

Standard Engineering Technology Limited
(Formerly known as Standard Glass Lining Technology Limited)

CIN: L29220TG2012PLC082904

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NOTICE OF EXTRA-ORDINARY GENERAL MEETING

(Pursuant to Section 100, 101 and 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014)

Dear Member(s),

NOTICE is hereby given to the shareholders (the “Shareholders” or the “Members”) of M/s. Standard Engineering Technology Limited (Formerly known as Standard Glass Lining Technology Limited) (“Company”) pursuant to Sections 100, 101 and 108 and other applicable provisions, if any, of the Companies Act, 2013, and the rules and regulations made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendments, statutory modification(s), and/or re-enactment(s) thereof, for the time being in force) (the “SEBI Listing Regulations”), Secretarial Standards (“SS-2”) issued by the Institute of Company Secretaries of India on General Meeting, and other applicable laws and regulations, as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force), that an Extra Ordinary General Meeting (“EGM”) No. 01/2026-27 of the members of the Company will be held on Monday, August 10, 2026, at 11: 00 AM (IST) through Video Conferencing (‘VC’) / Other Audio-Visual Means (‘OAVM’) to transact the following special business:

SPECIAL BUSINESS:

1. ISSUANCE OF 24,39,750 EQUITY SHARES OF THE COMPANY ON PREFERENTIAL BASIS TO THE NON-PROMOTER INVESTORS FOR CASH CONSIDERATION

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

“RESOLVED THAT pursuant to -

- (i) the provisions of Sections 23(1)(b), 42, 62(1)(c), and other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable provisions, if any, of the Act;
- (ii) the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“**ICDR Regulations**”);
- (iii) the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (“**SAST Regulations**”);
- (iv) the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended (“**PIT Regulations**”);

- (v) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“**Listing Regulations**”);
- (vi) the provisions of the Foreign Exchange Management Act, 1999 (“**FEMA**”) read with the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, as amended, and the rules, regulations, circulars and directions issued thereunder;
- (vii) all other applicable laws, statutes, rules, regulations, circulars, notifications, guidelines, directions and orders issued by the Securities and Exchange Board of India (“**SEBI**”), the Reserve Bank of India (“**RBI**”), the Ministry of Corporate Affairs (“**MCA**”), BSE Limited and National Stock Exchange of India Limited (collectively, the “**Stock Exchanges**”), and/or any other statutory, regulatory or governmental authority, as may be applicable;
- (viii) the Memorandum of Association and Articles of Association of the Company; and
- (ix) subject to all such approvals, consents, permissions and/or sanctions of the RBI, MCA, SEBI, the Stock Exchanges, the Government of India and/or any other competent statutory or regulatory authority as may be required, and subject to such terms, conditions and modifications as may be prescribed while granting the same, which the Board of Directors of the Company (“**Board**”, which term shall be deemed to include any committee(s) constituted or to be constituted by the Board to exercise the powers conferred by this resolution) is hereby authorized to accept,

the consent of the Members of the Company be and is hereby accorded to create, issue, offer and allot, from time to time and in one or more tranches, on a preferential basis, up to 24,39,750 (Twenty-Four Lakh Thirty-Nine Thousand Seven Hundred and Fifty) fully paid-up Equity Shares of face value of Rs. 10/- (Rupees Ten only) each, for cash, at an issue price of Rs. 293/- (Rupees Two Hundred and Ninety-Three only) per Equity Share (including a premium of Rs. 283/- per Equity Share), in accordance with Chapter V of the ICDR Regulations, for an aggregate amount of Rs. 71,48,46,750/- (Rupees Seventy-One Crore Forty-Eight Lakh Forty-Six Thousand Seven Hundred and Fifty only), to the allottees set out below (“**Proposed Allottees**”), by way of preferential issue through private placement, on the terms set out below and in the Explanatory Statement annexed to the Notice of this Extra-Ordinary General Meeting, and on such other terms as the Board may determine, subject to the Act, Chapter V of the ICDR Regulations and all other applicable laws (“**Preferential Issue**”):

Sr. No.	Name of the Proposed Allottees	PAN	Category (Promoter and Promoter Group/ Non - promoter)	No. of Equity Shares of face value of Rs. 10 to be issued and allotted	Consideration Amount (in Rs.)
1.	AGI Group Holdings Inc.	ABFCA8697L	Non-Promoter	22,77,100	66,71,90,300
2.	Monoflus Pte. Ltd.	AAVCM0483H	Non-Promoter	1,62,650	4,76,56,450

RESOLVED FURTHER THAT in terms of Regulation 161 of the ICDR Regulations, the ‘Relevant Date’ for pricing the Equity Shares under the Preferential Issue is July 11, 2026, being 30 (thirty) days prior to the date of this Extra-Ordinary General Meeting scheduled to be held on August 10, 2026; and since July 11, 2026 falls on a trading holiday, the Relevant Date for determining the floor price under Regulation 164 of the ICDR Regulations shall be July 10, 2026, being the immediately preceding trading day.

RESOLVED FURTHER THAT the issue price of Rs. 293/- (including a premium of Rs.283/-) per Equity Share is not less than the floor price arrived at in accordance with Regulation 164 of the ICDR Regulations, computed by reference to the Relevant Date.

RESOLVED FURTHER THAT in terms of Regulation 170 of the ICDR Regulations, the Equity Shares shall be allotted in dematerialized form, in one or more tranches, within 15 (fifteen) days from the date of passing of this resolution; provided that where allotment is pending on account of receipt of any approval or permission from the Central Government or any Applicable Regulatory Authority, including the in-principle approval of the Stock Exchanges, the said period of 15 (fifteen) days shall be reckoned from the date of receipt of such approval or permission.

RESOLVED FURTHER THAT the Equity Shares being offered, issued and allotted to the Proposed Allottees by way of the Preferential Issue shall, inter alia, be subject to the following:

- (i) the full consideration for the Equity Shares shall be payable by the Proposed Allottees on or before the date of allotment, in accordance with the ICDR Regulations;
- (ii) the Equity Shares shall be issued for cash consideration only;
- (iii) the Equity Shares shall be allotted in dematerialized form and shall be subject to the Memorandum and Articles of Association of the Company;
- (iv) the Equity Shares shall be fully paid-up on allotment and shall rank pari passu in all respects with the existing Equity Shares of the Company, including as to dividend and voting rights, from the date of allotment;
- (v) the pre-preferential allotment shareholding, if any, of the Proposed Allottees, and the Equity Shares to be allotted, shall be subject to lock-in for the period specified under Regulation 167 of the ICDR Regulations;
- (vi) the Equity Shares shall be listed on the Stock Exchanges on which the existing Equity Shares of the Company are listed, subject to receipt of the necessary permissions and approvals;
- (vii) the subscription amount for the Equity Shares shall be paid by each Proposed Allottee from its own bank account, and in case of joint holders, from the bank account of the holder whose name appears first in the application, in accordance with Regulation 169 of the ICDR Regulations; and
- (viii) the price determined above shall be subject to such adjustments as may be required under applicable rules, regulations and law;

RESOLVED FURTHER THAT pursuant to the provisions of Section 42 of the Act read with Rule 14(1) of Companies (Prospectus and Allotment of Securities) Rules 2014 and other applicable provisions, if any, of the Act, the name of the Equity Allottee be recorded in Form No. PAS-5 for the issuance of invitation to subscribe to the Equity Shares and a private placement offer letter in Form No. PAS-4 containing the terms and conditions, together with an application form be issued to the Equity Allottee inviting them to subscribe to the Equity Shares.

RESOLVED FURTHER THAT the monies received by the Company pursuant to the Preferential Allotment shall be kept in a separate bank account and shall be utilized by the Company only after the filing of Form PAS-3 with the Registrar of Companies ("ROC"), in accordance with the provisions of Section 42 of the Companies Act, 2013 and the rules made thereunder.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts, deeds, matters and things as it may, in its absolute discretion, consider necessary, desirable or expedient to give effect to this resolution - including finalizing the terms of the issue; executing agreements, deeds, applications and declarations; seeking statutory and regulatory approvals; making filings with the MCA, SEBI, RBI and the

Stock Exchanges; applying for listing and trading permissions; and settling any doubts or difficulties arising in this regard - without being required to seek any further consent or approval of the Members.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of its powers to any Committee of Directors or any Director(s), Key Managerial Personnel or officers of the Company for the purpose of giving effect to this resolution.”

2. ISSUANCE OF EQUITY SHARES OF THE COMPANY ON A PREFERENTIAL BASIS PURSUANT TO SHARE SWAP ARRANGEMENT

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

“RESOLVED THAT pursuant to the provisions of Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014, and such other applicable rules and regulations made thereunder (including any statutory modification(s), amendment(s) and/or re-enactment(s) thereof for the time being in force) (hereinafter referred to as the “**Act**”), the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“**SEBI ICDR Regulations**”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“**SEBI Listing Regulations**”), and the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (“**SAST Regulations**”), and subject to other applicable rules, regulations, guidelines, notifications, circulars and clarifications issued by the Government of India, the Ministry of Corporate Affairs (“**MCA**”), the Securities and Exchange Board of India (“**SEBI**”), the stock exchanges where the equity shares of the Company are listed, i.e. BSE Limited (“**BSE**”) and National Stock Exchange of India Limited (“**NSE**”) (collectively, the “**Stock Exchanges**”), including the uniform listing agreements entered into by the Company with the Stock Exchanges, and/or any other statutory or regulatory authority, in each case to the extent applicable, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, the enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to such approvals, permissions, sanctions and consents as may be necessary, and on such terms and conditions (including any alterations, modifications, corrections, changes or variations, if any, that may be stipulated while granting such approvals, permissions, sanctions and consents) as may be accepted by the Board of Directors of the Company (hereinafter referred to as the “**Board**”, which term shall be deemed to include any duly constituted / to be constituted committee of directors thereof to exercise its powers, including the powers conferred under this resolution), and in accordance with the Share Swap Agreement dated 11th July, 2026 (“**Share Swap Agreement**”) executed amongst Standard Engineering Technology Limited (formerly known as Standard Glass Lining Technology Limited) (hereinafter referred to as “the **Company**” or “the **Acquirer**”), Truplusco India LLP (hereinafter referred to as the “**Seller**” or the “**Proposed Allottee**”), GScale Energy Private Limited (hereinafter referred to as the “**Target Company**”) and GScale Infinity Private Limited (hereinafter referred to as the “**Confirming Party**”), read with the share subscription agreement dated June 25, 2026 executed amongst the aforesaid parties (“**SSA**”), the consent and approval of the Members of the Company be and is hereby accorded to the Board to create, offer, issue and allot 22,18,431 (Twenty Two Lakh Eighteen Thousand Four Hundred and Thirty One) fully paid-up equity shares of the Company of face value of Rs. 10/- (Rupees Ten Only) each (“**Swap Shares**”) at a price of Rs. 293/- (Rupees Two Hundred and Ninety-Three Only) per equity share (including a premium of Rs. 283/- (Rupees Two Hundred and Eighty-Three Only) per equity share), which is not less than the price determined in accordance with Chapter V of the SEBI ICDR Regulations, aggregating to Rs. 65,00,00,283/- (Rupees Sixty Five Crore Two Hundred and Eighty Three Only) (“**Purchase Consideration**”), to the Proposed Allottee, belonging to the non-promoter category, by

way of a preferential issue on a private placement basis (the “**Preferential Issue**”), for consideration other than cash, being the swap of equity shares of the Target Company, whereby the Company shall acquire from the Seller 26,257 (Twenty Six Thousand Two Hundred and Fifty Seven) equity shares of the Target Company (“**Sale Shares**”), representing 17.45% of the total paid-up equity share capital of the Target Company, on a share swap basis in the ratio of 84.48:1, as full and final consideration in terms of the Share Swap Agreement, and as per the particulars set out below:

Swap of Equity Shares Ratio Table:

Name of the Seller / Proposed Allottee	Swap Ratio	No. of equity shares of the Target Company to be acquired (Sale Shares)	Face value of shares of the Target Company	% of paid-up capital of the Target Company acquired	Issue price (Target Company) per Swap Share	Equity shares of the Company to be issued on preferential basis (Swap Shares)
Truplusco India LLP	84.48:1	26,257	Rs. 10	17.45 %	24,755	22,18,431

“RESOLVED FURTHER THAT in accordance with Regulation 161 of the SEBI ICDR Regulations, the ‘Relevant Date’ for the purpose of determining the floor price of the equity shares proposed to be issued and allotted under the Preferential Issue is July 11, 2026, being the date 30 (thirty) days prior to the date of the Extra-Ordinary General Meeting of the Members of the Company scheduled to be held on August 10, 2026 to approve the Preferential Issue. However, since July 11, 2026 falls on a non-trading day, the Relevant Date, for the purpose of pricing under Regulation 164 of the SEBI ICDR Regulations, shall be considered as July 10, 2026, being the immediately preceding trading day, in accordance with the SEBI ICDR Regulations.

“RESOLVED FURTHER THAT the minimum price of the equity shares so issued shall not be less than the price arrived at in accordance with Regulation 164 and Regulation 166A of Chapter V of the SEBI ICDR Regulations, the equity shares of the Company being frequently traded within the meaning of the SEBI ICDR Regulations. The proposed allotment is for consideration other than cash and the allotment to the Proposed Allottee is not more than five percent of the post-issue fully diluted share capital of the Company. The value of the Sale Shares (26,257 equity shares of the Target Company held by the Seller) has been arrived at on the basis of the valuation report dated July 11, 2026 issued by Mr. Vaibhav Mandhana, Registered Valuer (IBBI Regn. No. IBBI/RV/06/2020/13124), having address at 702(L), Hubtown Solaris, N.S. Phadke Marg, Andheri East, Mumbai – 400069, and the price of the equity shares of the Company has been determined taking into account the valuation report of the registered valuer (please refer to the explanatory statement annexed to this Notice in respect of this Item for details of the valuation report(s) obtained). In terms of Regulation 163(3) of the SEBI ICDR Regulations, the consideration other than cash comprises only a swap of shares pursuant to the valuation report of the independent registered valuer, and the said valuation report shall be submitted to the Stock Exchanges. The pricing under Regulation 166A(1) of the SEBI ICDR Regulations is not applicable, since the proposed preferential issue is not likely to result in a change in control of the Company and the allotment to the Proposed Allottee, along with persons acting in concert, if any, is not more than five per cent of the post-issue fully diluted share capital of the Company. The valuation report(s) are available for inspection at the Registered Office of the Company during business hours on any working day and can also be accessed on the Company’s website at www.standardengtech.com.

RESOLVED FURTHER THAT the equity shares being offered, issued and allotted to the Proposed Allottees by way of a preferential allotment shall inter-alia be subject to the following terms and conditions:

- a) The Swap Shares to be issued and allotted pursuant to the Preferential Issue shall be listed and traded on the Stock Exchanges, subject to the receipt of necessary regulatory permissions and approvals, as the case may be, and shall rank pari passu with the existing equity shares of the Company in all respects.
- b) The Swap Shares shall be subject to lock-in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations, i.e., being an allotment to a person other than the promoters and promoter group, for a period of 6 (six) months from the date of trading approval, in terms of Regulation 167(2) of the SEBI ICDR Regulations. In addition to the lock-in period prescribed under the SEBI ICDR Regulations, in terms of the Share Swap Agreement, the Swap Shares, along with any further issuance of shares in respect thereof, such as bonus shares, which may arise in future, shall remain under lock-in for a period of 24 (twenty four) months from the date of Completion under the Share Swap Agreement, during which period the Seller shall not transfer, sell, dispose of or encumber the Swap Shares in favour of any third party, including its affiliates.
- c) The Swap Shares to be issued and allotted shall be fully paid-up and shall rank pari passu with the existing equity shares of the Company in all respects from the date of allotment thereof, shall be subject to the requirements of all applicable laws, and shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.
- d) The Swap Shares shall be allotted in dematerialized form within a period of 15 (fifteen) days from the date of passing of this special resolution by the Members, or such other extended period as may be permitted in accordance with the SEBI ICDR Regulations, as amended from time to time; provided that, where the allotment of the Swap Shares is pending on account of pendency of any approval for the Preferential Issue by any regulatory / statutory authority (including, but not limited to, the in-principle approval of the Stock Exchanges for the issuance of the equity shares to the Proposed Allottee on a preferential basis), the allotment shall be completed within a period of 15 (fifteen) days from the date of receipt of such approval.
- e) The Swap Shares so offered, issued and allotted to the Proposed Allottee are being issued for consideration other than cash (as per the Swap of Equity Shares Ratio Table above), and the transfer of the Sale Shares by the Seller to the Company shall constitute full and final consideration towards the issue and allotment of the Swap Shares, in terms of the Share Swap Agreement.
- f) The equity shares so offered, issued and allotted shall not exceed the number of equity shares approved hereinabove. Without prejudice to the generality of the above, the issue of the equity shares shall be subject to the terms and conditions contained in the explanatory statement under Section 102 of the Act annexed hereto, which shall be deemed to form part hereof.

RESOLVED FURTHER THAT any rights or Bonus shares or any entitlements which may arise pursuant to the said allotted shares shall have same effect including lock in period, as that of the Equity Shares issued pursuant to the said preferential issue.

RESOLVED FURTHER THAT subject to the SEBI ICDR Regulations and other applicable laws, the Board be and is hereby authorized to decide, approve, vary, modify and alter the terms and conditions of the issue of the equity shares as it may, in its sole and absolute discretion, deem fit and expedient, within the scope of this approval of the Members, and to make an offer to the Proposed Allottee through a private placement offer cum application letter (in Form PAS-4 as prescribed under the Companies Act, 2013), without being required to seek any further consent or approval of the Members.

RESOLVED FURTHER THAT pursuant to the provisions of the Companies Act, 2013, complete record of private placement offers be recorded in Form PAS-5 for the issue of invitation to subscribe to the Swap Shares.

RESOLVED FURTHER THAT the Board be and is hereby authorized, on behalf of the Company, to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary or desirable for such purpose and for the purpose of giving effect to this resolution, including, without limitation, (i) to vary, modify or alter any of the relevant terms and conditions attached to the equity shares to be allotted to the Proposed Allottee, for effecting any modifications, changes, variations, alterations, additions and/or deletions to the preferential allotment as may be required by any regulatory or other authorities or agencies involved in or concerned with the issue of the equity shares, (ii) making applications to the Stock Exchanges for obtaining in-principle approvals, (iii) listing of the equity shares, (iv) filing of requisite documents with the Ministry of Corporate Affairs (“MCA”) and other regulatory authorities, (v) filing of requisite documents with the depositories, (vi) resolving and settling any questions and difficulties that may arise in the preferential allotment, (vii) issue and allotment of the equity shares, and (viii) taking all other steps which may be incidental, consequential, relevant or ancillary in relation to the foregoing, without being required to seek any further consent or approval of the Members of the Company, and the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution, and the decision of the Board in relation to the foregoing shall be final and conclusive.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of its powers conferred upon it by these resolutions, as it may deem fit in its absolute discretion, to any Committee of the Board or to any one or more directors, officer(s) or authorized signatory (ies) including execution of any documents on behalf of the Company and to represent the Company before any government authorities and to appoint Consultants, Professional Advisors and Legal Advisors to give effect to the aforesaid resolution and further to do all such acts, deeds, matters and things, as they may consider necessary, expedient or desirable for giving effect to this resolution.

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

3. CHANGE IN DESIGNATION OF MR. YASUYUKI IKEDA (DIN: 02437433) FROM NON-EXECUTIVE TO EXECUTIVE DIRECTOR

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

“RESOLVED THAT pursuant to the applicable provisions of Sections 152, 197 and other applicable provisions of the Companies Act, 2013 thereof and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17 (1C) as per relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendments thereto or re-enactment thereof, for the time being in force) (hereinafter collectively referred to as the “Applicable Laws”) and Articles of Association of the Company, based on the consent received from Mr. Yasuyuki Ikeda (DIN: 02437433) for the change in designation from Non-Executive Director to Executive Director and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors the consent of the members of the Company be and is hereby accorded to the change in designation of Mr. Yasuyuki Ikeda (DIN: 02437433) from Non-Executive Director to Executive Director of the Company who shall hold office for a term of 5 years commencing from May 14, 2026, up to and including May 13, 2031, on such terms and conditions as mutually agreed between the Company and Mr. Yasuyuki Ikeda.

RESOLVED FURTHER THAT Mr. Yasuyuki Ikeda shall not be entitled to any remuneration from the Company in his capacity as Executive Director.

RESOLVED FURTHER THAT Mr. Yasuyuki Ikeda (DIN: 02437433) shall serve as Executive Director on a mutually agreed remuneration basis and shall not be entitled to any salary, commission, bonus, stock

options, allowances, perquisites or other monetary benefits from the Company during his tenure as Executive Director, except reimbursement of actual business, travel and out-of-pocket expenses incurred in connection with the business and affairs of the Company in accordance with the policies of the Company and applicable laws.

RESOLVED FURTHER THAT notwithstanding the foregoing, the Board of Directors (which term shall include any Committee thereof) be and is hereby authorised to alter the terms and conditions of appointment, including payment of remuneration in future, if considered necessary, subject to obtaining such statutory and members approvals as may be required under the Companies Act, 2013, SEBI (LODR) Regulations and other applicable laws.

RESOLVED FURTHER THAT any Director of the Company be and is hereby authorized to do all acts, deeds, matters and things as deemed necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-forms with the Registrar of Companies, Telangana.”

4. APPOINTMENT OF MR. UMA MAHESWARA RAO KANCHERLA (DIN:11705945) AS AN INDEPENDENT DIRECTOR

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

“**RESOLVED THAT**, pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV, Section 161 and other applicable provisions, if any, of the Companies Act, 2013 along with the rules made thereunder, each as amended (“Companies Act”), Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”), and other applicable laws thereof, if any, and pursuant to the provisions of the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the Members be and is hereby accorded for the appointment of Mr. Uma Maheswara Rao Kancherla (DIN: 11705945) who possesses relevant expertise and experience and is not being disqualified under Section 164(1) of the Companies Act, 2013 (including the rules framed thereunder) and who has provided his consent to act as an independent director of the Company, if appointed and submitted a declaration that he meets the criteria for appointment as an independent director under the Companies Act and who is eligible for appointment, be and is hereby appointed as an independent director on the board of directors of the Company, who shall hold office for a term of 5 years commencing from May 14, 2026, up to and including May 13, 2031, and not be liable to retire by rotation. Mr. Uma Maheswara Rao Kancherla shall be entitled to receive sitting fees for attending meetings of the Board or any committees thereof as detailed in the letter of appointment dated May 14, 2026 issued to Mr. Uma Maheswara Rao Kancherla, and as may be determined by the Board from time to time.

RESOLVED FURTHER THAT the Company takes note of the consent letter received from Mr. Uma Maheswara Rao Kancherla providing his consent to act as an independent director of the Company in the Form DIR 2, declaration in writing under Section 164 in the Form DIR 8, the disclosure of interest under Section 184 in the Form MBP-1 and the certificate issued by the Indian Institute of Corporate Affairs, in compliance with Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, and the declaration submitted thereby in respect of meeting the criteria for appointment as an independent director under the Companies Act, 2013, as amended.

RESOLVED FURTHER THAT Mr. Nageswara Rao Kandula, the Managing Director and Mr. Venkata Mohana Rao Katragadda, the Executive Director be and are hereby severally authorized to do all the acts, deeds and things which are necessary to the appointment of Mr. Uma Maheswara Rao Kancherla as an independent director of the Company.

RESOLVED FURTHER THAT a copy of the aforesaid resolution, certified to be true by any director or the company secretary, be forwarded to concerned authorities for necessary actions.”

5. ENHANCEMENT OF THE EXISTING LIMITS FOR CREATION OF CHARGE ON THE ASSETS OF THE COMPANY UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013:

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

“RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or any amendments thereto or any substitutions or any re-enactments made thereof, for the time being in force), and in supersession of the Special Resolution passed by the Members at the Extra-Ordinary General Meeting of the Company held on 11th August, 2022, 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 include any Committee thereof) to mortgage, lien, hypothecate and/or create charge, whether fixed or floating (in addition to any other hypothecation, pledge, lien, mortgage, charges created/to be created by the Company), in such form and manner and with such ranking and at such time and on such terms as the Board may determine, on all or any of the immovable properties and movable assets (both tangible and intangible) of the Company, both present and future, and the whole or substantially the whole of the undertaking(s) or any properties of the Company where so ever situated, in favour of banks, financial institutions, investors, debenture holders or any other lenders and their agents or trustees (together, the "Lenders") to secure any borrowings, debentures, financial assistance or financial indebtedness availed by the Company or any third party from time to time (including without limitation, the due payment of the principal and/or together with interest, at the respective agreed rates, additional interest, compound interest, accumulated interest, liquidated damages, commitment charges, remuneration of the agent(s), trustee(s), prepayment premium, all other costs, charges and expenses and all other monies payable by the Company) may exceed at any time, the aggregate of the paid-up capital of the Company and its free reserves (that is to say, reserves not set apart for any specific purpose), by enhancing the existing limit of Rs. 200 Crores (Rupees Two Hundred Crores Only) approved by the Members vide Special Resolution dated 11th August, 2022, by a further sum of Rs. 1,800 (Rupees One Thousand Eight Hundred Crores Only), resulting in a revised aggregate limit of Rs. 2,000 (Rupees Two Thousand Crores Only), and that the Board of Directors be and is hereby empowered and authorized to arrange or fix the terms and conditions of all such monies to be borrowed from time to time as to interest, repayment, security or otherwise as it may think fit.

RESOLVED FURTHER THAT the Board of Directors or the Company Secretary or the Chief Financial Officer of the Company be and is hereby authorized to finalize and execute all such documents for creating the aforesaid mortgage and/or charge and on such terms and conditions as may be deemed fit, proper or appropriate in their absolute discretion and do all such acts, things and matters as may be necessary including but not limited to filing of e-forms with the registrar of companies for giving effect to the foregoing resolution.”

6. ENHANCEMENT OF THE EXISTING LIMITS FOR BORROWINGS OF THE COMPANY UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013:

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

“RESOLVED THAT pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or reenactment thereof for the time being in force), and in supersession of the Special Resolution passed by the Members at the Extra-Ordinary General Meeting of the Company held on 11th August, 2022, consent of the members be and is hereby accorded to borrow any sum or sums of money from time to time at their discretion, for the purpose of the business of the Company, which together with the monies already borrowed by the Company

and its subsidiaries, (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business), by enhancing the existing limit of Rs. 200 Crores (Rupees Two Hundred Crores Only) approved by the Members vide Special Resolution dated 11th August, 2022, by a further sum of Rs. 1,800 (Rupees One Thousand Eight Hundred Crores Only), resulting in a revised aggregate limit of Rs. 2,000 (Rupees Two Thousand Crores Only) over and above the aggregate of the paid-up capital and free reserves (that is to say, reserves, not set apart for any specific purpose) of the Company, and that the Board of Directors be and is hereby empowered and authorized to arrange or fix the terms and conditions of all such monies to be borrowed from time to time as to interest, repayment, security or otherwise as it may think fit in the best interest of the company.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to undertake all such acts, deeds, matters and things to finalize and execute all such deeds, documents and writings as may be deemed necessary, proper, desirable and expedient in its absolute discretion, to enable this resolution, and to settle any question, difficulty or doubt that may arise in this regard."

7. ENHANCEMENT OF THE EXISTING LIMITS UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

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

"RESOLVED THAT pursuant to Section 186 and other applicable provisions of the Companies Act, 2013 ("the Act") and the Rules made thereunder (including any statutory modification(s) or reenactment thereof for the time being in force) and in supersession of the Special Resolution passed by the Members at the Extra-Ordinary General Meeting of the Company held on Thursday, 19th January, 2023, consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include any Committee thereof constituted / to be constituted by the Board),

RESOLVED FURTHER THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable rules made thereunder (including any statutory modification(s), amendment(s) or re-enactment thereof for the time being in force), and subject to such approvals, permissions and sanctions as may be required, consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "**Board**", which expression shall include any Committee thereof) to consolidate the existing limits approved by the Members pursuant to the Special Resolution passed at the Extra-Ordinary General Meeting held on **19th January, 2023**, to undertake investments, loans, guarantees and securities, subject to the following limits considered separately for each category:

- (i) Investments into Subsidiaries (present or future) and other Bodies Corporate: Rs. 150 Crores (Rupees One Hundred Fifty Crores Only);
- (ii) Loans to Subsidiaries (present or future), other Bodies Corporate or Persons: Rs. 150 Crores (Rupees One Hundred Fifty Crores Only);
- (iii) Guarantees / Securities in favour of Subsidiaries (present or future), other Bodies Corporate and Persons: Rs. 150 Crores (Rupees One Hundred Fifty Crores Only);

The said three category-wise limits aggregating to Rs. 450 Crores (Rupees Four Hundred Fifty Crores Only) be and are hereby consolidated and revised into an aggregate limit to Rs. 3,500 Crores (Rupees Three Thousand Five Hundred Crores Only).

RESOLVED FURTHER THAT upon such consolidation and revision the aforesaid Special Resolution passed by the Members on 19th January, 2023 and the separate category-wise limits approved thereunder shall stand superseded and cease to have effect from the date of the passing of this Resolution becomes effective.

RESOLVED FURTHER THAT the consent of the Company be and is hereby accorded to the Board, subject to the approval of the Reserve Bank of India, if any, and other applicable Rules, Regulations and Guidelines (including any statutory modification(s) or re-enactment thereof for the time being in force) and such conditions as may be prescribed by any of the concerned authorities, notwithstanding that the aggregate loans and guarantees to any bodies corporate and persons and investment in securities of any bodies corporate exceeds the limits specified under Section 186 of the Act, read with the applicable rules, circulars or clarifications thereunder, to:

(a) invest / acquire from time to time, by way of subscription, acquisition, purchase, conversion or otherwise, Equity Shares, Preference Shares, Debentures (whether convertible or non-convertible) or any other financial instruments of one or more bodies corporate, whether in India or outside, which may or may not be subsidiary(ies) of the Company, as the Board may think fit;

(b) make / give from time to time any loan or loans to any body corporate, whether in India or outside, which may or may not be subsidiary(ies) of the Company, or to any person(s), as the Board may think fit;

(c) give from time to time any guarantee(s) to any person(s), any body corporate, bank, financial institution or any other institution, whether in India or outside, in respect of or against any loan or financial arrangement of any nature availed by any person(s) or body corporate, whether in India or outside, which may or may not be subsidiary(ies) of the Company, as the Board may think fit; and

(d) provide from time to time any security in connection with any loan, financial assistance or financial arrangement availed by any person(s), any body corporate, bank, financial institution or any other institution, whether in India or outside, which may or may not be subsidiary(ies) of the Company, as the Board may think fit,

pursuant to Section 186 of the Act (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force).

RESOLVED FURTHER THAT the existing limits under Section 186 of the Act - namely, the category-wise limits of Rs. 150 Crores each (aggregating to Rs. 450 Crores) approved pursuant to the Special Resolution dated 19th January 2023, be and are hereby enhanced and consolidated, with effect from the date of this resolution, into a single combined aggregate limit of Rs. 3,500 (Rupees Three Thousand Five Hundred Crores Only), such that the aggregate of all loans made, guarantees given, securities provided and investments made by the Company, taken together across all categories, shall not, at any time, exceed Rs. 3,500 Crores (Rupees Three Thousand Five Hundred Crores Only), notwithstanding that such aggregate may exceed the limits specified under Section 186(2) of the Act.

RESOLVED FURTHER THAT the consent of the Company, be and is hereby accorded to the Board, including any Committee of Directors, pursuant to Rule 2 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Section 186 and other applicable provisions of the Act, to give any loan to or guarantee or provide any security on behalf of, or acquire securities of, the Subsidiaries (present or future) of the Company, for such sums as may be decided by the Board of Directors, as permitted or subject to the provisions specified therein.

RESOLVED FURTHER THAT Mr. Nageswara Rao Kandula, Managing Director, or any other Director of the Company, be and is hereby authorised to do all such acts, deeds, matters and things, and to execute all

such agreements, documents, writings and instruments, as may be necessary or expedient to give effect to this resolution, including determining the terms and conditions of investments, loans, guarantees and securities within the approved combined limit, and to settle any questions, difficulties or doubts that may arise in this regard, without requiring any further approval of the Members.

RESOLVED FURTHER THAT any one Director or the Company Secretary of the Company be and is hereby authorised to provide a certified true copy of this resolution to anyone concerned or interested, as may be required.”

By Order of the Board of Directors
For Standard Engineering Technology Limited
(Formerly known as Standard Glass Lining Technology Limited)

Place: Hyderabad
Date: July 11, 2026

Kallam Hima Priya
Company Secretary & Compliance Officer
Membership No. A62384

Regd. Office:
D.12, Phase-1, IDA Jeedimetla, Hyderabad,
Telangana – 500055, India
Email: corporate@standardengtech.com
CIN: L29220TG2012PLC082904

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of items as set out in Special Business set out above is annexed hereto and forms part of the Notice
2. Brief resume of Directors proposed to be appointed, (in item nos.3 & 4) nature of their expertise in specific functional areas, name of companies in which they hold directorships and membership/chairmanships of Board Committees and shareholding in the Company as stipulated under SEBI (LODR) Regulations, 2015 are provided as an Explanatory Statement to this notice .
3. Pursuant to General Circulars No. 14/2020 dated April 8, 2020; No. 17/2020 dated April 13, 2020; No. 20/2020 dated May 5, 2020; No. 22/2020 dated June 15, 2020; No. 33/2020 dated September 28, 2020; No. 39/2020 dated December 31, 2020; No. 02/2021 dated January 13, 2021; No.10/2021 dated June 23, 2021; No.20/2021 dated December 8, 2021; No.02/2022 dated May 05, 2022; No.10/2022 dated December 28, 2022; No. 09/2023 dated September 25, 2023 and No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (hereinafter referred to as “MCA Circulars”), and Circular Nos. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020; SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021; SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022; SEBI/HO/CFD/ PoD-2/P/CIR/2023/4 dated January 05, 2023; SEBI/ HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 issued by the Securities and Exchange Board of India (collectively referred to as ‘the Circulars’); companies are permitted to hold the EGM through VC/OAVM, without the physical presence of the members at a common venue. Accordingly, the 01/2026-27 EGM of the Company will be convened through VC/OAVM in compliance with the provisions of the Companies Act, 2013 and Rules made thereunder, Listing Regulations read with the aforesaid Circulars.

The deemed venue for the 01/2026-27 EGM shall be the Corporate Office of the Company i.e., 10th Floor, PNR High Nest, Hydernagar, KPHB Colony, JNTU Kukat Pally, Hyderabad, Tirumalagiri, Telangana, India, 500085.

4. The Company has appointed M/s. National Securities Depository Limited (NSDL) to provide Video Conferencing facility for the e-EGM.
5. The facility for appointment of proxies by members is not applicable, as the Extra Ordinary General Meeting (EGM) will be conducted through Video Conferencing (VC) or Other Audio Visual Means (OAVM), and physical attendance of members has been dispensed with in accordance with the applicable circulars. Accordingly, the route map, proxy form, and attendance slip are not annexed to this Notice.
6. Institutional/Corporate members intending to attend the EGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) are requested to send a certified copy of the Board Resolution, Power of Attorney, or Authority Letter, etc., authorizing their representative to attend the meeting and vote through e-voting, to the Company at corporate@standardengtech.com.
7. In accordance with the aforesaid Circulars, the Notice of the 01/2026-27 EGM is being sent only through electronic mode to those members who have registered their e-mail addresses with the Company/ Depository Participants. Members may note that the Notice of the 01/2026-27 EGM is also available on the Company’s website: www.standardengtech.com. The Notice of EGM will also

be available on the website of Stock Exchanges (www.bseindia.com) and (www.nseindia.com) and the EGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com

8. In accordance with the aforesaid Circulars, no physical copy of the Notice of the 01/2026-27 EGM is being sent to members who have not registered their e-mail addresses with the company/depository participants. Digital copy of the Annual Report has been sent to those members whose e-mail addresses are registered with the Company/ Depository Participants.
9. In accordance with the Circulars, members who have not registered their e-mail address may register their e-mail address with their Depository Participant or send their consent at corporate@standardengtech.com or along with their Folio No./DP ID Client ID and valid e-mail address for registration.
10. In the e-EGM:
 - a. Members can attend the meeting through log in credentials provided to them to connect to Video Conference. Physical attendance of the Members at the Meeting venue is not required.
 - b. Appointment of proxy to attend and cast vote on behalf of the member is not available.
 - c. Body Corporates are entitled to appoint authorized representatives to attend the e-EGM through VC and participate thereat and cast their votes through e-voting.
11. The Register of Members and Share Transfer Books of the Company will remain closed from August 07, 2026, to August 09, 2026 (both days inclusive) for the purpose of Extra-Ordinary General Meeting.
12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participants with whom they are maintaining their demat accounts.
13. The Notice calling the e-EGM has been uploaded on the website of the Company at www.standardengtech.com The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively.
14. The Members can join the e-EGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
15. Up to 1000 members will be able to join on a First Come First Serve basis to the e-EGM.
16. No restrictions on account of First Come First Serve basis entry into e-EGM in respect of large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc.
17. The attendance of the Members (members' logins) attending the e-EGM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

18. **Remote e-Voting:** Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-voting to its Members through e-Voting agency M/s. National Securities Depository Limited (NSDL).
19. **Voting at the e-EGM:** Members who could not vote through remote e-voting may avail the e-voting system provided in the e-EGM by M/s. National Securities Depository Limited (NSDL).
20. The Statutory Registers and the documents pertaining to the items of business to be transacted at the EGM are available for inspection in electronic mode. The shareholders may write an e-mail to corporate@standardengtech.com and the Company shall respond suitably.
21. Members are requested to intimate immediately, any change in their address to their Depository Participants with whom they are maintaining their Demat accounts. If the shares are held in physical form, change in address has to be intimated to the Company's Registrar and Transfer Agent (RTA), Kfin Technologies Limited, 301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Kurla, Mumbai, Maharashtra, India, 400070. Tel: 022 4617 0911, e-mail ID: einward.ris@kfintech.com

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

The remote e-voting period begins on August 07, 2026 at 09:00 A.M. and ends on August 09, 2026, at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. August 03, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being August 03, 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp . You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be



redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Existing **IDeAS** user can visit the e-Services website of NSDL Viz. <https://eservices.nsdl.com> either on a Personal Computer or on a mobile. On the e-Services home page click on the “**Beneficial Owner**” icon under “**Login**” which is available under ‘**IDeAS**’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

If you are 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>

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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

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 Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.

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. 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. 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. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL 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. NSDL and CDSL.

Login type	Helpdesk details
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.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911
B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode. <u>How to Log-in to NSDL e-Voting website?</u>	

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 140347 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to yrvifcs@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 corporate@standardengtech.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to (corporate@standardengtech.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

1. Members are encouraged to join the Meeting through Laptops for better experience.
2. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
3. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
4. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (company email id). The same will be replied by the company suitably.
5. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

EXPLANATORY STATEMENT

(Pursuant to Section 102 & 110 of the Companies Act, 2013)

ITEM NO. 1: ISSUANCE OF 24,39,750 EQUITY SHARES OF THE COMPANY ON PREFERENTIAL BASIS TO THE NON-PROMOTER INVESTORS FOR CASH CONSIDERATION

The Board of Directors of the Company ("**Board**"), at its meeting held on July 11, 2026, has, subject to the approval of the Members and such other statutory and regulatory approvals as may be required, approved the creation, offer, issue and allotment of 24,39,750 (Twenty-Four Lakh Thirty-Nine Thousand Seven Hundred and Fifty) fully paid-up equity shares of face value of Rs. 10/- (Rupees Ten only) each ("**Equity Shares**"), for cash, at an issue price of Rs. 293/- (Rupees Two Hundred and Ninety-Three only) per Equity Share (including a premium of Rs. 283/- per Equity Share), aggregating Rs. 71,48,46,750/- (Rupees Seventy-One Crore Forty-Eight Lakh Forty-Six Thousand Seven Hundred and Fifty only), by way of a preferential issue on a private placement basis to AGI Group Holdings Inc. and Monoflus Pte. Ltd. ("**Proposed Allottees**"), each belonging to the non-promoter category ("**Preferential Issue**").

In terms of Sections 23(1)(b), 42 and 62(1)(c) of the Companies Act, 2013 ("**Act**") read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 ("**PAS Rules**"), Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 ("**Share Capital Rules**") and Regulation 160 and other applicable provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**"), a company can undertake a preferential issue of securities only with the prior approval of its members by way of a special resolution. Accordingly, the approval of the Members is being sought by way of a Special Resolution as set out at Item No. 1 of the Notice.

The disclosures required under the Act read with Rule 14 of the PAS Rules and Rule 13(2)(d) of the Share Capital Rules, and under Regulation 163 of the SEBI ICDR Regulations, are set out below:

1.	Objects of the Preferential Issue	Sr . N o.	Particulars	Total estimated amount to be funded from proceeds (₹)	Tentative timeline for utilization of issue proceeds from the date of receipt of funds
		1	Expansion and growth: Funding inorganic growth opportunities and strategic acquisitions/investments of the Company and its subsidiaries and/or associates (by way of merger & acquisition activities, strategic investments, etc., in accordance with applicable laws), including but not limited to investment in and/or loan to subsidiaries and/or	₹53,61,35,062.50	Within 24 months from the date of receipt of the issue proceeds

			associates.		
		2	General Corporate Purposes: Meeting ongoing general corporate exigencies and contingencies, expenses of the Company, and other general corporate purposes as may be permissible under applicable laws. Further, if there is any additional requirement towards Expansion and Growth as mentioned above, the funds earmarked for General Corporate Purposes may be deployed towards acquisitions and investments in accordance with applicable laws.	₹17,87,11,687.50	Within 24 months from the date of receipt of the issue proceeds
		The amount specified for the above-mentioned object(s) of the issue may deviate by $\pm 10\%$, depending upon future circumstances, as the object(s) are based on the management's estimates and other commercial and technical factors. If the issue proceeds are not utilised (in whole or in part) towards the aforesaid object(s) within the timelines specified above due to such factors or any other unforeseen circumstances, the unutilized proceeds shall be utilised in subsequent periods for the aforesaid object(s) in such manner as may be determined by the Board or its duly constituted committee, subject to compliance with the applicable laws. Pending utilisation, the proceeds of the Preferential Issue shall be kept in a separate bank account with a scheduled commercial bank and shall be utilised by the Company only after allotment and after filing of the return of allotment in Form PAS-3 with the Registrar of Companies, in accordance with Section 42(4) and 42(6) of the Act.			
2.	Kind of securities offered and total/maximum number of securities to be issued	24,39,750 (Twenty-Four Lakh Thirty-Nine Thousand Seven Hundred and Fifty) fully paid-up equity shares of face value of Rs. 10/- (Rupees Ten only) each of the Company, to be issued and allotted on a preferential basis by way of private placement, for cash.			

3.	Size of the issue / amount which the Company intends to raise	Rs. 71,48,46,750/- (Rupees Seventy-One Crore Forty-Eight Lakh Forty-Six Thousand Seven Hundred and Fifty only).
4.	Issue price / price at which allotment is proposed	Rs. 293/- (Rupees Two Hundred and Ninety-Three only) per Equity Share, comprising face value of Rs. 10/- and a premium of Rs. 283/- per Equity Share, which is not less than the floor price determined in accordance with Regulation 164 of Chapter V of the SEBI ICDR Regulations. The price shall be subject to appropriate adjustments, if required, under applicable law.
5.	Date of passing of the Board resolution	July 11, 2026.
6.	Relevant Date	In terms of Regulation 161 of the SEBI ICDR Regulations, the “Relevant Date” for determining the floor price is July 11, 2026, being the date 30 (thirty) days prior to the date of the EGM scheduled to be held on August 10, 2026. Since July 11, 2026 falls on a trading holiday, the Relevant Date for the purpose of pricing under Regulation 164 of the SEBI ICDR Regulations is July 10, 2026, being the immediately preceding trading day.
7.	Basis on which the price has been arrived at and justification for the price (including premium, if any)	The equity shares of the Company are listed on BSE Limited (“BSE”) and National Stock Exchange of India Limited (“NSE”) and are frequently traded within the meaning of Regulation 164(5) of the SEBI ICDR Regulations. For computing the floor price, NSE, being the stock exchange with the higher trading volume during the 90 (ninety) trading days preceding the Relevant Date, has been considered. In terms of Regulation 164(1) of the SEBI ICDR Regulations, the floor price is the higher of: (a) the 90 trading days’ volume weighted average price (“VWAP”) of the equity shares preceding the Relevant Date, i.e., Rs. 200.76 per equity share; and (b) the 10 trading days’ VWAP of the equity shares preceding the Relevant Date, i.e., Rs. 257.23 per equity share. Accordingly, the floor price is Rs. 257.23 per equity share. The proposed issue price of Rs. 293/- per Equity Share is higher than the floor price so determined and is hence in compliance with Regulation 164 of the SEBI ICDR Regulations. The Articles of Association of the Company do not provide for any method of determination of price which results in a floor price higher than that determined under the SEBI ICDR Regulations. Since the Preferential Issue is not likely to result in a change in control of the Company, and the allotment to each Proposed Allottee (together with persons acting in concert, if any) does not exceed 5% (five per cent) of the post-issue fully diluted share capital of the Company, a valuation report from an independent registered valuer under Regulation 166A of the SEBI ICDR Regulations is not required. The equity shares of the Company have been listed on the Stock Exchanges for a period of more than 90 (ninety) trading days prior to the Relevant Date; accordingly, re-computation of the issue price under Regulation 164(3) of the SEBI ICDR Regulations, and the undertakings

		specified under Regulations 163(1)(g) and 163(1)(h) of the SEBI ICDR Regulations is not applicable, The certificate from M/s. M/s. RPR & Associates, Practicing Company Secretary, certifying compliance of the Warrants Issue Price for the Preferential Issue of the Company with the pricing formula prescribed under Chapter V of the SEBI ICDR Regulations, is available on the Company's website and is accessible at link https://www.standardengtech.com/pcspricingcertificate																		
8.	Name and address of the valuer who performed the valuation	Not applicable. The equity shares of the Company are frequently traded and the issue price has been determined in accordance with the pricing formula prescribed under Regulation 164 of the SEBI ICDR Regulations (which, in terms of the proviso to Rule 13(1) of the Share Capital Rules, applies to listed companies in lieu of a registered valuer's report).																		
9.	Class or classes of persons to whom the allotment is proposed to be made	The allotment is proposed to be made to the Proposed Allottees, namely AGI Group Holdings Inc. and Monoflus Pte. Ltd., both foreign body corporates belonging to the non-promoter (public) category. The allotment to the Proposed Allottees, being persons resident outside India, shall be subject to compliance with the Foreign Exchange Management Act, 1999 read with the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, including the applicable pricing guidelines, sectoral caps and reporting requirements thereunder.																		
10.	Names of the proposed allottees, identity, PAN, pre- and post-issue shareholding and the percentage of post-preferential issue capital that may be held by them	<table><tr><th>Name of the Proposed Allottee</th><th>Category</th><th>PAN</th><th>Pre-issue holding (No. of shares & %)</th><th>Equity Shares proposed to be allotted</th><th>Post-issue holding (No. of shares & %)*</th></tr><tr><td>AGI Group Holdings Inc.</td><td>Non-Promoter</td><td>ABFCA 8697L</td><td>Nil</td><td>22,77,100</td><td>22,77,100 (1.13%)</td></tr><tr><td>Monoflus Pte. Ltd.</td><td>Non-Promoter</td><td>AAVC M0483 H</td><td>71,70,000 (3.59%)</td><td>1,62,650</td><td>73,32,650 (3.63%)</td></tr></table> *Computed on the expanded post-issue paid-up capital of 20,19,31,412 equity shares (assuming full allotment under this Item No. 1). The consideration payable is Rs. 66,71,90,300/- by AGI Group Holdings Inc. and Rs. 4,76,56,450/- by Monoflus Pte. Ltd.	Name of the Proposed Allottee	Category	PAN	Pre-issue holding (No. of shares & %)	Equity Shares proposed to be allotted	Post-issue holding (No. of shares & %)*	AGI Group Holdings Inc.	Non-Promoter	ABFCA 8697L	Nil	22,77,100	22,77,100 (1.13%)	Monoflus Pte. Ltd.	Non-Promoter	AAVC M0483 H	71,70,000 (3.59%)	1,62,650	73,32,650 (3.63%)
Name of the Proposed Allottee	Category	PAN	Pre-issue holding (No. of shares & %)	Equity Shares proposed to be allotted	Post-issue holding (No. of shares & %)*															
AGI Group Holdings Inc.	Non-Promoter	ABFCA 8697L	Nil	22,77,100	22,77,100 (1.13%)															
Monoflus Pte. Ltd.	Non-Promoter	AAVC M0483 H	71,70,000 (3.59%)	1,62,650	73,32,650 (3.63%)															
11.	Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately	AGI Group Holdings Inc.: Mr. Yasuyuki Ikeda and Ms. Katsura Ikeda, both residents of 21 Angullia Park, #28-01, Twentyone Angullia Park, Singapore 239974; and Mr. Toyoharu Ikeda, resident of 403-8, Takahama, Arao-City, Kumamoto, Japan. Monoflus Pte. Ltd.: Mr. Yasuyuki Ikeda and Ms. Katsura Ikeda, both residents of 21 Angullia Park, #28-01, Twentyone Angullia Park, Singapore 239974.																		

	control the Proposed Allottees	
12.	Intention/intent of the promoters, directors, key managerial personnel or senior management to subscribe to the offer	None of the promoters, members of the promoter group, directors, key managerial personnel or senior management of the Company intend to subscribe to the Preferential Issue in their individual capacity. It may, however, be noted that Mr. Yasuyuki Ikeda, Director of the Company, is the ultimate beneficial owner of, and ultimately controls, the Proposed Allottees (please refer to the disclosure of interest of Directors set out at the end of this Item).
13.	Shareholding pattern of the Company before and after the Preferential Issue	Please refer to Annexure A to this Explanatory Statement.
14.	Proposed time frame within which the Preferential Issue shall be completed	In accordance with Regulation 170 of the SEBI ICDR Regulations, the allotment of the Equity Shares shall be completed within 15 (fifteen) days from the date of passing of the Special Resolution; provided that where the allotment is pending on account of any approval or permission from any regulatory authority or the Central Government (including the in-principle approval of the Stock Exchanges), the allotment shall be completed within 15 (fifteen) days from the date of receipt of such approval or permission.
15.	Change in control, if any, in the Company that would occur consequent to the preferential offer	There will be no change in the management or control of the Company pursuant to the Preferential Issue. The voting rights of the Proposed Allottees shall change in accordance with the change in their shareholding as set out at Sr. No. 10 above.
16.	Number of persons to whom allotment on a preferential basis has already been made during the year, in terms of number of securities as well as price	The Company has not made any allotment on a preferential basis during the current financial year 2026-27, other than as proposed under Item Nos. 1 and 2 of this Notice.
17.	Justification for the allotment proposed to be made for consideration other than cash together with the valuation report of the registered valuer	Not applicable. The Equity Shares under this Item are proposed to be issued for cash consideration only.

18.	Principal terms of assets charged as securities	Not applicable.
19.	Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of the objects	None of the promoters or directors of the Company is making any contribution, either as part of the Preferential Issue or separately, in furtherance of the objects of the Preferential Issue.
20.	Material terms of raising the securities and proposed schedule	(a) The full consideration for the Equity Shares shall be payable by the Proposed Allottees on or before the date of allotment; (b) the subscription amount shall be paid from the bank account of the respective Proposed Allottee in accordance with Regulation 169 of the SEBI ICDR Regulations; (c) the Equity Shares shall be allotted in dematerialized form, shall be fully paid-up on allotment and shall rank pari passu in all respects with the existing equity shares of the Company, including as to dividend and voting rights, from the date of allotment; (d) the offer shall be made through a private placement offer-cum-application letter in Form PAS-4, and the record of the offer shall be maintained in Form PAS-5, in accordance with Section 42 of the Act read with Rule 14 of the PAS Rules; and (e) the allotment shall be completed within the time frame set out at Sr. No. 14 above.
21.	Lock-in	The Equity Shares allotted to the Proposed Allottees (being persons other than the promoter and promoter group) shall be locked-in for a period of 6 (six) months from the date of trading approval, in terms of Regulation 167(2) of the SEBI ICDR Regulations. The entire pre-preferential allotment shareholding of the Proposed Allottees, if any, shall be locked-in from the Relevant Date up to a period of 90 (ninety) trading days from the date of trading approval, in terms of Regulation 167(6) of the SEBI ICDR Regulations.
22.	Current and proposed status of the allottees post the Preferential Issue (promoter or non-promoter)	The Proposed Allottees currently belong to the non-promoter (public) category and shall continue to be classified as non-promoters after the Preferential Issue.
23.	Monitoring of utilization of issue proceeds	In terms of Regulation 162A of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the appointment of a monitoring agency is mandatory where the aggregate size of the issue exceeds Rs.100 crore. As the aggregate size of the proposed preferential issue under Item Nos. 1 and 2 of this Notice exceeds Rs.100 crore, the Company has appointed Acuité Ratings & Research Limited, a credit rating agency registered with the Securities and Exchange Board of India ("SEBI"), as the Monitoring Agency to monitor the utilisation of the proceeds of the Preferential Issue.

		The Monitoring Agency shall submit its reports in accordance with the provisions of the SEBI ICDR Regulations, and the Company shall make the requisite disclosures regarding the utilisation of the issue proceeds in the manner prescribed under the applicable provisions of the SEBI ICDR Regulations and other applicable laws.
24.	No. of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price	The Company has not made any preferential allotment during the current financial year 2026-27. Accordingly, no person has been allotted any securities on a preferential basis during the said financial year.
25.	Certificate from a practicing company secretary (Regulation 163(2))	A compliance certificate has been obtained from M/s. RPR & Associates, Practicing Company Secretaries (Membership No. 5783; CP No. 5360), certifying that the Preferential Issue is being made in accordance with the requirements of the SEBI ICDR Regulations. The said compliance certificate has been placed on the website of the Company at https://www.standardengtech.com/pcscompliancecertificate and shall be available for inspection by the Members electronically and during the Extraordinary General Meeting (EGM).
26.	Undertakings and other disclosures	(a) The Company shall re-compute the price of the Equity Shares if required to do so under the SEBI ICDR Regulations, and if the amount payable on account of such re-computation is not paid within the time stipulated therein, the Equity Shares shall continue to remain locked-in till such amount is paid by the Proposed Allottees; (b) The Proposed Allottees have confirmed that they have not sold or transferred any equity shares of the Company during the 90 (ninety) trading days preceding the Relevant Date, and that they are eligible to participate in the Preferential Issue in terms of Regulation 159 of the SEBI ICDR Regulations; (c) The Company is in compliance with the conditions for continuous listing and is eligible to make the Preferential Issue under Chapter V of the SEBI ICDR Regulations, and all equity shares held by the Proposed Allottees in the Company, if any, are in dematerialised form; (d) Neither the Company nor any of its promoters or directors is a wilful defaulter or a fraudulent borrower in terms of the guidelines issued by the Reserve Bank of India; accordingly, the disclosures required under Regulation 163(1)(i) of the SEBI ICDR Regulations are not applicable; (e) Neither the Company nor any of its promoters or directors is a fugitive economic offender as defined under the Fugitive Economic Offenders Act, 2018.
27.	Listing	The Company shall make applications to BSE and NSE, on which its existing equity shares are listed, for in-principle approval and for listing and trading of the Equity Shares proposed to be allotted.

Interest of Directors, Key Managerial Personnel and their relatives: Mr. Yasuyuki Ikeda, Director of the Company, together with his relatives, is the ultimate beneficial owner of, and ultimately controls, the Proposed Allottees, namely AGI Group Holdings Inc. and Monoflus Pte. Ltd., and is accordingly deemed to be concerned or interested in the resolution set out at Item No. 1. Mr. Yasuyuki Ikeda did not participate in the discussions or voting on the relevant resolution at the meeting of the Board. Save as aforesaid, none of the Directors or Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 1, except to the extent of their shareholding, if any, in the Company.

The Board is of the view that the Preferential Issue is in the best interests of the Company and its shareholders and accordingly recommends the Special Resolution set out at Item No. 1 of the Notice for approval by the Members.

ITEM NO. 2: ISSUANCE OF EQUITY SHARES OF THE COMPANY ON A PREFERENTIAL BASIS PURSUANT TO SHARE SWAP AGREEMENT

The Board, at its meeting held on July 11, 2026, has, subject to the approval of the Members and such other statutory and regulatory approvals as may be required, approved the creation, offer, issue and allotment of 22,18,431 (Twenty-Two Lakh Eighteen Thousand Four Hundred and Thirty-One) fully paid-up equity shares of face value of Rs. 10/- each ("**Swap Shares**") at a price of Rs. 293/- (Rupees Two Hundred and Ninety-Three only) per equity share (including a premium of Rs. 283/- per equity share), aggregating to Rs. 65,00,00,283/- (Rupees Sixty-Five Crore Two Hundred and Eighty-Three only), to Truplusco India LLP ("Proposed Allottee"), belonging to the non-promoter category, by way of a preferential issue on a private placement basis, for consideration other than cash, being the swap of equity shares of GScale Energy Private Limited ("**Target Company**").

The issuance is proposed in terms of the Share Swap Agreement dated July 11, 2026 executed amongst the Company, Truplusco India LLP, the Target Company and GScale Infinity Private Limited (as confirming party) ("**Share Swap Agreement**"), read with the Share Subscription Agreement dated June 25, 2026 executed amongst the aforesaid parties. Pursuant thereto, the Company shall acquire from the Proposed Allottee 26,257 (Twenty-Six Thousand Two Hundred and Fifty-Seven) equity shares of the Target Company ("**Sale Shares**"), representing 17.45% of the total paid-up equity share capital of the Target Company, on a share swap basis in the ratio of 84.48:1, and the transfer of the Sale Shares to the Company shall constitute full and final consideration for the issue and allotment of the Swap Shares, as per the particulars set out below:

Name of the Seller / Proposed Allottee	Swap Ratio	No. of equity shares of the Target Company to be acquired (Sale Shares)	Face value of shares of the Target Company	% of paid-up capital of the Target Company acquired	Issue price (Target Company) per Swap Share	Equity shares of the Company to be issued (Swap Shares)
Truplusco India LLP	84.48:1	26,257	Rs. 10	17.45%	24,755	22,18,431

Rationale for the acquisition and the Preferential Issue:

- Access to a High-Growth Adjacent Market:** Through the proposed acquisition of GScale Energy Private Limited, the Company gains strategic access to the rapidly expanding AI data center infrastructure market, which represents a significant adjacent growth opportunity beyond its established pharmaceutical and chemical engineering business. By combining SETL's proven

expertise in manufacturing mission-critical engineering equipment with GScale Energy's specialized capabilities in designing and delivering power and cooling infrastructure for AI data centers, the Company is well-positioned to address the growing demand arising from India's digital transformation and AI adoption. This acquisition enables the Company to diversify into a high-growth sector with substantial long-term potential, expand its customer base to include hyperscale's, data center developers and enterprise customers, and establish a strong presence in one of the fastest-growing engineering infrastructure segments. The strategic entry also complements the Government of India's initiatives to strengthen domestic AI infrastructure and promote indigenous manufacturing, creating significant opportunities for sustained business growth.

2. **Enhanced Product Portfolio and Diversification of Offerings:** The proposed acquisition of GScale Energy Private Limited significantly broadens the Company's product portfolio by expanding beyond its established range of engineering products and solutions for the pharmaceutical, chemical, biotechnology, food & beverage and other process industries into the high-growth AI data centre infrastructure sector. While the Company's existing business is focused on manufacturing mission-critical process equipment, GScale Energy brings specialized expertise in the design, manufacture and delivery of power and cooling infrastructure, along with turnkey data centre solutions. This strategic combination enables the Company to offer a diversified portfolio of high-value engineering products and solutions across two complementary mission-critical industries. By leveraging SETL's proven manufacturing capabilities and GScale Energy's domain expertise and customer relationships, the Company will create an integrated engineering platform capable of serving both the pharmaceutical, chemical, biotechnology, food & beverage and AI infrastructure sectors, thereby enhancing business resilience, expanding revenue opportunities and reducing dependence on any single industry vertically.
3. **Increased Market Penetration and Competitive Advantage through Expanded Market Reach:** The proposed acquisition of GScale Energy Private Limited enables the Company to strategically expand beyond its established leadership in engineering solutions for the pharmaceutical, chemical and biotechnology industries into the rapidly growing AI Data Centre Engineering and Infrastructure sector. The global AI data centre market is expected to witness investments of over US\$ 5 trillion by 2030, while India alone is projected to attract approximately US\$ 40–60 billion of investments in AI data centres during the same period, with nearly 50–60% of such investments directed towards mission-critical power and cooling infrastructure. Through this acquisition, the Company gains immediate access to a high-growth market supported by founder of GScale Energy's proven execution capabilities, including 486 MW of data centre infrastructure delivered, over 1 GW under execution, established relationships with hyperscalers and data centre operators, and a ready manufacturing platform. The combined entity will leverage SETL's manufacturing strength and engineering expertise together with GScale Energy's specialised AI data centre capabilities to offer integrated, end-to-end engineering solutions covering power systems, cooling infrastructure, modular manufacturing and turnkey project execution. This strategic combination significantly broadens the Company's addressable market, strengthens its competitive positioning through a differentiated two-platform engineering business serving both the pharmaceutical, chemical, biotechnology, food & beverage and AI infrastructure sectors, and positions it to capitalise on India's accelerating digital infrastructure build-out and the growing demand for high-quality, Made-in-India engineering solutions.
4. **Strengthening Financial Performance and Risk Diversification:** The proposed acquisition of GScale Energy Private Limited is expected to strengthen the Company's long-term financial profile by creating a diversified engineering platform with two complementary business verticals. The

Company's established business will continue to focus on precision engineering solutions for the pharmaceutical, chemical and biotechnology industries, while GScale Energy will serve the AI Data Centre Engineering and Infrastructure sector, thereby reducing concentration risk associated with dependence on a single end-user industry. The acquisition is being undertaken from a position of financial strength, with the Company funding the approved phased investment programme of ₹487 crore entirely through internal accruals, without raising additional debt, thereby preserving financial flexibility. The Company has also disclosed that its core engineering business is expected to continue its growth trajectory, with management targeting 40–50% revenue growth in FY2027, while GScale Energy is expected to commence manufacturing operations from November 2026, with a targeted revenue contribution of approximately ₹250 crore during FY2027, representing nearly four months of operations, subject to execution and market conditions. The acquisition is therefore expected to provide an additional source of revenue and earnings, diversify the Company's business portfolio across two independent engineering sectors, improve the resilience of future cash flows, and create a balanced platform for sustainable long-term growth while maintaining the Company's existing business commitments

5. **Stabilizing Cash Flows:** The proposed acquisition of GScale Energy Private Limited is expected to strengthen the Company's cash flow profile by adding a complementary engineering business with multiple revenue streams across the AI data centre infrastructure value chain. While the Company's existing business already generates revenues from equipment manufacturing, engineering, turnkey projects, installation, commissioning, maintenance and aftermarket services for the pharmaceutical and process industries, GScale Energy will add integrated power and cooling infrastructure solutions for AI data centres.

With its manufacturing facility, advanced product development, experienced engineering team and expected customer order pipeline, GScale Energy is well positioned to commence phased revenue generation from November 2026. The combined business is expected to benefit from diversified revenue streams across two high-growth sectors, enhancing the stability, resilience and predictability of the Company's cash flows while reducing dependence on any single industry vertical.

6. **Technological and Innovation Advantages:** The proposed acquisition of GScale Energy Private Limited provides the Company with immediate access to engineering expertise and specialized capabilities in the AI data centre infrastructure sector. GScale Energy's expertise in mission-critical power and cooling systems, modular engineering, DFMA, automated manufacturing and turnkey execution complements the Company's precision manufacturing capabilities and proven track record of technology localization through international partnerships. The combination is expected to accelerate innovation, strengthen product development and establish a technology-driven engineering platform serving both the pharmaceutical, chemical and food and beverages and AI infrastructure sectors.
7. **Enhanced Brand Recognition and Market Positioning:** The proposed acquisition is expected to strengthen the Company's market position by transforming it into a diversified engineering platform serving both the pharmaceutical and AI data centre infrastructure sectors. Leveraging its successful "Made-in-India" localization strategy, the Company intends to manufacture mission-critical AI data centre power and cooling infrastructure domestically, reducing import dependence while enhancing its reputation as a technology-driven engineering company with integrated design, manufacturing and turnkey execution capabilities.

8. **Enhanced Reputation as a Comprehensive Engineering Solutions Provider:** The proposed acquisition expands the Company's capabilities from precision equipment manufacturing to comprehensive engineering solutions across multiple industries. With GScale Energy's 13 specialised product lines covering power, cooling and turnkey data centre infrastructure, the combined entity will offer integrated solutions from engineering design and manufacturing to installation, commissioning and turnkey execution, reinforcing its position as a multidisciplinary engineering solutions provider.
9. **Supply Chain Optimization and Enhanced Execution Capability:** The proposed acquisition is expected to strengthen the Company's supply chain and execution capabilities by localizing the manufacture of mission-critical AI data centre power and cooling equipment in India, reducing import dependence and improving delivery timelines. GScale Energy's DFMA-based manufacturing approach is expected to enhance quality, accelerate project execution and support efficient delivery of large-scale engineering projects.

Thus, by acquiring stake in GScale Energy Private Limited, Standard Engineering Technology Limited anticipates a growth in overall business value. This acquisition strategy is expected to lead to increased revenues and profitability, ultimately contributing to enhanced returns for existing shareholders. The proposed issuance aligns with the regulatory framework provided by the Companies Act, 2013, and SEBI guidelines. Furthermore, the approval process ensures compliance with statutory requirements, enhancing corporate governance practices within the company. By bringing in new shareholders and capital, the preferential allotment is expected to contribute positively to both the industry and the economy, fostering job creation and innovation. In conclusion, the rationale for the preferential allotment is underpinned by a comprehensive strategy focused on growth, operational efficiency, and enhancement of market presence with enhancement of shareholder value. The Board is confident that this decision will position Standard Engineering Technology Limited favourably for future opportunities and sustainable success.

Therefore, the consent of the members is being sought by way of a special resolution to issue equity shares to the Proposed Allottees in accordance with the provisions of the Act, SEBI ICDR Regulations and any other applicable laws.

In terms of Sections 23, 42 and 62(1)(c) of the Act read with Rule 14 of the PAS Rules and Rule 13 of the Share Capital Rules, and Regulation 160 and other applicable provisions of Chapter V of the SEBI ICDR Regulations, the approval of the Members is being sought by way of a Special Resolution. The disclosures required under the Act and the rules made thereunder and under Regulation 163 of the SEBI ICDR Regulations are set out below:

1.	Objects of the Preferential Issue	The Preferential Issue is proposed to be undertaken to discharge, in full, the purchase consideration payable by the Company for the acquisition of the Sale Shares, i.e., 26,257 equity shares of the Target Company representing 17.45% of its paid-up equity share capital, by way of a swap of shares in terms of the Share Swap Agreement. The acquisition will strengthen the Company's position in the datacentre engineering and infrastructure sector, provide access to the Target Company's domain expertise, execution capabilities and customer relationships, create operational synergies, promote indigenous manufacturing of power and cooling solutions and create long-term value for shareholders.
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2.	Kind of securities offered and total/maximum number of securities to be issued	22,18,431 (Twenty-Two Lakh Eighteen Thousand Four Hundred and Thirty-One) fully paid-up equity shares of face value of Rs. 10/- each of the Company, to be issued and allotted on a preferential basis by way of private placement, for consideration other than cash (swap of shares).
3.	Size of the issue / amount which the Company intends to raise	The Swap Shares are proposed to be issued for consideration other than cash; accordingly, no cash proceeds will be raised. The aggregate value of the Preferential Issue, at the issue price of Rs. 293/- per Swap Share, is Rs. 65,00,00,283/- (Rupees Sixty-Five Crore Two Hundred and Eighty-Three only), which shall be discharged in full by the transfer of the Sale Shares by the Proposed Allottee to the Company.
4.	Issue price / price at which allotment is proposed	Rs. 293/- (Rupees Two Hundred and Ninety-Three only) per Swap Share, comprising face value of Rs. 10/- and a premium of Rs. 283/- per Swap Share, which is not less than the floor price determined in accordance with Regulation 164 of the SEBI ICDR Regulations. The price shall be subject to appropriate adjustments, if required, under applicable law.
5.	Date of passing of the Board resolution	July 11, 2026.
6.	Relevant Date	In terms of Regulation 161 of the SEBI ICDR Regulations, the “Relevant Date” is July 11, 2026, being the date 30 (thirty) days prior to the date of the EGM scheduled to be held on August 10, 2026. Since July 11, 2026 falls on a trading holiday, the Relevant Date for the purpose of pricing under Regulation 164 of the SEBI ICDR Regulations is July 10, 2026, being the immediately preceding trading day.
7.	Basis on which the price has been arrived at, justification for the price (including premium) and report of the registered valuer	The equity shares of the Company are listed on BSE and NSE and are frequently traded within the meaning of Regulation 164(5) of the SEBI ICDR Regulations. In terms of Regulation 164(1) of the SEBI ICDR Regulations, the floor price is the higher of: (a) the 90 trading days’ VWAP preceding the Relevant Date, i.e., Rs. 200.76 per equity share; and (b) the 10 trading days’ VWAP preceding the Relevant Date, i.e., Rs. 257.23 per equity share. Accordingly, the floor price is Rs. 257.23 per equity share. The issue price of Rs. 293/- per Swap Share has been determined taking into account the valuation report dated July 11, 2026 issued by Mr. Vaibhav Mandhana, Registered Valuer (IBBI Registration No. IBBI/RV/06/2020/13124), and is higher than the floor price determined under Regulation 164 of the SEBI ICDR Regulations. The value of the Sale Shares of the Target Company has been arrived at on the basis of the valuation report dated July 11, 2026 issued by the said Registered Valuer, and the swap ratio of 84.48:1 has been derived accordingly. In terms of Regulation 163(3) of the SEBI ICDR Regulations, the consideration other than cash comprises only a swap of shares pursuant to the valuation report of an independent registered valuer, and the said valuation report shall be submitted to the Stock Exchanges.

		Since the Preferential Issue is not likely to result in a change in control of the Company and the allotment to the Proposed Allottee (together with persons acting in concert, if any) does not exceed 5% of the post-issue fully diluted share capital of the Company, the requirements of Regulation 166A(1) and 166A(2) of the SEBI ICDR Regulations are not applicable. The Articles of Association of the Company do not provide for any method of determination of price which results in a floor price higher than that determined under the SEBI ICDR Regulations. The equity shares of the Company have been listed for more than 90 trading days prior to the Relevant Date; accordingly, re-computation of the issue price under Regulation 164(3), and the undertakings under Regulations 163(1)(g) and 163(1)(h) of the SEBI ICDR Regulations, are not applicable.												
8.	Name and address of the valuer who performed the valuation	Mr. Vaibhav Mandhana, Chartered Accountant and Registered Valuer (IBBI Registration No. IBBI/RV/06/2020/13124), having office at 702(L), Hubtown Solaris, N.S. Phadke Marg, Andheri East, Mumbai – 400069. The valuation reports are available for inspection at the Registered Office of the Company during business hours on any working day and can also be accessed on the Company’s website at https://www.standardengtech.com/preferentialvaluationreport												
9.	Justification for the allotment proposed to be made for consideration other than cash together with the valuation report of the registered valuer	The consideration payable by the Company for the acquisition of the Sale Shares shall be discharged in full by the issue and allotment of the Swap Shares in the swap ratio of 84.48:1, determined on the basis of the valuation reports dated July 11, 2026 issued by Mr. Vaibhav Mandhana, Registered Valuer (IBBI Registration No. IBBI/RV/06/2020/13124), in respect of the equity shares of the Company and of the Target Company. The share swap structure enables the Company to acquire a strategic stake in the Target Company while conserving cash, aligns the interests of the Proposed Allottee with those of the Company, and is in compliance with Regulation 163(3) of the SEBI ICDR Regulations. The valuation reports shall be submitted to the Stock Exchanges and are available for inspection as stated above.												
10.	Class or classes of persons to whom the allotment is proposed to be made	The allotment is proposed to be made to Truplusco India LLP, a limited liability partnership belonging to the non-promoter (public) category, having its address at H No.38/B, Bansilalpet Near Bible House, Hyderabad, Secunderabad, Telangana, India, 500457.												
11.	Names of the proposed allottees, identity, PAN, pre- and post-issue shareholding and the percentage of post-preferential issue capital that may be held by them	<table><tr><th>Name of the Proposed Allottee</th><th>Category</th><th>PAN</th><th>Pre-issue holding (No. of shares & %)</th><th>Equity Shares proposed to be allotted</th><th>Post-issue holding (No. of shares & %)*</th></tr><tr><td>Truplusco India LLP</td><td>Non-Promoter (LLP)</td><td>AANFT0019K</td><td>Nil</td><td>22,18,431</td><td>22,18,431 (1.09%)</td></tr></table>	Name of the Proposed Allottee	Category	PAN	Pre-issue holding (No. of shares & %)	Equity Shares proposed to be allotted	Post-issue holding (No. of shares & %)*	Truplusco India LLP	Non-Promoter (LLP)	AANFT0019K	Nil	22,18,431	22,18,431 (1.09%)
Name of the Proposed Allottee	Category	PAN	Pre-issue holding (No. of shares & %)	Equity Shares proposed to be allotted	Post-issue holding (No. of shares & %)*									
Truplusco India LLP	Non-Promoter (LLP)	AANFT0019K	Nil	22,18,431	22,18,431 (1.09%)									

		*Computed on the expanded post-issue paid-up capital of 20,41,49,843 equity shares (assuming full allotment under Item Nos. 1 and 2).
12.	Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the Proposed Allottee	Mr. Brahma Reddy Kasu resident of India is the natural person who is the ultimate beneficial owner of the Swap Shares proposed to be allotted and who ultimately controls the Proposed Allottee, Truplusco India LLP.
13.	Intention/intent of the promoters, directors, key managerial personnel or senior management to subscribe to the offer	None of the promoters, members of the promoter group, directors, key managerial personnel or senior management of the Company intends to subscribe to the Preferential Issue under this Item.
14.	Shareholding pattern of the Company before and after the Preferential Issue	Please refer to Annexure B to this Explanatory Statement.
15.	Proposed time frame within which the Preferential Issue shall be completed	In accordance with Regulation 170 of the SEBI ICDR Regulations, the allotment of the Swap Shares shall be completed within 15 (fifteen) days from the date of passing of the Special Resolution; provided that where the allotment is pending on account of any approval or permission from any regulatory authority or the Central Government (including the in-principle approval of the Stock Exchanges), the allotment shall be completed within 15 (fifteen) days from the date of receipt of such approval or permission.
16.	Change in control, if any, in the Company that would occur consequent to the preferential offer	There will be no change in the management or control of the Company pursuant to the Preferential Issue. The allotment to the Proposed Allottee does not exceed 5% of the post-issue fully diluted share capital of the Company.
17.	Number of persons to whom allotment on a preferential basis has already been made during the year, in terms of number of	The Company has not made any allotment on a preferential basis during the current financial year 2026-27, other than as proposed under Item Nos. 1 and 2 of this Notice.

	securities as well as price	
18.	Principal terms of assets charged as securities	Not applicable.
19.	Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of the objects	None of the promoters or directors of the Company is making any contribution, either as part of the Preferential Issue or separately, in furtherance of the objects of the Preferential Issue.
20.	Material terms of raising the securities and proposed schedule	(a) The Swap Shares shall be issued for consideration other than cash, and the transfer of the Sale Shares by the Proposed Allottee to the Company shall constitute full and final consideration therefor; (b) the Swap Shares shall be allotted in dematerialized form, shall be fully paid-up on allotment and shall rank pari passu in all respects with the existing equity shares of the Company from the date of allotment; (c) the offer shall be made through a private placement offer-cum-application letter in Form PAS-4, and the record of the offer shall be maintained in Form PAS-5, in accordance with Section 42 of the Act read with Rule 14 of the PAS Rules; (d) any rights or bonus shares or other entitlements arising in respect of the Swap Shares shall be subject to the same lock-in as the Swap Shares; and (e) the allotment shall be completed within the time frame set out at Sr. No. 15 above.
21.	Lock-in	The Swap Shares, being allotted to a person other than the promoter and promoter group, shall be locked-in for a period of 6 (six) months from the date of trading approval, in terms of Regulation 167(2) of the SEBI ICDR Regulations. In addition, in terms of the Share Swap Agreement, the Swap Shares (along with any bonus or other shares issued in respect thereof) shall remain under a contractual lock-in for a period of 24 (twenty-four) months from the date of Completion under the Share Swap Agreement, during which period the Proposed Allottee shall not transfer, sell, dispose of or encumber the Swap Shares in favour of any third party, including its affiliates. The entire pre-preferential allotment shareholding of the Proposed Allottee, if any, shall be locked-in from the Relevant Date up to a period of 90 (ninety) trading days from the date of trading approval, in terms of Regulation 167(6) of the SEBI ICDR Regulations.
22.	Current and proposed status of the allottee post the Preferential Issue (promoter or non-promoter)	The Proposed Allottee is presently not a shareholder of the Company and belongs to the non-promoter (public) category; it shall continue to be classified as a non-promoter after the Preferential Issue.

23.	Monitoring of utilization of issue proceeds	In terms of Regulation 162A of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the appointment of a monitoring agency is mandatory where the aggregate size of the issue exceeds Rs.100 crore. As the aggregate size of the proposed preferential issue under Item Nos. 1 and 2 of this Notice exceeds Rs.100 crore, the Company has appointed Acuité Ratings & Research Limited, a credit rating agency registered with the Securities and Exchange Board of India (“SEBI”), as the Monitoring Agency to monitor the utilisation of the proceeds of the Preferential Issue. The Monitoring Agency shall submit its reports in accordance with the provisions of the SEBI ICDR Regulations, and the Company shall make the requisite disclosures regarding the utilisation of the issue proceeds in the manner prescribed under the applicable provisions of the SEBI ICDR Regulations and other applicable laws.
24.	Certificate from a practicing company secretary (Regulation 163(2))	A certificate dated July 15, 2026 has been obtained from M/s. RPR & Associates, Practicing Company Secretaries (Membership No. 5783; CP No. 5360), having office at Flat No. 401, 4th Floor, Sri Sai Saraswathi Nilayam, H. No. 5-5-33/26/A/1, Plot No. 77, Maitri Nagar, Kukatpally, Hyderabad, Telangana – 500072, certifying that the Preferential Issue is being made in accordance with the requirements of the SEBI ICDR Regulations. The certificate has been placed on the website of the Company at https://www.standardengtech.com/pcscompliancecertificate and shall be available for inspection by the Members electronically and during the EGM.
25.	Undertakings and other disclosures	(a) The Proposed Allottee has confirmed that it has not sold or transferred any equity shares of the Company during the 90 (ninety) trading days preceding the Relevant Date, and that it is eligible to participate in the Preferential Issue in terms of Regulation 159 of the SEBI ICDR Regulations; (b) The Company is in compliance with the conditions for continuous listing and is eligible to make the Preferential Issue under Chapter V of the SEBI ICDR Regulations; (c) The Company shall re-compute the price of the Swap Shares if required to do so under the SEBI ICDR Regulations, and if the amount payable on account of such re-computation is not paid within the time stipulated therein, the Swap Shares shall continue to remain locked-in till such amount is paid by the Proposed Allottee; (d) Neither the Company nor any of its promoters or directors is a wilful defaulter or a fraudulent borrower in terms of the guidelines issued by the Reserve Bank of India; accordingly, the disclosures required under Regulation 163(1)(i) of the SEBI ICDR Regulations are not applicable; (e) Neither the Company nor any of its promoters or directors is a fugitive economic offender as defined under the Fugitive Economic Offenders Act, 2018.
26.	Listing	The Company shall make applications to BSE and NSE, on which its existing equity shares are listed, for in-principle approval and for listing and trading of the Swap Shares proposed to be allotted.

The documents referred to in this Explanatory Statement, including the Share Swap Agreement, the valuation reports and the certificate of the practising company secretary, shall be available for inspection by the Members, without any fee, at the Registered Office of the Company during business hours on all working days from the date of circulation of the Notice up to the date of the EGM, and shall also be available for inspection electronically during the EGM.

Interest of Directors, Key Managerial Personnel and their relatives: None of the Directors or Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 2, except to the extent of their shareholding, if any, in the Company.

The Board is of the view that the Preferential Issue for consideration other than cash by way of share swap is in the best interests of the Company and its shareholders and accordingly recommends the Special Resolution set out at Item No. 2 of the Notice for approval by the Members.

The Board recommends the matter and the resolution set out under Item No. 2 for the approval of the Members by way of passing **Special Resolution**.

ITEM NO. 3: CHANGE IN DESIGNATION OF MR. YASUYUKI IKEDA (DIN: 02437433) FROM NON-EXECUTIVE TO EXECUTIVE DIRECTOR

Change in Designation of Mr. **Yasuyuki Ikeda (DIN: 02437433)** from Non-Executive Director to Executive Director of the Company:

The Board of Directors (“the Board”), at its meeting held on May 14, 2026, based on the recommendation of the Nomination and Remuneration Committee, approved the change in designation of **Mr. Yasuyuki Ikeda (DIN: 02437433)** from Non-Executive Director to Executive Director of the Company, with effect from May 14, 2026, subject to the approval of the Members, on terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee of the Board which is set out hereunder:

Mr. Yasuyuki Ikeda (DIN: 02437433) originally appointed as non-executive director of the company w.e.f. March 24, 2023. Mr. Yasuyuki Ikeda holds a diploma from The American School in England, Thorpe, Surrey (TASIS) and has been associated with the industry since 2001. He possesses over 25 years of overall professional experience in the engineering and chemical processing solutions sector. He is currently serving as the Chief Executive Officer of the AGI Group, Japan, a leading provider of integrated solutions across the chemical processing value chain. With extensive international leadership experience, Mr. Ikeda has played a significant role in driving global business growth, operational excellence, and strategic expansion initiatives across multiple markets. Based on his extensive experience and expertise in the engineering and chemical processing solutions sector, it was decided by the Board to change his designation from Non-Executive Director to Executive Director.

The proposed redesignation as Executive Director is intended to facilitate his active involvement in the Company's international business strategy, overseas investments, strategic alliances, technology collaborations, customer engagement and global expansion initiatives.

Mr. Yasuyuki Ikeda (DIN: 02437433) shall serve as Executive Director on a mutually agreed remuneration basis and shall not be entitled to any salary, commission, bonus, stock options, allowances, perquisites or other monetary benefits from the Company during his tenure as Executive Director, except reimbursement of actual business, travel and out-of-pocket expenses incurred in connection with the business and affairs of the Company in accordance with the policies of the Company and applicable laws.

Additional particulars in relation to Mr. Yasuyuki Ikeda, furnished pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings, are as under:

Directorships held in other companies: Mr. Yasuyuki Ikeda holds directorships in the following companies - Indian companies: (i) ATR-Asahi Process Systems Private Limited; (ii) H.S. Martin Process Systems (India) Private Limited (formerly known as Syrris Scientific Equipment Private Limited); (iii) AGI Glassplant India Private Limited; and (iv) GL Hakko Technology Private Limited. Foreign companies: Asahi Glassplant Inc.; Asahi Techno Research Co., Ltd; Asahi Information System Co., Ltd; AGI Glass Academy Inc.; Monoform Management Support Co., Ltd; Monoflus Pte. Ltd; AGI Group Holding Inc.; GL Hakko Co., Ltd; AGI North America Inc.; Asahi Glassplant Holdings UK; Asahi Glassplant UK Ltd; Premex Solutions GmbH; Premex Reactor GmbH; Chemtrix B.V; Glasskeller Basel AG; Soffieria Sestese S.r.l.; Mf plus GmbH; AGI Properties Co. Ltd; AGI SDA GmbH; Asahi Techno Engineering Co., Ltd; AGI Techniglass Co., Ltd; Suenaga Rikagaku Co., Ltd; and AGI Labtex Co., Ltd.

Brief Particulars	Details
Date of Birth	14/06/1978
Age	48 years
Relationship with directors and Key Managerial Personnel	Not Applicable
Directorship in other listed entities	Nil
Membership/Chairmanship of committees of the Board of other companies	Nil
Number of shares held in the Company	2,08,98,000 (One of the beneficial owner out of Three)

Relationship with other Directors / Key Managerial Personnel of the Company: Mr. Yasuyuki Ikeda is not related to any Director or Key Managerial Personnel of the Company. Number of Board meetings attended by Mr. Yasuyuki Ikeda during the year: 4 (Four) and Nationality: Japan. Mr. Yasuyuki Ikeda did not receive any remuneration from the Company during his earlier tenure as a Non-Executive Director and he agreed to continue to serve as an Executive Director without remuneration.

Mr. Yasuyuki Ikeda is not debarred from accessing the capital markets and/or restrained from holding the office of director by virtue of any order of SEBI or any other such authority.

Further, as per the provisions of Section 196 and 197 of the Companies Act, 2013 as amended from time to time, the minimum Remuneration payable to **Mr. Yasuyuki Ikeda (DIN: 02437433)**, in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Schedule V to the Companies Act, 2013 or any other applicable limits, as provided by the Central Government in this regard, from time to time, if any.

Your Board recommends and seeks your approval by way of **Ordinary Resolution** through Extra-Ordinary General Meeting, by voting through remote e-voting for the resolution as set out under Item No. 3 of this Notice.

ITEM No. 4: APPOINTMENT OF MR. UMA MAHESWARA RAO KANCHERLA (DIN:11705945) AS AN INDEPENDENT DIRECTOR

The Board of Directors of the Company at its meeting held on May 14, 2026, based on the recommendation of the Nomination & Remuneration Committee ("NRC"), approved the appointment of Mr. Uma Maheswara Rao Kancherla (DIN: 11705945) as an Additional Non- Executive and Independent Director subject to the approval of members of the Company, to hold office as an Independent Director, not liable to retire by rotation, for a term of 5 (five) consecutive years commencing from May 14, 2026, up to and including May 13, 2031. The Company has received a Notice under Section 160 of the Act from a Member proposing his candidature to the office of Independent Director of the Company.

Mr. Uma Maheswara Rao Kancherla is proposed to be appointed as an independent director of the Company, in accordance with applicable laws, as provided in Section 149(6) the Companies Act, 2013 and the provisions of Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligations and

Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) each as amended. Further, the Company has received the consent in writing from Mr. Uma Maheswara Rao Kancherla to act as a director in Form DIR-2, intimation to the effect that he is not disqualified to be appointed as a director in other companies in Form DIR-8 and the certificate issued by the Indian Institute of Corporate Affairs, in compliance with Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

Brief profile of Mr. Uma Maheswara Rao Kancherla: Mr. Uma Maheswara Rao Kancherla holds a Bachelor of Technology (B.Tech) in Mechanical Engineering from JNTU College of Engineering, Kakinada, Andhra Pradesh, and a Master of Technology (M.Tech) in Mechanical Engineering from IIT Madras, Chennai. He has previously worked with HMT Limited, Hyderabad, and Hexagon Capability Centre India Private Limited, where he held leadership roles in engineering systems, software product development, intelligent schematics, 3D plant modelling and engineering analysis solutions. Mr. Uma Maheswara Rao Kancherla brings over 38 years of extensive experience across precision engineering, industrial manufacturing, software product development and engineering technology solutions.

Brief Particulars	Details
Date of Birth	15/06/1958
Age	68 years
Relationship with directors and Key Managerial Personnel	Not Applicable
Directorships held in other companies	Nil
Directorship in other listed entities	Nil
Membership/Chairmanship of committees of the Board of other companies	Nil
Number of shares held in the Company	22,500 Equity Shares

Mr. Uma Maheswara Rao Kancherla is not debarred from accessing the capital markets and/or restrained from holding the office of director by virtue of any order of SEBI or any other such authority.

The board recommends to the members to pass the resolution as an ordinary resolution.

The Nomination and Remuneration Committee and Board of Directors has recommended the appointment of Mr. Uma Maheswara Rao Kancherla as an non-executive and independent director for a term of 5 years subject to that he continuing to satisfy the criteria of independence in terms of the Companies Act, 2013, the rules made thereunder and the SEBI Listing Regulations and shall not be liable to retire by rotation.

None of the directors, key managerial personnel, senior management personnel and relatives of directors and/or key managerial personnel or senior management personnel (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution, except in the ordinary course of business.

ITEM NO 5 AND 6: ENHANCEMENT OF THE EXISTING LIMITS FOR CREATION OF CHARGE ON THE ASSETS OF THE COMPANY AND INCREASE IN THE LIMITS FOR BORROWINGS

As part of the Company’s growth and expansion plans, both organically & inorganically, in the manufacturing Sector, the Company will continue to explore and evaluate suitable opportunities in India and outside, as aligned with the Company’s strategy and goal to achieve its long term strategic and business objectives. The Members of the Company would note that to commensurate with the growth plans, the Company will require to enhance its limits for borrowings & investments to fuel its growth & expansion. The proposed enhancement is an enabling approval that will facilitate the Company in availing larger fund-based and non-fund-based credit facilities, as and when required, for meeting its business expansion plans, capital expenditure, acquisitions, investments, working capital requirements and other corporate purposes.

The Members of the Company, at the Extra-Ordinary General Meeting held on 11th August, 2022, had by way of Special Resolutions passed separately under Section 180(1)(a) and Section 180(1)(c) of the Companies Act, 2013, respectively, accorded consent to the Board of Directors of the Company (i) to create mortgage(s)/charge(s) on the assets and properties of the Company, and (ii) to borrow monies which may exceed at any time the aggregate of the paid-up capital of the Company and its free reserves, in each case up to a limit of Rs. 200 Crores (Rupees Two Hundred Crores Only) (apart from temporary loans obtained from the Company's bankers in the ordinary course of business).

Section 180(1)(c) of the Companies Act, 2013 requires that the Board of Directors shall not borrow money in excess of the company's paid up share capital and free reserves, apart from temporary loans obtained from the Company's bankers in the ordinary course of business, except with the consent of the company accorded by way of a special resolution in terms of the provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force). Pursuant to the enhancement approved by the Board of Directors at its meeting held on July 11, 2026, and to comply with the requirements of the Companies Act, 2013 and the Rules made thereunder, a fresh resolution for borrowings by the Company and its subsidiaries, (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), enhancing the existing limit of Rs. 200 Crores approved vide Special Resolution dated 11th August, 2022 to an aggregate limit not exceeding Rs. 2,000 Crores (Rupees Two Thousand Crores) over and above the aggregate of the paid-up capital and free reserves (that is to say, reserves, not set apart for any specific purpose) of the Company, has been put up for your approval as a Special Resolution.

The borrowings of the Company and its subsidiaries are, in general, required to be secured by suitable mortgage or charge on all or any of the movable and / or immovable properties of the Company in such form, manner and ranking as may be determined by the Board of Directors of the Company, from time to time, in consultation with the lender(s). It is therefore necessary for the members to pass a Special Resolution under Section 180(1)(a) and other applicable provisions of the Companies Act, 2013, and the Rules made thereunder, to enable the Board of Directors to mortgage, charge, hypothecate and / or pledge any or all of the Company's assets and properties, book debts, stock in trade, work-in progress, whether movable or immovable, present or future, and whole or substantially the whole of any of undertaking(s) of the Company, in such form and in such manner and on such terms and conditions as the Board may consider and think fit and proper, in the interest of the Company, in favour of the Bank(s) / Financial Institution(s) / Bodies Corporate and / or Companies, to secure the loan / financial facilities ("Borrowings") together with interest, compound interest and all costs, charges and expenses and all other monies, for an amount enhanced from Rs. 200 Crores (as approved by the Members vide Special Resolution dated 11th August, 2022) to Rs. 2,000 Crores (Rupees Two Thousand Crores) over and above the aggregate of the paid-up capital and free reserves (that is to say, reserves, not set apart for any specific purpose) of the Company, as may become due or payable by the Company and its subsidiaries in that behalf to the Bank(s) / Financial Institution(s) / Bodies Corporate and / or Companies, to secure the borrowings already obtained or to be obtained by the Company and its subsidiaries, from time to time. Hence, the approval of the shareholders is hereby sought in terms of Section 180(1)(a) and Section 180(1)(c) of the Companies Act, 2013. The Board recommends the Special Resolutions set out at Item Nos. 5 & 6 of the Notice for approval by the Members.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item Nos.5 & 6 of the Notice.

ITEM NO. 7: ENHANCEMENT OF THE EXISTING LIMITS UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

In pursuant to the Shareholders approval at the Extra-Ordinary General Meeting of the Company held on Thursday, 19th January, 2023, as a Special Resolution was passed and accorded their consent to the Board of

Directors, under Section 186 of the Companies Act, 2013, to make investments, grant loans and give guarantees / provide securities, subject to the following separate limits:

1. Investments into Subsidiaries (present or future) and other Bodies Corporate: Rs. 150 Crores (Rupees One Hundred Fifty Crores Only).
2. Loans to Subsidiaries (present or future), other Bodies Corporate or Persons: Rs. 150 Crores (Rupees One Hundred Fifty Crores Only).
3. Guarantees / Securities in favour of Subsidiaries (present or future), other Bodies Corporate and Persons: Rs. 150 Crores (Rupees One Hundred Fifty Crores Only).

The aforesaid three category-wise limits read together as aggregated to Rs. 450 Crores (Rupees Four Hundred Fifty Crores Only). The Company now proposes to consolidate the aforesaid separate category-wise limits into a single overall aggregate limit, thereby superseding the earlier approved limits under the Special Resolution passed by the Members on 19th January, 2023.

The Board of Directors, at its meeting held on Saturday, 11th July, 2026, reviewed the existing limits approved by the Members under Section 186 of the Act, both on a category-wise basis and on an aggregate basis, and recommended the consolidation, supersession of the earlier limits and enhancement of the overall limit to Rs. 3,500 Crores (Rupees Three Thousand Five Hundred Crores Only).

The aforesaid proposal of the Board is intended to serve as an enabling authorization to provide the Company with greater operational flexibility and facilitate optimum utilization of available funds to achieve its long-term strategic and business objectives including but not limited to supporting its existing and future subsidiaries, such as GScale Energy Private Limited and pursuing strategic growth opportunities, acquisitions, business collaborations and other investment initiatives in alignment with the Company's growth strategy.

In accordance with the provisions of Section 186 of the Companies Act, 2013 (the "Act"), it is necessary to obtain the approval of the Members for consolidation, supersession of the earlier limits and enhancement of the overall limit aggregating to Rs. 3,500 Crores (Rupees Three Thousand Five Hundred Crores Only), covering:

- (a) investments / acquisitions, by way of subscription, acquisition, purchase, conversion or otherwise, of Equity Shares, Preference Shares, Debentures (whether convertible or non-convertible) or any other financial instruments of one or more bodies corporate, whether in India or outside, which may or may not be subsidiary(ies) of the Company;
- (b) loans to any body corporate, whether in India or outside, which may or may not be subsidiary(ies) of the Company, or to any person(s);
- (c) guarantees to any person(s), body corporate, bank, financial institution or any other institution, whether in India or outside, in respect of or against any loan or financial arrangement of any nature; and
- (d) securities in connection with any loan, financial assistance or financial arrangement availed by any person(s), body corporate, bank, financial institution or any other institution, whether in India or outside,

such that the aggregate of all loans made, guarantees given, securities provided and investments made by the Company, taken together, shall not at any time exceed Rs. 3,500 Crores (Rupees Three Thousand Five Hundred Crores Only).

Considering the long-term business plans of the Company, which require it to make sizeable loans / investments and issue guarantees / securities to persons or bodies corporate from time to time, prior approval of the Members is being sought for enhancing the limits in excess of:

- a) 60% of the paid-up share capital, free reserves and securities premium account; or
- b) 100% of the free reserves and securities premium account; whichever is higher.

No loan shall be given under this section at a rate of interest lower than the prevailing yield of the one year, three year, five year or ten year Government Security closest to the tenor of the loan.

The Board recommends passing the Special Resolution set out at Item No. 7 for the approval of the Members.

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 7, except to the extent of their shareholding, if any.

ANNEXURE A
Shareholding pattern of the Company before and after the Preferential Issue under Item No. 1

S. No.	Category	Pre-issue: No. of equity shares held	Pre-issue: % of holding	Post-issue: No. of equity shares held	Post-issue: % of holding
A	Promoter and Promoter Group				
	Individuals	9,69,70,931	48.61	9,69,70,931	48.02
	Bodies Corporate	2,36,62,147	11.86	2,36,62,147	11.72
	Sub-total (A)	12,06,33,078	60.47	12,06,33,078	59.74
B	Public				
	Institutions (Domestic)	3,93,870	0.20	3,93,870	0.20
	Institutions (Foreign)	55,35,783	2.78	55,35,783	2.74
	Indian Public	4,38,28,237	21.97	4,38,28,237	21.70
	Foreign Companies	2,37,55,142	11.91	2,61,94,892	12.97
	Non-Resident Indians (NRIs)	4,87,360	0.24	4,87,360	0.24
	Bodies Corporate	43,98,874	2.21	43,98,874	2.18
	HUF	4,59,318	0.23	4,59,318	0.23
	Sub-total (B)	7,88,58,584	39.53	8,12,98,334	40.26
	GRAND TOTAL (A+B)	19,94,91,662	100.00	20,19,31,412	100.00

Note: The post-issue shareholding pattern has been computed assuming full allotment of 24,39,750 equity shares under Item No. 1.

ANNEXURE B
Shareholding pattern of the Company before and after the Preferential Issue under Item No. 2

S. No.	Category	Pre-issue: No. of equity shares held	Pre-issue: % of holding	Post-issue: No. of equity shares held	Post-issue: % of holding
A	Promoter and Promoter Group				
	Individuals	9,69,70,931	48.02	9,69,70,931	47.50
	Bodies Corporate	2,36,62,147	11.72	2,36,62,147	11.59
	Sub-total (A)	12,06,33,078	59.74	12,06,33,078	59.09
B	Public				
	Institutions (Domestic)	3,93,870	0.20	3,93,870	0.19
	Institutions (Foreign)	55,35,783	2.74	55,35,783	2.71
	Indian Public	4,38,28,237	21.70	4,38,28,237	21.47
	Foreign Companies	2,61,94,892	12.97	2,61,94,892	12.83
	Non-Resident Indians (NRIs)	4,87,360	0.24	4,87,360	0.24
	Bodies Corporate	43,98,874	2.18	66,17,305	3.24
	HUF	4,59,318	0.23	4,59,318	0.22
	Sub-total (B)	8,12,98,334	40.26	8,35,16,765	40.91
	GRAND TOTAL (A+B)	20,19,31,412	100.00	20,41,49,843	100.00

Note: The pre-issue shareholding pattern under this Annexure B assumes full allotment of 24,39,750 equity shares under Item No. 1; the post-issue shareholding pattern additionally assumes full allotment of 22,18,431 equity shares under Item No. 2.

By Order of the Board of Directors
For Standard Engineering Technology Limited
(Formerly known as Standard Glass Lining Technology Limited)

Place: Hyderabad
Date: July 11, 2026

Kallam Hima Priya
Company Secretary & Compliance Officer
Membership No. A62384

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