appoint a Scrutinizer to oversee the remote e-voting process and voting at the Annual General Meeting in a fair and transparent manner.

Accordingly, it is proposed to appoint M/s ACHS & Co., Practising Company Secretaries, as the Scrutinizer for the remote e-voting process and voting at the 19th Annual General Meeting of the Company proposed to be held on ______________, ____________, 2026.

The Board Members are requested to consider and approve the same by passing the following resolution, with or without modification:

"RESOLVED THAT pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, M/s ACHS & Co., Practicing Company Secretaries, be and are hereby appointed as the Scrutinizer for the purpose of scrutinizing the remote e-voting process and voting at the 19th Annual General Meeting of the Company proposed to be held on ______________, ____________, 2026, in a fair and transparent manner.

RESOLVED FURTHER THAT M/s ACHS & Co., Practicing Company Secretaries, shall submit their consolidated Scrutinizer's Report on the results of the remote e-voting and voting at the Annual General Meeting to the Chairperson of the Meeting or to any other person authorized by the Board, within the timelines prescribed under the Companies Act, 2013 and the Rules made thereunder.

RESOLVED FURTHER THAT Ms. Kanika Arora, Company Secretary and Compliance Officer, be and is hereby authorized to issue the letter of appointment to the Scrutinizer and to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution."

12. TO CONSIDER AND APPROVE THE RECONSTITUTION OF THE INTERNAL COMMITTEE (IC) UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Board Members will be apprised that pursuant to the provisions of Section 4 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act") read with the Rules framed thereunder, every employer is required to constitute an Internal Committee ("IC") to receive and redress complaints of sexual harassment at the workplace.

The Board Members will be further informed that **Ms. Prachi Rahul**, Member of the Internal Committee, has resigned from the services of the Company with effect from **July 31, 2026**. Further, **Ms. Khushboo Gautam**, Member of the Internal Committee and Company Secretary & Compliance Officer of the Company, shall cease to be in the employment of the Company with effect from **August 25, 2026**, upon completion of her notice period.

In view of the above, it is proposed to **reconstitute the Internal Committee** by appointing **Ms. Kanika Arora, Company Secretary & Compliance Officer of the Company, as a Member of the Internal Committee in place of Ms. Khushboo Gautam**, with effect from August 31, 2026.

Accordingly, in order to ensure continuous compliance with the provisions of the POSH Act and to maintain the prescribed composition of the Internal Committee, it is proposed to reconstitute the Committee with effect from **August 31st, 2026**.

The Board is requested to consider and approve the reconstitution of the Internal Committee by passing the following resolution, with or without modification:

"RESOLVED THAT the proposed composition of the reconstituted Internal Committee shall be as follows:

Sr. No.	Name of Person	IC Position	Designation
1	Ms. Karthika Menon	Presiding Officer	Chairperson/Whole-time Director
2	Ms. Krishnaveni Bhoga	Member	Sr. Manager – HR
3	Mr. Navaneeth Jaidev	Member	Chief Technology Officer (CTO)
4	Ms. Kanika Arora	Member	Company Secretary and Compliance Officer
5	Ms. Tseten Choden	External Member	Corporate Lawyer, Company Secretary & POSH Trainer

"RESOLVED FURTHER THAT the reconstituted Internal Committee shall exercise such powers and perform such duties and functions as prescribed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Rules framed thereunder and the Company's Policy on Prevention of Sexual Harassment.

Suite No. 507, 5th Floor, Capital Park, Image Gardens Road, Madhapur, Hi-Tech City, Hyderabad - 500 081. Telangana, India. Phone: 040 – 4014 6828 Website: www.deccantrans.com,
E Mail: compliance@deccantrans.com

RESOLVED FURTHER THAT the Company Secretary & Compliance Officer and/or any Director of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary or expedient for giving effect to this resolution, including updating the Company's records, policies and communicating the revised composition of the Internal Committee to all employees of the Company."

13. TO TAKE NOTE OF THE RELATED PARTY TRANSACTIONS ("RPTS") ENTERED INTO BY THE COMPANY DURING THE QUARTER ENDED JUNE 30, 2026, PURSUANT TO OMNIBUS APPROVAL, ALONG WITH THE REGISTER OF CONTRACTS MAINTAINED UNDER THE COMPANIES ACT, 2013

The Chairperson shall inform the Board that, pursuant to Regulation 23(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Audit Committee is required to review, on a quarterly basis, the details of Related Party Transactions entered into by the Company pursuant to the omnibus approvals granted by the Audit Committee. The Audit Committee, at its meeting held earlier on the same day, reviewed the statement of Related Party Transactions for the quarter ended June 30, 2026, and recommended that the same be placed before the Board for its information and noting.

The Board shall note that the statement of Related Party Transactions for the quarter ended June 30, 2026 ("Q1 FY 2026-27") was reviewed by the Audit Committee at its meeting held on the same day, prior to the meeting of the Board.

The following statements, as reviewed and recommended by the Audit Committee, are placed before the Board:

- Related Party Transactions for the Quarter Ended June 30, 2026 (Q1 FY 2026-27):
  - Presented separately on Standalone and Consolidated basis.
- Register of Contracts and Arrangements maintained under Section 189 of the Companies Act, 2013, containing the particulars of all contracts and arrangements with related parties entered into during the quarter.

The summary statement of Related Party Transactions, presented as **Annexure-7** to the Agenda, includes, inter alia:

- Standalone and Consolidated Related Party Transaction figures;
- Details of transactions entered into during the quarter ended June 30, 2026;
- Classification of transactions into Commercial and Non-Commercial transactions;
- Classification into Material and Non-Material Related Party Transactions;
- Remuneration paid to Directors and Key Managerial Personnel ("KMP"); and
- Other Related Party Transactions entered into during the quarter.

The Board shall further note that all the Related Party Transactions placed before it were undertaken in the ordinary course of business and on an arm's length basis and were within the limits and terms of the omnibus approvals granted by the Audit Committee.

It is further confirmed that no material Related Party Transactions requiring prior approval of the shareholders under Regulation 23 of the SEBI (LODR) Regulations, 2015, were entered into during the quarter, except those already approved by the Members, if any. It is also confirmed that no Related Party Transaction outside the omnibus approval framework was entered into during the said period.

The detailed statement of Related Party Transactions together with the Register of Contracts and Arrangements maintained under Section 189 of the Companies Act, 2013, as reviewed by the Audit Committee, is enclosed herewith as **Annexure-8.**

The Board will be requested to take note of the aforesaid Related Party Transactions entered into by the Company during the quarter ended June 30, 2026, along with the Register of Contracts and Arrangements maintained under Section 189 of the Companies Act, 2013, in compliance with Regulation 23(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

14. TO TAKE NOTE OF THE COMPLIANCES UNDER THE SEBI REGULATIONS FOR THE QUARTER ENDED JUNE 30, 2026

The Chairperson will place before the Board the status of the statutory and regulatory compliances undertaken by the Company under the applicable provisions of the Securities and Exchange Board of India ("SEBI") Regulations for the quarter ended June 30, 2026.

The compliance summary includes the status of compliances under, inter alia:

- SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- SEBI (Prohibition of Insider Trading) Regulations, 2015;
- SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- SEBI (Depositories and Participants) Regulations, 2018; and
- Other applicable SEBI Circulars, Master Circulars and Guidelines.

A summary of the compliances carried out during the quarter is placed before the Board as under:

Sr. No.	Compliance Item	Regulatory Reference	Compliance Status
1	Certificate under Regulation 74(5)	SEBI (Depositories and Participants) Regulations, 2018	Complied
2	Reconciliation of Share Capital Audit Report	Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018	Complied
3	Integrated Filing (Governance)	SEBI Circulars / SEBI (LODR) Regulations, 2015	Complied
4	Corporate Governance and other periodic disclosures, wherever applicable	SEBI (LODR) Regulations, 2015	Complied

The detailed compliance statement together with the supporting documents is enclosed herewith as **Annexure-9.**

The Board Members are requested to take note of the aforesaid compliances carried out by the Company during the quarter ended June 30, 2026.

15. TO CONSIDER, REVIEW AND TAKE NOTE OF THE QUARTERLY COMPLIANCE REPORTS IN TERMS OF THE CODE OF CONDUCT FOR REGULATING, MONITORING AND REPORTING OF TRADING BY DESIGNATED PERSONS AND THEIR IMMEDIATE RELATIVES FOR THE QUARTERS ENDED MARCH 31, 2026, AND JUNE 30, 2026.

The Chairman will inform the Board that, pursuant to the provisions of Regulation 9(1) read with Schedule B of the SEBI (Prohibition of Insider Trading) Regulations, 2015, and in accordance with the frequency stipulated by the Company, the Compliance Officer is required to submit a Quarterly Compliance Report confirming adherence to the Company's Code of Conduct for Regulating, Monitoring and Reporting of Trading by Designated Persons and their Immediate Relatives.

Accordingly, the Quarterly Compliance Reports for the quarter ended March 31, 2026 (Q4 of FY 2025-26) and the quarter ended June 30, 2026 (Q1 of FY 2026-27), which will be reviewed by the Audit Committee at its meeting to be held earlier on the same day, will be placed before the Board for its review and noting, on the recommendation of the Audit Committee.

The reports submitted by the Compliance Officer cover details of trading activities, disclosures, pre-clearance requirements, trading window compliance and other relevant information in respect of Designated Persons and Connected Persons during the respective quarters ended March 31, 2026, and June 30, 2026.

Key highlights of the Quarterly Compliance Report:

Trading by Designated Persons:
All trades reported during the quarter were executed in compliance with the Company's Code of Conduct, including pre-clearance, trading window norms, and UPSI restrictions.

Specific Transactions:
The following Designated Persons dealt in the equity shares of the Company during the quarter:

- Mr. Satarla Kishore Kumar Reddy, Vice President – Accounts and Finance, Designated Person
- Mr. Shekhar Miriyala, Promoter, Designated Person
- Mr. Sumit Kothari, Ex- Chief Financial Officer

The Board Members will be informed that, during the quarter under review:

- The Trading Window was closed and reopened in accordance with the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the Company's Code of Conduct;
- All disclosures received from the Designated Persons and their Immediate Relatives were duly monitored and maintained by the Compliance Officer;
- The Structured Digital Database (SDD) was maintained in compliance with the applicable provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015;
- No trading plan and request for waiver of the minimum holding period was received during the quarter; and
- No violation of the Company's Code of Conduct or the SEBI (Prohibition of Insider Trading) Regulations, 2015 was reported during the quarter.

Statement of Trades Executed by Designated Persons during March 31, 2026 (Q4 of FY 2025-26) and the quarter ended June 30, 2026 (Q1 of FY 2026-27)

S. No.	Particulars of Transaction	Designated Person (Name & Designation)	Shares Involved	% of Shareholding	Remarks
1	Sales of Shares	Kishor Kumar Satarla, Vice President – Accounts and Finance	43200	0.0190%	Trade executed during an open trading window period. The Company confirms that the trading window was not closed at the time of execution. No trading plan was submitted and no pre-clearance was obtained in respect of the transactions, except for the trade executed on June 03, 2026, for which a pre-clearance application was received. The transactions did not trigger the threshold prescribed for obtaining pre-clearance under the

S. No.	Particulars of Transaction	Designated Person (Name & Designation)	Shares Involved	% of Shareholding	Remarks
					Company's Code of Conduct for Prevention of Insider Trading." No UPSI was communicated by the Company to the concerned Designated Person during the relevant period.
		Shekhar Miriyala, Promoter	121200	0.533%.	Trade executed during an open trading window period. Trading plan – Not applicable. Pre-clearance – Obtained. No request for waiver of holding period. No UPSI was communicated during the relevant period.
	Acquisition of Shares	Sumit Kothari	1200	0.0053%	Trade executed during an open trading window period. The Company confirms that the trading window was not closed at the time of execution. No trading plan was submitted and no pre-clearance was obtained in respect of the transactions.

S. No.	Particulars of Transaction	Designated Person (Name & Designation)	Shares Involved	% of Shareholding	Remarks
					The transactions did not trigger the threshold prescribed for obtaining pre-clearance under the Company's Code of Conduct for Prevention of Insider Trading." No UPSI was communicated by the Company to the concerned Designated Person during the relevant period.
2	Submission of Trading Plan	Kishor Kumar Satarla	Nil	–	No trading plan submitted.
		Shekhar Miriyala	Nil	–	No trading plan submitted.
		Sumit Kothari	Nil		No trading plan submitted.
3	Pre-Clearance Obtained	Kishor Kumar Satarla	Nil	–	Pre-clearance not obtained. (Not applicable as per threshold)
		Shekhar Miriyala	Yes	–	Pre-clearance obtained in accordance with the Code of Conduct.
		Sumit Kothari	Nil		Pre-clearance not obtained. (Not applicable as per threshold)
4	Request for Waiver of Holding Period	Kishor Kumar Satarla	Nil	–	No request received.
		Shekhar Miriyala	Nil	–	No request received.
		Sumit Kothari	Nil	–	No request received.
5	Any Other Related Transaction	Kishor Kumar Satarla	Nil	–	None reported.
		Shekhar Miriyala	Nil	–	None reported.

S. No.	Particulars of Transaction	Designated Person (Name & Designation)	Shares Involved	% of Shareholding	Remarks
		Sumit Kothari	Nil	–	None reported.

The details of trades executed by the Designated Persons during the quarter, including date of trade, number of shares, mode of acquisition/disposal, percentage of shareholding, confirmation of trading window status and absence of UPSI, are also provided in **Annexure-10** to this agenda.

It will further be informed that the Excel sheet circulated to the members also includes details of trades executed by the Designated Persons up to the date of the Board meeting.

The Board Members will be requested to take note of the same.

16. TO APPROVE THE APPOINTMENT OF THE INTERNAL AUDITOR FOR THE FINANCIAL YEAR 2026-27.

The Board will be informed that, pursuant to Section 138 of the Companies Act, 2013 and Rule 13 of the Companies (Accounts) Rules, 2014, the Company will be required to appoint an Internal Auditor to conduct an Internal Audit of its operations and activities.

The Board will further note that the Audit Committee, at its meeting held earlier on the same day prior to the meeting of the Board of Directors, considered and recommended the appointment of M/s AGR Advisors, a professional services firm, as the Internal Auditor of the Company for the Financial Year 2026-27, at a remuneration of ₹2,40,000/- (Rupees Two lakh Forty Thousand only), exclusive of applicable taxes and out-of-pocket expenses, if any.

The Board will be apprised that the profile, credentials and other relevant details of M/s AGR Advisors were placed before the Audit Committee and will be placed before the Board for its consideration. The detailed profile and credentials of the proposed Internal Auditor will be annexed to the agenda papers as **Annexure-11** for reference and consideration of the Board.

The Board will consider the recommendation of the Audit Committee made at its meeting held earlier on the same day, along with the documents and profile placed before it, and will deliberate upon the proposed appointment of M/s AGR Advisors as the Internal Auditor of the Company for the Financial Year 2026-27.

The Board will thereafter consider and, if thought fit, approve the appointment of M/s AGR Advisors as the Internal Auditor of the Company for the Financial Year 2026-27.

The Board considered the matter and passed the following resolution:

RESOLVED THAT, pursuant to the provisions of Section 138 of the Companies Act, 2013 and Rule 13 of the Companies (Accounts) Rules, 2014, and based on the recommendation of the Audit Committee at its meeting held earlier on the same day, M/s AGR Advisors, be and is hereby appointed as the Internal Auditor of the Company for the financial year 2026-2027, to conduct the internal audit of the Company's functions and activities.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take all necessary steps and do all such acts, deeds, matters, and things as may be required to give effect to this resolution."

17. TO APPROVE THE APPOINTMENT OF THE SECRETARIAL AUDITOR FOR THE FINANCIAL YEAR 2026-27.

The Chairman will inform the Board that, in accordance with Section 204 of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company is required to appoint a Secretarial Auditor to conduct the Secretarial Audit for the Financial Year 2026-27.

The Board will be further apprised that the Audit Committee, at its meeting held earlier on the same day prior to the meeting of the Board of Directors, considered and recommended the appointment of M/s. ACHS & Co., Practising Company Secretaries, as the Secretarial Auditor of the Company for the Financial Year 2026-27, at a remuneration of ₹85,000/- (Rupees Eighty Five Thousand only) plus applicable taxes and out-of-pocket expenses. The detailed profile, credentials and other relevant particulars of M/s. ACHS & Co. are placed before the Board for its consideration and are annexed herewith as **Annexure-12**.

The Board will consider the recommendation of the Audit Committee, along with the profile, credentials and other relevant documents placed before it, and will deliberate upon the proposed appointment of M/s. ACHS & Co. as the Secretarial Auditor of the Company for the Financial Year 2026-27.

The Board will thereafter consider and, if thought fit, approve the appointment of M/s. ACHS & Co. as the Secretarial Auditor of the Company for the Financial Year 2026-27, based on the recommendation of the Audit Committee, by passing the following resolution, with or without modification:

RESOLVED THAT, pursuant to Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and based on the recommendation of the Audit Committee, M/s. ACHS & CO., Company Secretary (CP No. 22602), be and is hereby appointed as the Secretarial Auditor of the Company for the financial year 2026-2027, at a remuneration of ₹85,000 (Rupees Eighty Five Thousand only) plus applicable taxes and out-of-pocket expenses.

RESOLVED FURTHER THAT the Board members be and are hereby severally authorized to sign, execute, and submit all such documents, forms, and papers as may be necessary to give effect to this resolution**.**

18. TO CONSIDER AND APPROVE THE APPOINTMENT OF STATUTORY AUDITOR TO FILL THE CASUAL VACANCY CAUSED BY RESIGNATION OF THE EXISTING STATUTORY AUDITORS, SUBJECT TO APPROVAL OF THE MEMBERS

The Chairman will inform the Board that M/s. A.D.V & Associates, Chartered Accountants, Firm Registration Number: 128045W, the Statutory Auditors of the Company, have tendered their resignation vide resignation letter dated August 27, 2026, with effect from August 27, 2026.

The Board will take note of the resignation of the existing Statutory Auditors, resulting in a casual vacancy in the office of Statutory Auditor of the Company.

The Board will further be informed that, pursuant to the provisions of Section 139(8) and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, the casual vacancy arising due to the resignation of the Statutory Auditors is required to be filled by the Board within the prescribed period and, in the case of a vacancy caused by resignation, the appointment is subject to the approval of the Members of the Company at a General Meeting.

The Board will be apprised that the Audit Committee, at its meeting held earlier on the same day prior to the meeting of the Board of Directors, considered and recommended the appointment of M/s. S Bhalotia & Associates, Chartered Accountants, Firm Registration Number: 325040E, as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. A.D.V & Associates, subject to the approval of the Members of the Company at the ensuing Annual General Meeting.

The consent to act as Statutory Auditors, eligibility certificate and other relevant documents and particulars of the proposed Statutory Auditors will be placed before the Board for its consideration and are enclosed as **Annexure-13.**

The Board, after considering the recommendation of the Audit Committee, along with the credentials, eligibility and other relevant particulars of the proposed Statutory Auditors, will consider the appointment of M/s. S Bhalotia & Associates, Chartered Accountants, Firm Registration Number: 325040E, to fill the casual vacancy in the office of Statutory Auditor of the Company, subject to the approval of the Members at the ensuing Annual General Meeting.

The Board will also consider the recommendation of the Audit Committee with respect to the remuneration payable to M/s. S Bhalotia & Associates, Chartered Accountants, Firm Registration Number: 325040E, amounting to ₹12,00,000/- (Rupees Twelve Lakh only) plus applicable taxes and reimbursement of out-of-pocket expenses.

The Board will thereafter consider the matter and, if thought fit, approve the appointment of the proposed Statutory Auditors based on the recommendation of the Audit Committee, by passing the following resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 139(8) and other applicable provisions of the Companies Act, 2013 ("Act"), read with the Companies (Audit and Auditors) Rules, 2014 and other applicable rules made thereunder, and in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including Part C of Schedule II thereof, and based on the recommendation of the Audit Committee and the consent to act as Statutory Auditors, eligibility certificate, independence confirmation and other relevant documents and particulars received from M/s. S Bhalotia & Associates, Chartered Accountants (Firm Registration Number: 325040E), the approval of the Board of Directors be and is hereby accorded for the appointment of M/s. S Bhalotia & Associates, Chartered Accountants (Firm Registration Number: 325040E), as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. A.D.V. & Associates, Chartered Accountants (Firm Registration Number: 128045W), existing Statutory Auditors of the Company, subject to the approval of the Members of the Company at the General Meeting to be convened for this purpose, to hold office until the conclusion of the next Annual General Meeting of the Company, at such remuneration as may be determined by the Board of Directors in consultation with the Statutory Auditors.

RESOLVED FURTHER THAT subject to the approval of the Members of the Company, M/s. S Bhalotia & Associates, Chartered Accountants (Firm Registration Number: 325040E), be and are hereby recommended for appointment as the Statutory Auditors of the Company for a term of five consecutive years commencing from the conclusion of the 19th Annual General Meeting until the conclusion of the 24th Annual General Meeting of the Company, at such remuneration as may be determined by the Board of Directors in consultation with the Statutory Auditors.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby severally authorised to make the necessary filings with the Registrar of Companies and other statutory authorities, issue necessary notices and documents, and to do all such acts, deeds, matters and things as may be necessary or incidental to give effect to the aforesaid resolutions."

19. TO DISCUSS ANY OTHER MATTER WITH THE PERMISSION OF THE CHAIRMAN.

The Board of Directors can discuss any other matter with the permission of the Chairman.

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