SBEC SYSTEMS (INDIA) LIMITED

CIN: L74210DL1987PLC029979

Regd Offce: 1400, Hemkunt Tower, 98, Nehru Place, New Delhi-110019

T.: 011-42504954, Email id: sbecsystems@rediffmail.com, Website: www.sbecsystems.in

NOTICE

Notice is hereby given that the 37th Annual General Meeting ('AGM') of the Members of **SBEC SYSTEMS (INDIA) LIMITED** will be held on Tuesday, 29th September, 2026 at 11:30 A.M. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS

1. **Adoption of Standalone and Consolidated Financial Statements**

   To consider and adopt:

   a) The Audited Standalone financial statements of the Company for the financial year ended 31st March, 2026, the reports of the Board of Directors and Auditors thereon and

   b) The Audited Consolidated financial statements of the Company for the financial year ended 31st March, 2026 and the Auditors' Reports thereon.

2. **Re-appointment of Mr. Shiv Shankar Agarwal (DIN: 00004840) as Director.**

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

   "RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Shiv Shankar Agarwal (DIN: 00004840), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Executive Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS

3. **Authorization for Material Related Party Transactions with related parties**

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

   "RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015("Listing Regulations") and Section 188 to the extent applicable and all other applicable provisions, if any, of the Companies Act, 2013 (the Act) read with Companies (Meetings of Board and its Powers) Rules, 2014, the Company's policy on Related party transactions and subject to such other approvals, consents, permissions and sanctions of any authorities as may be necessary and recommendation of the Audit Committee & Board of Directors, consent of the shareholders of the Company be and is hereby accorded to enter/continue to enter into the material related party transactions (whether by way of individual transaction or transactions together) with entities falling within the definition of 'Related Party' under Regulation 2(1)(zb) of the SEBI (LODR) Regulations, 2015 for each financial year in the ordinary course of its business with respect to sale, purchase or supply of any goods or materials, selling or otherwise disposing of or buying, leasing of property of any kind, availing or rendering of any services or any other transactions of whatever nature, giving and taking of ICD's and creation of Charge in favour of Related Parties on such terms and conditions as may be mutually agreed upon between the Board of Directors of the company and the related parties, such that the maximum value of the related party transactions with such parties, in aggregate does not exceed the value specified under each category in the explanatory statement, provided that the related party transaction shall be carried out at in ordinary course of business and at arm's length basis.

   RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things; to finalize or vary the terms and conditions of the transactions with the aforesaid parties; and to execute or authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary, proper and / or expedient for giving effect to this resolution and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution for the purpose of giving effect to this Resolution."

   RESOLVED FURTHER THAT all actions taken by the Board of Directors/Company in connection with any matter referred to or contemplated in the resolution (including day to day transactions (debit/credit) with the related party), be and are hereby approved, ratified and confirmed in all aspects."

By order of the Board
For SBEC Systems (India) Limited
Sd/-

Place: New Delhi
Date: 14-08-2026

Vijay Kumar Modi
Chairman & Director
DIN: 00004606

NOTES:

1. The Ministry of Corporate Affairs ("MCA") has vide its circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 2/2021 dated January 13, 2021, 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021, 2/2022 dated May 05, 2022, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 (collectively referred to as "MCA Circulars") permitted the convening the AGM through VC/ OAVM, without the physical presence of the Members of the Company at a common venue. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 ("Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the AGM of the Company is being held on 29th September, 2026 through VC/OAVM. The deemed venue for the AGM shall be the registered office of the Company.

2. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") in respect of the business under Item Nos. 3 of the Notice, is annexed hereto. The relevant details of the Director as required by Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard – 2 ("SS2") on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") seeking re-appointment at this AGM are also annexed.

3. In terms of the MCA Circulars, physical attendance of members has been dispensed with and, therefore, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by members under Section 105 of the Act will not be available for the 37th AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the members may be appointed through Board Resolution/ Power of Attorney/ Authority Letter, etc., for participation in the 37th AGM through VC/ OAVM facility, e-Voting during the 37th AGM and voting through remote e-Voting. Since, the AGM is being held through VC/ OAVM facility, the Route Map to the venue is not annexed in this Notice.

4. The Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which Directors are interested and the documents referred to in the Notice will be available for inspection by the shareholders during the AGM. The documents referred to in the Notice will also be available for inspection by the shareholders from the date of circulation of this Notice up to the date of AGM.

5. Institutional/Corporate Members are requested to send a duly certified copy of its Board or governing body resolution/authorization etc. pursuant to Section 113 of the Act, authorizing their representative to attend the 37th AGM through VC/OAVM on their behalf or to vote during the 37th AGM or to vote through remote e-voting. The said resolution/authorization shall be sent to the Scrutinizer by email through its registered email address to **soniyacs@gmail.com** with a copy marked to sbecsystems@rediffmail.com.

6. In compliance with the MCA Circulars, and the Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 and subsequent Circulars issued in this regard by the SEBI, the latest being dated 3rd October 2024, Annual Report for the financial year 2025-26 along with the Notice of 37th Annual General Meeting inter alia, indicating the process and manner of e-voting, is being sent through electronic mode to the Members whose email addresses are available with the Company/ Depository Participants. The aforesaid documents are also available on the Company' website at www.sbecsystems.*in* and on the websites of the BSE Limited at www.bseindia.com and CDSL at www.evotingindia.com. The Members whose email addresses are not registered with the Company are requested to do so by following the instructions given in this Notice.

   Additionally, in accordance with Regulation 36(1)(b) of the SEBI Listing Regulations, the Company is also sending a physical letter to members whose e-mail address is not registered with Company/ Depository Participant providing the exact web-link of Company's website from where the Annual Report for financial year 2025-26 can be accessed.at www.sbecsystems.in.

7. The Register of Members & Share Transfer Books of the Company will remain closed from Saturday, September 19, 2026 to Tuesday, September 29, 2026 (both days inclusive).

8. The Securities and Exchange Board of India (the SEBI) has mandated that securities of listed companies can be transferred only in dematerialised form w.e.f. 1st April, 2019. Accordingly, the Company and its Registrar and Transfer Agents (RTA) have stopped accepting any fresh lodgment of transfer of shares in physical form. Members holding shares in physical form are advised to avail the facility of dematerialization. Pursuant to SEBI circular dated 25th January, 2022, securities of the Company shall be issued in dematerialized form only while processing service requests in relation to issue of duplicate securities certificate, renewal / exchange of securities certificate, endorsement, sub-division / splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition.

   Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website and on the website of the Company's Registrar and Transfer Agents – Beetal Financial & Computer Services Pvt. Ltd. It may be noted that any service request can be processed only after the folio is KYC Compliant.

   The Company has sent individual letters to all the Members holding shares of the Company in physical form for furnishing the aforesaid details. This communication is available on the website of the Company. In view of this requirement and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to update their KYC details (through Form ISR-1, Form ISR-2 and Form ISR-3, as applicable) and consider converting their holdings to dematerialized form. Members can download Forms to make their service request with RTA from link https://http://www.beetalfinancial.com/ or contact the Company's RTA M/s Beetal Financial & Computer Services Pvt. Ltd at beetal@beetalfinancial.com or assistance in this regard.

As per the provisions of the Act and applicable SEBI Circular, Members holding shares in physical form may file nomination in the prescribed Form SH-13 with RTA or make changes to their nomination details through Form SH-14 and Form ISR-3. In respect of shares held in dematerialised form, the nomination form may be filed with the respective DPs. The relevant forms are available on the company website at www.sbecsystems.in

Further, the SEBI vide its circular no. No. HO/38/13/11(2)2026-MIRSD-POD/I/3750 /2026 dated 30th January, 2026, in order to facilitate ease of investing for investors and to secure the rights of investors in the securities which were purchased by them, has decided to open a special window only for re-lodgement of physical transfer deeds, which were lodged prior to the deadline of 1st April 2019 and rejected/returned/not attended to due to deficiency in the documents/process/or otherwise, for a period of one year from 5th February, 2026 to 4th February, 2027. During this period, the securities that are re-lodged for transfer (including those requests that are pending with the listed company / RTA, as on date) shall be issued only in demat mode. Due process shall be followed for such transfer-cum-demat requests.

9. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

10. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

11. In terms of the Listing Regulations, transfer, transmission and transposition of securities of listed companies held in physical form shall be effected only in demat mode. Further, SEBI, has also mandated that listed companies shall, while processing investor service requests pertaining to issue of duplicate share certificate, claim from Unclaimed Suspense Account, renewal / exchange of share certificate, endorsement, sub-division / splitting / consolidation of share certificates, transmission, transposition etc. issue securities only in demat mode. In view of this as also to eliminate all risks associated with physical shares and to get inherent benefits of dematerialization, shareholders holding shares in physical form are advised to avail of the facility of dematerialisation.

12. SEBI has mandated registration of Permanent Account Number ("PAN") and Bank Account details for shareholders holding securities in physical form. Further SEBI vide its latest circular dated March 16, 2023 has mandated shareholders holding securities in physical form to furnish PAN, Nomination Details, Contact details (Address with PIN, Mobile number and Email address), Bank account details (bank name, branch name, account number and IFSC Code) and Specimen signature before they could avail any investor service. The relevant forms prescribed by SEBI for furnishing the above details are available on the website of the Company. The concerned shareholders are requested to register / update the above mentioned details by submitting the prescribed forms duly filled and signed by the registered holders, by submitting a physical copy thereof to the RTA, Beetal Financial & Computer Services (P) Ltd at Beetal House, 3rd Floor 99 Madangir, Behind Local Shopping Centre Near Dada Harsukhdas Mandir New Delhi – 110062.

13. Shareholders holding shares in dematerialised mode are requested to register / update their PAN, Nomination Details, Contact details (Address with PIN, Mobile number and Email address), Bank account details (bank name, branch name, account number and IFSC Code) and Specimen signature with the relevant Depository Participant.

14. To support the 'Green Initiative' Members who have not registered their e-mail addresses are requested to register the same with Beetal Financial & Computer Services Pvt. Ltd.

15. Members desiring inspection of statutory registers during the AGM may send their request at least 7 (seven) days before in writing to the Company at **sbecsystems@rediffmail.com** and Members who wish to inspect the relevant documents referred to in the notice can send email to **sbecsystems@rediffmail.com** up to the date of the AGM.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The Shareholders will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-voting system. Shareholders may access the same at www.evotingindia.com under shareholders/ members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
3. Shareholders are encouraged to join the Meeting through Laptops / I-Pads for better experience.
4. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
5. 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.
6. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request in advance at least seven days prior to meeting mentioning their name, demat account number/ folio number, Email id, mobile number at **sbecsystems@rediffmail.com** Members who do not wish to speak during the AGM but have queries may send their queries in advance 7 clear days prior to meeting mentioning their name, demat account number/ folio number, Email id, mobile number at **sbecsystems@rediffmail.com** These queries will be replied to by the company suitably by email.
7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views or ask questions during the meeting. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.
8. In the case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.
9. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
10. Members attending the AGM through VC/ OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.

VOTING THROUGH ELECTRONIC MEANS:

1. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment, Rules 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (mandatory for all listed Companies), the Company is pleased to provide its Members facility to exercise their right to vote at the Annual General Meeting by electronic means and the business may be transacted through e-voting services provided by the Central Depository Services (India) Limited (CDSL).
2. The Board of Directors has appointed M/s Soniya Gupta & Associates, Practicing Company Secretaries, 135 LGF, SS Plaza, Palam Dabri Road, Mahavir Enclave, New Delhi - 110045, as a Scrutinizer to process the e-voting and submit a report to the Chairman. The results of voting shall be declared within two (2) days of the 37th Annual General Meeting convened for the purpose. The results of voting so declared along with the Scrutinizer's Report shall be placed on the Company's Website (www.sbecsystems.in) CDSL Website and shall also be communicated to the Stock Exchanges (BSE).
3. All the grievances in relation to the 37th AGM including e-voting shall be addressed by Ms. Himani Mittal, Company Secretary cum Compliance Officer of the Company having e-mail id sbecsystems@rediffmail.com.

THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

1. The voting period begins on Saturday, 26th September, 2026 at 9:00 A.M. and ends on Monday, 28th September, 2026 at 5:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Tuesday, 22nd September, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
2. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
3. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions.
4. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

5. To increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
6. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and Email in their demat accounts to access e-voting facility.
7. The Company has opted to provide the same electronic voting system at the Meeting, as used during remote e-voting, and the said facility shall be operational till all the resolutions proposed in the Notice are considered and voted upon at the Meeting.

   Pursuant to aforementioned SEBI Circular, Login method for e-voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL**	1) Users who have opted for CDSL Easi/ Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia. com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. By clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia. com/myeasi/ Registration/ EasiRegistration. 4) Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from an e-voting link available on www.cdslindia.com home page or click on https://evoting. cdslindia.com/Evoting/EvotingLogin. 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 able to directly access the system of all e-voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a personal computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on "Access to e-voting" under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider name and you will be re- directed to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https:// eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl. com/SecureWeb/ IdeasDirectReg.jsp.
	3) Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www. evoting.nsdl.com/ either on a personal computer or on a mobile. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.

	4) For OTP based login you can click on https:// eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. After Successful login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting.

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

HELPDESK FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE FOR ANY TECHNICAL ISSUES RELATED TO LOGIN THROUGH DEPOSITORY I.E. CDSL AND NSDL:

Login type	**Helpdesk details**
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022 4886 7000 and 022 2499 7000.

LOGIN METHOD FOR REMOTE E-VOTING FOR PHYSICAL SHAREHOLDERS AND SHAREHOLDERS OTHER THAN INDIVIDUAL HOLDING IN DEMAT FORM:

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

(ii) Click on "Shareholders" module.

(iii) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

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

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

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

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

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

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

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

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

(x) Click on the EVSN for the relevant 'SBEC Sugar Limited' on which you choose to vote.

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

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

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

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

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

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

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

(xviii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote e-voting only:

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the registration form bearing the stamp and sign of the entity should be sent by an email at helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote etc., to the Scrutinizer at soniyacs@gmail.com and to the Company at sbecsystems@rediffmail.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by Email at investor@beetalfinancial.com or beetalrta@gmail.com.
2. For Demat shareholders - Please update your Email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – Please update your Email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-voting & joining virtual meetings through Depository.

   If you have any queries or issues regarding attending AGM & e-voting from the CDSL e-voting System, you may refer the Frequently Asked Questions ('FAQs') and e-voting manual available at www.evotingindia.com, under help section or write an Email at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

   All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an Email at helpdesk.evoting@cdslindia.com or contact at toll free no.1800 21 09911.

   The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date and a person who is not a Member as on the cut-off date should treat the Notice for information purpose only.

INSTRUCTIONS FOR MEMBERS FOR E-VOTING DURING THE AGM ARE AS UNDER:

(i) The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

(ii) Only those Members, who are present in the AGM 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 available during the AGM.

(iii) If any votes are cast by the Members through the e-voting available during the AGM and if the same Members have not participated in the meeting through VC/OAVM facility, then the votes cast by such Members shall be considered invalid as the facility of e-voting during the meeting is available only to the Members attending the meeting.

(iv) Members who have voted through Remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

ITEM NO. 3:

Pursuant to the provisions of Regulation 23(4) of the SEBI Listing Regulations, Section 188 to the extent applicable and all other applicable provisions, if any, of the Act read with Companies (Meetings of Board and its Powers) Rules, 2014 and Company's Policy on Related Party Transactions, the material related party transactions (MRPT) with related parties, Regulation 23 of the SEBI Listing Regulations requires Members' prior approval by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the Audit Committee, even if such transactions are in the ordinary course of business and on an arm's length basis.. The Audit Committee and the Board of Directors of the Company in their respective meetings held on 14th August, 2026 have approved the transactions given in Item No. 3 of the Notice. In view of the threshold for determining related party transactions that require prior approval of the Shareholders and in order to facilitate the operations of the Company, The Company seeks the approval of Shareholders by passing an ordinary resolution.

The Audit Committee has reviewed the certificate provided by CEO and Chief Financial Officer of the Company, as required under the RPT Industry Standards.

The Company, in order to furtherance of its business interests enters into various transactions with the related party, the estimated value of transactions with the related parties as defined under section 2(76) of the Act and Regulation 2(1) (zb) of the Listing Regulations, are expected to exceed the materiality threshold as stated above.

Further, the disclosures as required to be mentioned in the explanatory statement under Industry Standards on "Minimum information to be provided to the Audit Committee and Members for approval of Related Party Transactions" formulated by the Industry Standards Forum (ISF) in consultation with Securities and Exchange Board of India, issued on June 26, 2025 and effective from September 1, 2025, are as follows:

1) Details of the proposed transactions with G S Pharmbutor Private Limited, including the information pursuant to Clause 4 of the Standards read with applicable laws and as placed before the Audit Committee for consideration while seeking prior approval of the proposed RPT(s), are provided below:

<table>
<tr><th>S.NO.</th><th>Particulars of Information</th><th>Details</th></tr>
<tr><td>A.</td><td colspan="2">Details of the related party transactions with the related party</td></tr>
<tr><td>A(1)</td><td colspan="2">Basic details of the related party</td></tr>
<tr><td>1.</td><td>Name of the related party</td><td>G S Pharmbutor Pvt. Ltd. (GSP)</td></tr>
<tr><td>2.</td><td>Country of incorporation of the related party</td><td>India</td></tr>
<tr><td>3.</td><td>Nature of business of the related party</td><td>Manufacturing of pharmaceutical products, Nutraceutical Products, Cosmetic Products and related products.</td></tr>
<tr><td>A(2)</td><td colspan="2">Relationship and ownership of the related party</td></tr>
<tr><td>1.</td><td>Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.</td><td>Common Director</td></tr>
<tr><td></td><td>Shareholding of Company in Related Party (%) (as on March 31, 2026) and whether direct or indirect.</td><td>The Company does not hold any shares in G S Pharmbutor Pvt. Ltd. (GSP)</td></tr>
<tr><td></td><td>Shareholding of Related Party (%) (as on March 31, 2026) and whether direct or indirect.</td><td>No</td></tr>
<tr><td></td><td>Nature of Concern (financial or otherwise)</td><td>1) Lease Rent
2) Sale, purchase or supply of any goods or material, availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.</td></tr>
<tr><td>A(3)</td><td colspan="2">Details of previous transactions with the related party</td></tr>
<tr><td>1.</td><td colspan="2">Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.
<table>
<tr><th>S.No.</th><th>Nature of Transactions</th><th>FY 2024-25</th><th>FY 2025-26</th></tr>
<tr><td>1-</td><td>Leasing of any property of any kind or any other material related party transactions.</td><td>9.30 Lacs</td><td>27.00 lacs</td></tr>
</table></td></tr>
<tr><td>2.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>Rs. 9.40 Lacs.</td></tr>
</table>

S.NO.	Particulars of Information	Details
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No
A(4)	**Amount of the proposed transactions**	
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ Shareholders.	Rs. 2.00 Crores
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	6.85%
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year	NA
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	20.00%
6.	**Financial performance of the related party for the immediately preceding financial year:**	

Particulars	FY 2024-25 (Amount in Lacs)
Turnover	53,409.70
Profit After Tax	1544.67
Net worth	17,698.82

A(5)	**Basic details of the proposed transaction**	
1.	Specific type of the proposed transaction	1) Lease Rent 2) Sale, purchase or supply of any goods or material, availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.
2.	Details of each type of the proposed transaction	Leasing of any property of any kind or any other material related party transactions.
3.	Tenure of the proposed transaction	FY 2026-27
4.	Whether omnibus approval is being sought?	Yes
5.	Value of the proposed transaction during a financial year.	Rs. 2.00 Crores
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	Leasing of the property will help the Company to carry on its business more efficiently and the agreement between both the parties will help to improve and fulfill the financial requirement of the company and the transaction are in the best interest of the Company and not prejudicial to the interest of the Company.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	Mr. Vijay Kumar Modi is interested as Director .
	a. Name of the director / KMP	Mr. Vijay Kumar Modi
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	No
8.	A copy of the valuation or other external party report, if any	NA
9.	Other information relevant for decision making.	This transaction are in the best interest of the Company and not prejudicial to the interest of the Company.
B	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A**	
B(1)	Additional details for proposed transactions relating to sale, purchase or supply of goods or services or any other similar business transaction	

S.NO.	Particulars of Information	Details
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	No bidding process invited
2.	Basis for determination of price	Decided mutually
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	N.A
	a. Amount of Trade advance	N.A
	b. Tenure	FY 2026-27
	c. Whether same is self-liquidating?	N.A
	Point B(2) to B(7) and C(1) to C(6) is not applicable.	

2. **Details of the proposed transactions with SBEC Sugar Limited, including the information pursuant to Clause 4 of the Standards read with applicable laws and as placed before the Audit Committee for consideration while seeking prior approval of the proposed RPT(s), are provided below:**

S.NO.	Particulars of Information	Details
A.	**Details of the related party transactions with the related party**	
A(1)	**Basic details of the related party**	
1.	Name of the related party	SBEC Sugar Limited
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Manufacturing of Sugar & allied products.
A(2)	**Relationship and ownership of the related party**	
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	SBEC Sugar Limited is an Associate Company of SBEC Systems India Ltd.
	Shareholding of Company in Related Party (%) (as on March 31, 2026) and whether direct or indirect.	The Company holds 1,42,30,884 shares in SBEC Sugar Limited .
	Shareholding of Related Party (%) (as on March 31, 2026) and whether direct or indirect.	1,42,30,884 (No of Shares) 29.86%
	Nature of Concern (financial or otherwise)	1) Lease /User Charges 2) Sale, purchase or supply of any goods or material, availing or rendering of any Technical or consultancy services, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.
A(3)	**Details of previous transactions with the related party**	
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	

S.No.	Nature of Transactions	FY 2024-25	FY 2025-26
1-	Technical Consultancy Services	295.03 Lacs	263.27 lacs

S.NO.	Particulars of Information	Details
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Rs. 46.59 Lacs
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No
A(4)	**Amount of the proposed transactions**	
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ Shareholders.	Rs. 6.00 Crores

<table>
<tr><th>S.NO.</th><th>Particulars of Information</th><th>Details</th></tr>
<tr><td>2.</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year</td><td>66.68%</td></tr>
<tr><td>4.</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year</td><td>NA</td></tr>
<tr><td>5.</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>60%</td></tr>
<tr><td>6.</td><td colspan="2">Financial performance of the related party for the immediately preceding financial year:
<table>
<tr><th>Particulars</th><th>FY 2025-26 (Amount in Lacs)</th></tr>
<tr><td>Turnover</td><td>53,738.80</td></tr>
<tr><td>Profit After Tax</td><td>(6,218.79)</td></tr>
<tr><td>Net worth</td><td>(12,321.79)</td></tr>
</table></td></tr>
<tr><td>A(5)</td><td colspan="2">Basic details of the proposed transaction</td></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction</td><td>1) Lease /User Charges
2) Sale, purchase or supply of any goods or material, availing or rendering of any Technical or consultancy services, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.</td></tr>
<tr><td>2.</td><td>Details of each type of the proposed transaction</td><td>Leasing of any property of any kind or any other material related party transactions & Inter Corporate Loan</td></tr>
<tr><td>3.</td><td>Tenure of the proposed transaction</td><td>FY 2026-27</td></tr>
<tr><td>4.</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5.</td><td>Value of the proposed transaction during a financial year.</td><td>Rs. 6.00 Crores</td></tr>
<tr><td>6.</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity</td><td>This will help the Company to carry on its business more efficiently and the agreement between both the parties will help to improve and fulfill the financial requirement of the company and the transaction are in the best interest of the Company and not prejudicial to the interest of the Company.</td></tr>
<tr><td>7.</td><td>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.</td><td>SBEC Sugar Limited is an associate of SBEC Systems India Limited (Promoter Company) SBEC Systems holds 29.86% equity shareholding as on 31st March, 2026.</td></tr>
<tr><td></td><td>a. Name of the director / KMP</td><td>Mr. Vijay Kumar Modi is the Non-Executive Director and chairman of SBEC Systems India Ltd</td></tr>
<tr><td></td><td>b. Shareholding of the director / KMP, whether direct or indirect, in the related party</td><td>NA</td></tr>
<tr><td>8.</td><td>A copy of the valuation or other external party report, if any</td><td>NA</td></tr>
<tr><td>9.</td><td>Other information relevant for decision making.</td><td>This transaction are in the best interest of the Company and not prejudicial to the interest of the Company.</td></tr>
<tr><td>B</td><td colspan="2">Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A</td></tr>
<tr><td>B(1)</td><td colspan="2">Additional details for proposed transactions relating to sale, purchase or supply of goods or services or any other similar business transaction</td></tr>
</table>

S.NO.	Particulars of Information	Details
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	No bidding process invited
2.	Basis for determination of price	Decided mutually
	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	NA
	a. Amount of Trade advance	NA
	b. Tenure	FY 2026-27
	c. Whether same is self-liquidating?	Yes
	Point B(2) to B(7) and C(1) to C(6) is not applicable.	

3) Details of the proposed transactions with **Modi Industries Limited**, including the information pursuant to Clause 4 of the Standards read with applicable laws and as placed before the Audit Committee for consideration while seeking prior approval of the proposed RPT(s), are provided below:

S.NO.	Particulars of Information	Details
A.	**Details of the related party transactions with the related party**	
A(1)	**Basic details of the related party**	
1.	Name of the related party	Modi Arc Electrodes (a unit of Modi Industries Limited)
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Manufacturing Industry of various goods.
A(2)	**Relationship and ownership of the related party**	
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	N.A
	Shareholding of Company in Related Party (%) (as on March 31, 2026) and whether direct or indirect.	No
	Shareholding of Related Party (%) (as on March 31, 2026) and whether direct or indirect.	No
	Nature of Concern (financial or otherwise)	1) Lease Rent 2) Sale, purchase or supply of any goods or material, availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.
A(3)	**Details of previous transactions with the related party**	
1.	**Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.** **Nature of Transactions** / **Amount** **Lease rent** / Rs. 43.20 Lacs	
2.	**Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.** **Nature of Transactions** / **Amount** **Lease rent** / Rs. 10.80 Lacs	
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No
A(4)	**Amount of the proposed transactions**	
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ Shareholders.	Rs. 1.00 Crores

<table>
<tr><th>S.NO.</th><th>Particulars of Information</th><th>Details</th></tr>
<tr><td>2.</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.</td><td>10.94%</td></tr>
<tr><td>4.</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year</td><td>NA</td></tr>
<tr><td>5.</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>10%</td></tr>
<tr><td>6.</td><td colspan="2">Financial performance of the related party for the immediately preceding financial year:<table><tr><th>Particulars</th><th>FY 2024-25 (Amount in Lacs)</th></tr><tr><td>Turnover</td><td>1,18,891.32</td></tr><tr><td>Profit After Tax</td><td>711.33</td></tr><tr><td>Net worth</td><td>(22,319.64)</td></tr></table></td></tr>
<tr><td>A(5)</td><td colspan="2">Basic details of the proposed transaction</td></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction</td><td>1) Lease Rent
2) Sale, purchase or supply of any goods or material, availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.</td></tr>
<tr><td>2.</td><td>Details of each type of the proposed transaction</td><td>Same as above</td></tr>
<tr><td>3.</td><td>Tenure of the proposed transaction</td><td>FY 2026-27</td></tr>
<tr><td>4.</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5.</td><td>Value of the proposed transaction during a financial year.</td><td>Rs. 1.00 crore</td></tr>
<tr><td>6.</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity</td><td>The proposed transactions are being entered into in the ordinary course of Company's business to ensure uninterrupted operations of the Group. The transaction is in the ordinary course of business and on arm's length terms aligned with prevailing market conditions. Providing such support safeguards the Company's investment and benefits overall group performance.</td></tr>
<tr><td rowspan="3">7.</td><td colspan="2">Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly Promoters of Both Company are common.</td></tr>
<tr><td>a. Name of the director / KMP</td><td>NA</td></tr>
<tr><td>b. Shareholding of the director / KMP, whether direct or indirect, in the related party</td><td>NA</td></tr>
<tr><td>8.</td><td>A copy of the valuation or other external party report, if any</td><td>NA</td></tr>
<tr><td>9.</td><td>Other information relevant for decision making.</td><td>This transaction are in the best interest of the Company and not prejudicial to the interest of the Company.</td></tr>
<tr><td>B</td><td colspan="2">Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A</td></tr>
<tr><td>B(1)</td><td colspan="2">Additional details for proposed transactions relating to sale, purchase or supply of goods or services or any other similar business transaction (For Part A Consultancy Charges)</td></tr>
<tr><td>1.</td><td>Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services</td><td rowspan="2">There is no bidding process. Parties are chosen on the basis of product requirement, competitive prices and creditworthiness, on mutually agreed terms.</td></tr>
<tr><td>2.</td><td>Basis for determination of price</td></tr>
<tr><td></td><td>In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:</td><td>NA</td></tr>
</table>

S.NO.	Particulars of Information	Details
	a. Amount of Trade advance	NA
	b. Tenure	2026-27
	c. Whether same is self-liquidating?	Yes
	Point B(2) to B(7) and C(1) to C(6) is not applicable.	

4) Details of the proposed transactions with Jayesh Tradex Private Limited, including the information pursuant to Clause 4 of the Standards read with applicable laws and as placed before the Audit Committee for consideration while seeking prior approval of the proposed RPT(s), are provided below:

S.NO.	Particulars of Information	Details
A.	**Details of the related party transactions with the related party**	
A(1)	**Basic details of the related party**	
1.	Name of the related party	Jayesh Tradex Private Limited
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Manufacturing of packaging material.
A(2)	**Relationship and ownership of the related party**	
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	N.A
	Shareholding of Company in Related Party (%) (as on March 31, 2026) and whether direct or indirect.	Nil
	Shareholding of Related Party (%) (as on March 31, 2026) and whether direct or indirect.	Nil
	Nature of Concern (financial or otherwise)	1) Lease Rent 2) Sale, purchase or supply of any goods or material, availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.
A(3)	**Details of previous transactions with the related party**	
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	Rs. 11.10 lacs
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Rs. 4.92 lacs
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	NA
A(4)	**Amount of the proposed transactions**	
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ Shareholders.	Rs. 2.00 Crore
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	2.81%
4.	Value of the proposed transactions (between Listed entity and related party) as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year	N.A
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	10%

S.NO.	Particulars of Information	Details
6.	Financial performance (Standalone) of the related party for the immediately preceding financial year:	**Particulars** : **FY 2024-25** Turnover (In cr) : 139.50 Profit After Tax (In cr) : 2.20 Net Worth (In cr) : 9.83
A(5)	**Basic details of the proposed transaction**	
1.	Specific type of the proposed transaction	1) Lease Rent 2) Sale, purchase or supply of any goods or material, availing or rendering of any service, Selling or otherwise disposing of, or buying, property of any kind, ICDs taken/given and creation of charges, payment of Interest on ICDs etc., or any other material related party transactions.
2.	Details of each type of the proposed transaction	Same as above
3.	Tenure of the proposed transaction	FY 2026-27
4.	Whether omnibus approval is being sought?	Yes
5.	Value of the proposed transaction during a financial year.	Rs. 2.00 crores
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	This related party transactions are beneficial of the Company.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	
	a. Name of the director / KMP	NA
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	NA
8.	A copy of the valuation or other external party report, if any	NA
9.	Other information relevant for decision making.	This transaction are in the best interest of the Company and not prejudicial to the interest of the Company.
B	**Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A**	
B(1)	**Additional details for proposed transactions relating to sale, purchase or supply of goods or services or any other similar business transaction (For Part A Consultancy Charges)**	
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	No bidding process invited
2.	Basis for determination of price	Decided mutually
	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	NA
	a. Amount of Trade advance	NA
	b. Tenure	
	c. Whether same is self-liquidating?	
	Point B(2) to B(7) and C(1) to C(6) is not applicable.	

All the above transactions are in the ordinary course of business and on arm's length basis and the parties shall consider all the relevant factors before executing the transactions/agreements.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3.

The said related party transactions have been recommended by the Audit Committee and Board of Directors of the Company for consideration & approval by the members.

It is pertinent to note that no related party shall vote to approve this resolution whether the entity is a related party to the particular transaction or not.

The Board recommends the Ordinary Resolution at Item No. 3 for approval of the Members.

By order of the Board
For SBEC Systems (India) Limited

Sd/-
Vijay Kumar Modi
Chairman & Director
DIN: 00004606

Place: New Delhi
Date: 14-08-2026

ANNEXURE A

INFORMATION ON DIRECTOR SEEKING RE-APPOINTMENT (PURSUANT TO REGULATION 36(3) OF THE LISTING REGULATIONS & SECRETARIAL STANDARD - 2)

Name of the Director	**Shiv Shankar Agarwal**
DIN	00004840
Date of Birth/ Age	11/05/1941/ 83 years
Qualification	Post Graduate Diploma in Business Management from International Management Institute.
Expertise in specific field	Expertise in the areas of administration and management.
Date of first appointment	21/05/2015
No. of Shares Held	Nil
Terms and conditions of appointment or reappointment along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable	Appointed as an Executive Director of the Company and will be paid sitting fees for attending Board and Committee meetings.
Number of Meetings of the Board attended during the year	5/5
Other Companies Directorship	1. SBEC Stockholding and Investment Ltd. 2. Modi Hitech India Limited 3. SBEC Bioenergy Ltd. 4. Chandil Power Limited
Chairmanship /Membership of other Companies Committees	4
Relationship with other Directors, and Key Managerial Personnel of the company	None

*Directorships and Committee memberships in SBEC Systems (India) Ltd are not included in the aforesaid disclosure. Also directorships in Foreign Companies and Section 8 companies and their Committee memberships are excluded. Membership and Chairmanship of Audit Committees and Stakeholders' relationship Committees of only public Companies have been included in the aforesaid table...