Ceigall
PURSUIT WITH EXCELLENCE

Date: September 03, 2026

To, The General Manager, Department of Corporate Services, BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400 001 **Scrip Code:544223** **ISIN: INE0AG901020**	To, Manager-Listing Compliance, National Stock Exchange of India Limited, Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra East, Mumbai – 400 051 **Symbol: CEIGALL** **ISIN: INE0AG901020**

Sub: Notice convening the 24th Annual General Meeting ("AGM") for FY 2025-26

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("SEBI Listing Regulations")**, please find enclosed Notice along with Explanatory Statements of the 24th Annual General Meeting of the Company to be held on Tuesday, September 29, 2026, at 02:30 P.M. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

The said Notice also forms part of the Annual Report for FY 2025-26 which is available on the Company's weblink: https://ceigall.com/financials-reports/

You are requested to take the above information on your record.

Thanking you,

Yours faithfully,

FOR CEIGALL INDIA LIMITED

Megha Kainth
Digitally signed by Megha Kainth
Date: 2026.09.03 20:19:02 +05'30'

MEGHA KAINTH
Company Secretary
Membership No.: F7639

NOTICE

Notice is hereby given that the 24th Annual General Meeting of the Members of **Ceigall India Limited,** will be held on Tuesday, September 29, 2026, at 2.30 P.M. (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM). The venue of the Meeting shall be deemed to be the Registered Office of the Company at A-898, Tagore Nagar, Ludhiana Punjab 141001 to transact the following business:-

ORDINARY BUSINESS:

1. TO RECEIVE, CONSIDER AND ADOPT: -

a. THE AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026, TOGETHER WITH THE REPORTS OF THE AUDITORS AND BOARD OF DIRECTORS THEREON.

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

"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, the Reports of the Auditors and Board of Directors thereon, as circulated to the Members and laid before the meeting, be considered, received and adopted."

b. THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026, TOGETHER WITH THE REPORT OF AUDITORS THEREON.

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

"RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, the Report of the Auditors thereon as circulated to the Members and laid before the meeting, be considered, received and adopted."

2. TO DECLARE A FINAL DIVIDEND FOR THE FINANCIAL YEAR 2025-26.

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

"RESOLVED THAT pursuant to the recommendation of the Board of Directors, final dividend for the Financial Year 2025-26 at the rate of 10% i.e. Rs. 0.50/- per equity share of face value of Rs. 5/- each, be and is hereby declared and that the same be paid, to those members whose name appears on the Company's register of members as on the Record Date i.e. close of business hours on September 11, 2026."

3. TO APPOINT A DIRECTOR IN PLACE OF MR. RAMNEEK SEHGAL (DIN: 01614465), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

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

"RESOLVED THAT pursuant to the provisions of Section 152 (6) and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time ("Act"), Mr. Ramneek Sehgal (DIN: 01614465) who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

4. RE-APPOINTMENT OF MR. VISHAL ANAND (DIN: 02822659) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR FOR THE SECOND TERM OF 5 (FIVE) CONSECUTIVE YEARS.

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

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('Act'), read with the Rules made thereunder and Regulation 17 and 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations' (including any statutory modification(s) or re-enactment thereof for the time being in force) and Articles of Association of the Company, Mr. Vishal Anand (DIN: 02822659), who was appointed as an Independent Director of the Company for a first term of five years from October 26, 2021 to October 25, 2026, being eligible for re-appointment as an Independent Director for the second term and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom based on performance evaluation, the Nomination and Remuneration Committee has recommended his reappointment to the Board, consent of Members be and is hereby accorded for re-appointment of Mr. Vishal Anand as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for second term of 5 (five) consecutive years, commencing from October 26, 2026 to October 25, 2031.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Act read with the Rules made thereunder and Regulation 17(6) of the SEBI Listing Regulations, Mr. Vishal Anand, be paid sitting fees of Rs. 40,000/- for attending each meeting of the Board and its Committees subject to revision from time to time by the Board on the recommendation of the Nomination and Remuneration Committee.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required to give effect to this resolution."

5. RE-APPOINTMENT OF MRS. GURPREET KAUR (DIN: 09356854) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR FOR THE SECOND TERM OF 5 (FIVE) CONSECUTIVE YEARS.

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

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('Act'), read with the Rules made thereunder and Regulation 17 and 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (including any statutory modification(s) or re-enactment thereof for the time being in force) and Articles of Association of the Company, Mrs. Gurpreet Kaur (DIN: 09356854), who was appointed as an Independent Director of the Company for a first term of five years from October 26, 2021 to October 25, 2026, being eligible for re-appointment as an Independent Director for the second term and who has submitted a declaration that she meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom based on performance evaluation, the Nomination and Remuneration Committee has recommended her reappointment to the Board, consent of Members be and is hereby accorded for re-appointment of Mrs. Gurpreet Kaur as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for second term of 5 (five) consecutive years, commencing from October 26, 2026 to October 25, 2031.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Act read with the Rules made thereunder and Regulation 17(6) of the SEBI Listing Regulations, Mrs. Gurpreet Kaur, be paid sitting fees of Rs. 40,000/- for attending each meeting of the Board and its Committees subject to revision from time to time by the Board on the recommendation of the Nomination and Remuneration Committee.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required to give effect to this resolution."

6. APPOINTMENT OF MR. ANKIT KUMAR AGRAWAL (DIN: 08135915) AS A DIRECTOR AND AS A NON-EXECUTIVE INDEPENDENT DIRECTOR FOR THE FIRST TERM OF 5 (FIVE) CONSECUTIVE YEARS.

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

"RESOLVED THAT pursuant to the provisions of Section 161 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Rules made thereunder and the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') [including any statutory modification(s) or amendment(s) thereto or reenactment(s) thereof for the time being in force], 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, approval of the Members be and is hereby accorded for appointment of Mr. Ankit Kumar Agrawal (DIN: 08135915), who was appointed as an Additional Director of the Company by the Board of Directors with effect from July 01, 2026 and who will hold office upto the date of ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of Director, as a Director of the Company, not liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149 and 152, Schedule IV and other applicable provisions, if any, of the Act, read with the Rules made thereunder and Regulation 17 and 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations' (including any statutory modification(s) or re-enactment thereof for the time being in force) and Articles of Association of the Company, Mr. Ankit Kumar Agrawal (DIN: 08135915) who meets the criteria for independence as provided in Section 149(6) of the Act and the Rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations, and who has submitted a declaration to that effect, and who is eligible for appointment, consent of Members be and is hereby accorded for appointment of Mr. Agrawal as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of five (5) years commencing from July 01, 2026 upto June 30, 2031.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Act read with the Rules made thereunder and Regulation 17(6) of the SEBI Listing

Regulations, Mr. Ankit Kumar Agrawal, be paid sitting fees of Rs. 40,000/- for attending each meeting of the Board and its Committees subject to revision from time to time by the Board on the recommendation of the Nomination and Remuneration Committee.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required to give effect to this resolution."

7. APPOINTMENT OF MR. AYYALUSAMY SARAVANAN (DIN: 02592825) AS A DIRECTOR/WHOLE TIME DIRECTOR OF THE COMPANY.

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

"RESOLVED THAT pursuant to the provisions of Section 161 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Rules made thereunder and the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') [including any statutory modification(s) or amendment(s) thereto or reenactment(s) thereof for the time being in force], 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, approval of the Members be and is hereby accorded for appointment of Mr. Ayyalusamy Saravanan (DIN: 02592825) , who was appointed as an Additional Director of the Company by the Board of Directors with effect from July 01, 2026 and who will hold office upto the date of ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of Director, as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 152, 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Act and the Rules made thereunder and the applicable provisions of the SEBI Listing Regulations (including any statutory modification(s) or re-enactment thereof for the time being in force), 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 appointment of Mr. Ayyalusamy Saravanan (DIN: 02592825) as a Whole Time Director (Designated as Whole Time Director & CEO) of the Company for a period of 2 years, to hold office from July 01, 2026 to June 30, 2028, liable to retire by rotation, on the terms and conditions including those relating to remuneration as set out under the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT pursuant to Section 197 and all other applicable provisions, if any, of the Act and subject to such statutory approvals as may be required, the remuneration as set out in the said Statement be paid as minimum remuneration to Mr. Ayyalusamy Saravanan (DIN: 02592825), notwithstanding that in any financial year during his tenure of appointment as Whole time Director, the Company has made no profits or profits are inadequate, in accordance with the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to alter or vary the terms of appointment of the appointee including relating to remuneration, as it may at its sole discretion, deem fit, from time to time provided that the remuneration is in accordance with the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board or any committee thereof be and is hereby authorized to do all such acts, deeds, matters and things, as it may in its absolute discretion consider necessary, expedient or desirable and to settle any question or difficulties or doubts that may arise in relation thereto and to authorize one or more representatives of the Company to carry out any or all of the activities that the Board is authorized to do for the purpose of giving effect to this resolution."

8. APPOINTMENT OF DR. PAWAN KUMAR (DIN: 06863880) AS A DIRECTOR/WHOLE TIME DIRECTOR OF THE COMPANY.

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

"RESOLVED THAT pursuant to the provisions of Section 161 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Rules made thereunder and the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') [including any statutory modification(s) or amendment(s) thereto or reenactment(s) thereof for the time being in force], 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, approval of the Members be and is hereby accorded for appointment of Dr. Pawan Kumar (DIN: 06863880), who was appointed as an Additional Director of the Company by the Board of Directors with effect from July 01, 2026 and who will hold office upto the date of ensuing Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of Director, as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 152, 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Act and the Rules made thereunder and the applicable provisions of the SEBI Listing Regulations (including any statutory modification(s) or re-enactment thereof for the time being in force), 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 appointment of Dr. Pawan Kumar (DIN: 06863880) as a Whole Time Director of the Company for a period of 2 years, to hold office from July 01, 2026 to June 30, 2028, liable to retire by rotation, on the terms and conditions including those relating to remuneration as set out under the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT pursuant to Section 197 and all other applicable provisions, if any, of the Act and subject to such statutory approvals as may be required, the remuneration as set out in the said Statement be paid as minimum remuneration to Dr. Pawan Kumar (DIN: 06863880), notwithstanding that in any financial year during his tenure of appointment as Whole time Director, the Company has made no profits or profits are inadequate, in accordance with the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to alter or vary the terms of appointment of the appointee including relating to remuneration, as it may at its sole discretion, deem fit, from time to time provided that the remuneration is in accordance with the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board or any committee thereof be and is hereby authorized to do all such acts, deeds, matters and things, as it may in its absolute discretion consider necessary, expedient or desirable and to settle any question or difficulties or doubts that may arise in relation thereto and to authorize one or more representatives of the Company to carry out any or all of the activities that the Board is authorized to do for the purpose of giving effect to this resolution."

9. RATIFICATION OF REMUNERATION PAYABLE TO COST AUDITOR FOR FY 2026-27.

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

"RESOLVED THAT pursuant to the provisions of Section 148(3) and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the remuneration of Rs. 55,000/- (Rupees Fifty-Five Thousand only) plus applicable taxes and reimbursement of out of pocket expenses on actuals, payable to M/s. Khushwinder Kumar & Associates, Cost Accountants (Firm Registration Number 000102), who, based on the recommendation(s) of the Audit Committee, have been appointed by the Board of Directors of the Company ('Board'), as the Cost Auditors of the Company, to conduct the audit of the cost records maintained by the Company for the Financial Year 2026-27 be and is hereby approved and ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, things and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto."

10. ADVANCING/GRANTING ANY LOAN, GIVING ANY GUARANTEE AND/OR PROVIDING ANY SECURITY TO ALL SUCH PERSON SPECIFIED UNDER SECTION 185 OF THE COMPANIES ACT, 2013.

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

"RESOLVED THAT pursuant to Section 185 and other applicable provisions if any, of the Companies Act, 2013 and relevant rules made thereto (including any statutory modification(s) or re-enactments thereof, for the time being in force) and subject to such approvals and permissions as may be necessary, approval 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 constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution), to advance any loan(s) in one or more tranches including loan represented by way of book debt to, and/or to give any guarantee(s) and/or to provide any security(ies) in connection with any financial assistance/loan taken/to be taken/availed/to be availed by any entity which is a Subsidiary/ Associate/Joint Venture or such other entity/person as specified under Section 185 of the Companies Act, 2013 and more specifically to such other entity/person as the Board of the Directors in its absolute discretion deems fit and beneficial and in the best interest of the Company (hereinafter commonly known as the Entities); all together with in whom or in which any of the Director of the Company from time to time is interested or deemed to be interested; provided that the aggregate limit of advancing loan and/or giving guarantee and/or providing any security to the Entities shall not at any time exceed Rs. 3,000 crores

(Rupees Three Thousand Crores only) subject to such conditions as may be prescribed.

RESOLVED FURTHER THAT the aforementioned loan(s) and/or guarantee(s) and/or security(ies) shall only be utilized by the borrower(s) for the purpose of its principal business activities.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to take all such steps including negotiating, finalising and agreeing to the terms and conditions of the aforesaid Loans / Guarantees / Securities, and generally to do all such acts, deeds, things and matters as may be considered necessary, proper, desirable or expedient and to settle any question, difficulty or doubt that may arise for the purpose of giving effect to the above resolution."

11. TO CONSIDER AND APPROVE MATERIAL RELATED PARTY TRANSACTIONS BETWEEN THE COMPANY AND CEIGALL AMBALA CHANDIGARH ZIRAKPUR LIMITED

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

"**RESOLVED THAT** pursuant to the provisions of Regulation 2(1)(zc), 23, Schedule XII and any other applicable Regulations, under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, read in conjunction with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025 and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ('SEBI Circulars') prescribing minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions ('RPT Industry Standards') formulated by the Industry Standards Forum, along with Section 2(76), 177 and 188 and other applicable provisions of the Companies Act, 2013 ('Act') and the Rules framed thereunder [including any statutory modification(s) or reenactment (s) thereof for the time being in force] and in consonance with the Policy on Related Party Transactions of Ceigall India Limited ('the Company'), and pursuant to approval and recommendations from Audit Committee and Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted, empowered or to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) for the Material Related Party Transaction(s), Contract(s), Arrangement(s), Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in the Explanatory Statement annexed herewith, between the Company and Ceigall Ambala Chandigarh Zirakpur Limited ('**CACZL**'), Step Down Subsidiary, on such terms and conditions as may be mutually agreed between the Company and CACZL for an aggregate value not exceeding Rs. 9,100 Million during FY2026-27 provided that such transaction(s), contract(s), arrangement(s), agreement(s) is/are carried out at an arm's length basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board be and are hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary and deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, file applications and make representations in respect thereof, and seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

RESOLVED FURTHER THAT the Board be and are hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or any other officer(s)/ authorised representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

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

12. TO CONSIDER AND APPROVE MATERIAL RELATED PARTY TRANSACTIONS BETWEEN THE COMPANY AND CEIGALL AYODHYA BYPASS PRIVATE LIMITED

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

"**RESOLVED THAT** pursuant to the provisions of Regulation 2(1)(zc), 23, Schedule XII and any other applicable Regulations, under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, read in conjunction with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025 and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ('SEBI Circulars') prescribing minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions ('RPT Industry Standards') formulated by the Industry Standards Forum, along with Section 2(76) Section 2(76), 177 and 188 and other applicable provisions of the Companies Act, 2013 ('Act') and the Rules framed thereunder [including any statutory modification(s) or reenactment (s) thereof for the time being in force] and in consonance with the Policy on Related Party Transactions of Ceigall India Limited ('the Company'), and pursuant to approval and recommendations from Audit Committee and Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted, empowered or to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) for the Material Related Party Transaction(s), Contract(s), Arrangement(s), Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in the Explanatory Statement annexed herewith, between the Company and Ceigall Ayodhya Bypass Private Limited ('**CABPL**'), Subsidiary, on such terms and conditions as may be mutually agreed between the Company and CABPL for an aggregate value not exceeding Rs. 11,100 Million during FY2026-27 provided that such transaction(s), contract(s), arrangement(s), agreement(s) is/are carried out at an arm's length basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board be and are hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary and deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, file applications and make representations in respect thereof, and seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

RESOLVED FURTHER THAT the Board be and are hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or any other officer(s)/ authorised representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

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

13. TO CONSIDER AND APPROVE MATERIAL RELATED PARTY TRANSACTIONS BETWEEN THE COMPANY AND CEIGALL GREEN ENERGY MH1 LIMITED

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

"**RESOLVED THAT** pursuant to the provisions of Regulation 2(1)(zc), 23, Schedule XII and any other applicable Regulations, under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, read in conjunction with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025 and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ('SEBI Circulars') prescribing minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions ('RPT Industry Standards') formulated by the Industry Standards Forum, along with Section 2(76), 177 and 188 and other applicable provisions of the Companies Act, 2013 ('Act') and the Rules framed thereunder [including any statutory modification(s) or reenactment (s) thereof for the time being in force] and in consonance with the Policy on Related Party Transactions of Ceigall India Limited ('the Company'), and pursuant to approval and recommendations from Audit Committee and Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted, empowered or to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) for the Material Related Party Transaction(s), Contract(s), Arrangement(s), Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in the Explanatory Statement annexed herewith, between the Company and Ceigall Green Energy MH1 Limited ('**CGEMH1L**'), Wholly Owned Subsidiary on such terms and conditions as may be mutually agreed between the Company and CGEMH1L for an aggregate value not exceeding Rs. 10,010 Million during FY2026-27 provided that such transaction(s), contract(s), arrangement(s), agreement(s) is/are carried out at an arm's length basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board be and are hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary and deem fit at its absolute discretion and to take all such

step as may be required in this connection including finalising and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, file applications and make representations in respect thereof, and seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

RESOLVED FURTHER THAT the Board be and are hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or any other officer(s)/ authorised representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

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

14. TO CONSIDER AND APPROVE MATERIAL RELATED PARTY TRANSACTIONS BETWEEN THE COMPANY AND CEIGALL INDORE UJJAIN GREENFIELD HIGHWAY LIMITED

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

"RESOLVED THAT pursuant to the provisions of Regulation 2(1)(zc), 23, Schedule XII and any other applicable Regulations, under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, read in conjunction with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025 and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ('SEBI Circulars') prescribing minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions ('RPT Industry Standards') formulated by the Industry Standards Forum, along with Section 2(76), 177 and 188 and other applicable provisions of the Companies Act, 2013 ('Act') and the Rules framed thereunder [including any statutory modification(s) or reenactment (s) thereof for the time being in force] and in consonance with the Policy on Related Party Transactions of Ceigall India Limited ('the Company'), and pursuant to approval and recommendations from Audit Committee and Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted, empowered or to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) for the Material Related Party Transaction(s), Contract(s), Arrangement(s), Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in the Explanatory Statement annexed herewith, between the Company and Ceigall Indore Ujjain Greenfield Highway Limited ('**CIUGHL**'), Subsidiary, on such terms and conditions as may be mutually agreed between the Company and CIUGHL for an aggregate value not exceeding Rs. 11,710 Million during FY2026-27 provided that such transaction(s), contract(s), arrangement(s), agreement(s) is/are carried out at an arm's length basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board be and are hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary and deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, file applications and make representations in respect thereof, and seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

RESOLVED FURTHER THAT the Board be and are hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or any other officer(s)/ authorised representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

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

15. TO CONSIDER AND APPROVE MATERIAL RELATED PARTY TRANSACTIONS BETWEEN THE COMPANY AND CEIGALL LUDHIANA BATHINDA GREENFIELD HIGHWAY PRIVATE LIMITED

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

"RESOLVED THAT pursuant to the provisions of Regulation 2(1)(zc), 23, Schedule XII and any other applicable Regulations, under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, read in conjunction with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025 and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ('SEBI Circulars') prescribing minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions ('RPT Industry Standards') formulated by the Industry Standards Forum, along with Section 2(76), 177 and 188 and other applicable provisions of the Companies Act, 2013 ('Act') and the Rules framed thereunder [including any statutory modification(s) or reenactment (s) thereof for the time being in force] and in consonance with the Policy on Related Party Transactions of Ceigall India Limited ('the Company'), and pursuant to approval and recommendations from Audit Committee and Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted, empowered or to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) for the Material Related Party Transaction(s), Contract(s), Arrangement(s), Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in the Explanatory Statement annexed herewith, between the Company and Ceigall Ludhiana Bathinda Greenfield Highway Private Limited ('**CLBGHPL**'), Step Down Subsidiary, on such terms and conditions as may be mutually agreed between the Company and CLBGHPL for an aggregate value not exceeding Rs. 10,310 Million during FY2026-27 provided that such transaction(s), contract(s), arrangement(s), agreement(s) is/are carried out at an arm's length basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board be and are hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary and deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, file applications and make representations in respect thereof, and seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

RESOLVED FURTHER THAT the Board be and are hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or any other officer(s)/ authorised representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

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

16. TO CONSIDER AND APPROVE MATERIAL RELATED PARTY TRANSACTIONS BETWEEN THE COMPANY AND CEIGALL MORENA SOLAR BESS PARK LIMITED

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

"RESOLVED THAT pursuant to the provisions of Regulation 2(1)(zc), 23, Schedule XII and any other applicable Regulations, under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, read in conjunction with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025 and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ('SEBI Circulars') prescribing minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions ('RPT Industry Standards') formulated by the Industry Standards Forum, along with Section 2(76), 177 and 188 and other applicable provisions of the Companies Act, 2013 ('Act') and the Rules framed thereunder [including any statutory modification(s) or reenactment (s) thereof for the time being in force] and in consonance with the Policy on Related Party Transactions of Ceigall India Limited ('the Company'), and pursuant to approval and recommendations from Audit Committee and Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted, empowered or to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) for the Material Related Party Transaction(s), Contract(s), Arrangement(s), Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in the Explanatory Statement annexed herewith, between the Company and Ceigall Morena Solar BESS Park Limited ('**CMSBPL**'), Wholly Owned Subsidiary, on such terms and conditions as may be mutually agreed between the Company and CMSBPL for an aggregate value not exceeding Rs. 14,570 Million during FY2026-27 provided that such transaction(s), contract(s), arrangement(s), agreement(s) is/are carried out at an arm's length basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board be and are hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary and deem fit at its absolute discretion and to take all such

step as may be required in this connection including finalising and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, file applications and make representations in respect thereof, and seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

RESOLVED FURTHER THAT the Board be and are hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or any other officer(s)/ authorised representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

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

17. TO CONSIDER AND APPROVE MATERIAL RELATED PARTY TRANSACTIONS BETWEEN THE COMPANY AND CEIGALL NORTHERN AYODHYA BYPASS PRIVATE LIMITED

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

"**RESOLVED THAT** pursuant to the provisions of Regulation 2(1)(zc), 23, Schedule XII and any other applicable Regulations, under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, read in conjunction with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025 and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ('SEBI Circulars') prescribing minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions ('RPT Industry Standards') formulated by the Industry Standards Forum, along with Section 2(76), 177 and 188 and other applicable provisions of the Companies Act, 2013 ('Act') and the Rules framed thereunder [including any statutory modification(s) or reenactment (s) thereof for the time being in force] and in consonance with the Policy on Related Party Transactions of Ceigall India Limited ('the Company'), and pursuant to approval and recommendations from Audit Committee and Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted, empowered or to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) for the Material Related Party Transaction(s), Contract(s), Arrangement(s), Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in the Explanatory Statement annexed herewith, between the Company and Ceigall Northern Ayodhya Bypass Private Limited ('**CNABPL**'), Subsidiary, on such terms and conditions as may be mutually agreed between the Company and CNABPL for an aggregate value not exceeding Rs. 11,310 Million during FY2026-27 provided that such transaction(s), contract(s), arrangement(s), agreement(s) is/are carried out at an arm's length basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board be and are hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary and deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, file applications and make representations in respect thereof, and seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

RESOLVED FURTHER THAT the Board be and are hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or any other officer(s)/ authorised representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

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

18. TO CONSIDER AND APPROVE MATERIAL RELATED PARTY TRANSACTIONS BETWEEN THE COMPANY AND CEIGALL SAHEBGANJ BETTIAH HIGHWAY LIMITED

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

"**RESOLVED THAT** pursuant to the provisions of Regulation 2(1)(zc), 23, Schedule XII and any other applicable Regulations, under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, read in conjunction with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025 and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ('SEBI Circulars') prescribing minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions ('RPT Industry Standards') formulated by the Industry Standards Forum, along with Section 2(76), 177 and 188 and other applicable provisions of the Companies Act, 2013 ('Act') and the Rules framed thereunder [including any statutory modification(s) or reenactment (s) thereof for the time being in force] and in consonance with the Policy on Related Party Transactions of Ceigall India Limited ('the Company'), and pursuant to approval and recommendations from Audit Committee and Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted, empowered or to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) for the Material Related Party Transaction(s), Contract(s), Arrangement(s), Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in the Explanatory Statement annexed herewith, between the Company and Ceigall Sahebganj Bettiah Highway Limited ('**CSBHL**'), Subsidiary, on such terms and conditions as may be mutually agreed between the Company and CSBHL for an aggregate value not exceeding Rs. 9,590 Million during FY2026-27 provided that such transaction(s), contract(s), arrangement(s), agreement(s) is/are carried out at an arm's length basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board be and are hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary and deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, file applications and make representations in respect thereof, and seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

RESOLVED FURTHER THAT the Board be and are hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or any other officer(s)/ authorised representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

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

19. TO CONSIDER AND APPROVE MATERIAL RELATED PARTY TRANSACTIONS BETWEEN THE COMPANY AND CEIGALL SOUTHERN LUDHIANA BYPASS PRIVATE LIMITED

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

"**RESOLVED THAT** pursuant to the provisions of Regulation 2(1)(zc), 23, Schedule XII and any other applicable Regulations, under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, read in conjunction with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025 and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ('SEBI Circulars') prescribing minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions ('RPT Industry Standards') formulated by the Industry Standards Forum, along with Section 2(76), 177 and 188 and other applicable provisions of the Companies Act, 2013 ('Act') and the Rules framed thereunder [including any statutory modification(s) or reenactment (s) thereof for the time being in force] and in consonance with the Policy on Related Party Transactions of Ceigall India Limited ('the Company'), and pursuant to approval and recommendations from Audit Committee and Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted, empowered or to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) for the Material Related Party Transaction(s), Contract(s), Arrangement(s), Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in the Explanatory Statement annexed herewith, between the Company and Ceigall Southern Ludhiana Bypass Private Limited ('**CSLBPL**'), Subsidiary, on such terms and conditions as may be mutually agreed between the Company and CSLBPL for an aggregate value not exceeding Rs. 11,510 Million during FY2026-27 provided that such transaction(s), contract(s), arrangement(s), agreement(s) is/are carried out at an arm's length basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board be and are hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary and deem fit at its absolute discretion and to take all such

steps as may be required in this connection including finalising and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, file applications and make representations in respect thereof, and seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

RESOLVED FURTHER THAT the Board be and are hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or any other officer(s)/ authorised representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

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

20. TO CONSIDER AND APPROVE MATERIAL RELATED PARTY TRANSACTIONS BETWEEN THE COMPANY AND CEIGALL VRK - 11 PRIVATE LIMITED

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

"**RESOLVED THAT** pursuant to the provisions of Regulation 2(1)(zc), 23, Schedule XII and any other applicable Regulations, under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, read in conjunction with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025 and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ('SEBI Circulars') prescribing minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions ('RPT Industry Standards') formulated by the Industry Standards Forum, along with Section 2(76), 177 and 188 and other applicable provisions of the Companies Act, 2013 ('Act') and the Rules framed thereunder [including any statutory modification(s) or reenactment (s) thereof for the time being in force] and in consonance with the Policy on Related Party Transactions of Ceigall India Limited ('the Company'), and pursuant to approval and recommendations from Audit Committee and Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted, empowered or to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) for the Material Related Party Transaction(s), Contract(s), Arrangement(s), Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in the Explanatory Statement annexed herewith, between the Company and Ceigall VRK - 11 Private Limited ('**CVRK11PL**'), Subsidiary, on such terms and conditions as may be mutually agreed between the Company and CVRK11PL for an aggregate value not exceeding Rs. 14,810 Million during FY2026-27 provided that such transaction(s), contract(s), arrangement(s), agreement(s) is/are carried out at an arm's length basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board be and are hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary and deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, file applications and make representations in respect thereof, and seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

RESOLVED FURTHER THAT the Board be and are hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or any other officer(s)/ authorised representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

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

21. TO CONSIDER AND APPROVE MATERIAL RELATED PARTY TRANSACTIONS BETWEEN THE COMPANY AND CEIGALL VRK - 12 PRIVATE LIMITED

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

"**RESOLVED THAT** pursuant to the provisions of Regulation 2(1)(zc), 23, Schedule XII and any other applicable Regulations, under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, read in conjunction with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025 and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ('SEBI Circulars') prescribing minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions ('RPT Industry Standards') formulated by the Industry Standards Forum, along with Section 2(76), 177 and 188 and other applicable provisions of the Companies Act, 2013 ('Act') and the Rules framed thereunder [including any statutory modification(s) or reenactment (s) thereof for the time being in force] and in consonance with the Policy on Related Party Transactions of Ceigall India Limited ('the Company'), and pursuant to approval and recommendations from Audit Committee and Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted, empowered or to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) for the Material Related Party Transaction(s), Contract(s), Arrangement(s), Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in the Explanatory Statement annexed herewith, between the Company and Ceigall VRK - 12 Private Limited ('**CVRK12PL**'), Subsidiary, on such terms and conditions as may be mutually agreed between the Company and CVRK12PL for an aggregate value not exceeding Rs. 13,810 Million during FY2026-27 provided that such transaction(s), contract(s), arrangement(s), agreement(s) is/are carried out at an arm's length basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board be and are hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary and deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, file applications and make representations in respect thereof, and seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

RESOLVED FURTHER THAT the Board be and are hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or any other officer(s)/ authorised representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

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

22. TO CONSIDER AND APPROVE MATERIAL RELATED PARTY TRANSACTIONS BETWEEN THE COMPANY AND VELGAON POWER TRANSMISSION LIMITED

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

"**RESOLVED THAT** pursuant to the provisions of Regulation 2(1)(zc), 23, Schedule XII and any other applicable Regulations, under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, read in conjunction with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025 and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ('SEBI Circulars') prescribing minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions ('RPT Industry Standards') formulated by the Industry Standards Forum, along with Section 2(76), 177 and 188 and other applicable provisions of the Companies Act, 2013 ('Act') and the Rules framed thereunder [including any statutory modification(s) or reenactment (s) thereof for the time being in force] and in consonance with the Policy on Related Party Transactions of Ceigall India Limited ('the Company'), and pursuant to approval and recommendations from Audit Committee and Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to include the Audit Committee or any other Committee constituted, empowered or to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) for the Material Related Party Transaction(s), Contract(s), Arrangement(s), Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in the Explanatory Statement annexed herewith, between the Company and Velgaon Power Transmission Limited ('**VPTL**'), Wholly Owned Subsidiary, on such terms and conditions as may be mutually agreed between the Company and VPTL for an aggregate value not exceeding Rs. 6,710 Million during FY2026-27 provided that such transaction(s), contract(s), arrangement(s), agreement(s) is/are carried out at an arm's length basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board be and are hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary and deem fit at its absolute discretion and to take all such

steps as may be required in this connection including finalising and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, file applications and make representations in respect thereof, and seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

RESOLVED FURTHER THAT the Board be and are hereby authorised to delegate all or any of the powers herein conferred to any Director(s) or any other officer(s)/ authorised representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

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

By order of the Board
For Ceigall India Limited

Sd/-
Megha Kainth
Company Secretary
Membership No. F7639

Date: August 08, 2026
Place: Gurugram

Registered Office:
A-898, Tagore Nagar,
Ludhiana Punjab 141001

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Tel: 0161-4623666

Notes:

1. The Ministry of Corporate Affairs **("MCA")** vide its General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025, collectively referred to as "MCA Circulars" and SEBI vide its Circular No. SEBI/HO/ CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 read with the circulars issued earlier on the subject ("SEBI Circulars"), have permitted to conduct the Annual General Meeting("AGM") virtually, , without physical presence of Members at a common venue. In terms of the said circulars, the 24th Annual General Meeting ("AGM") of the Members will be held through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only. Further, all resolutions in the meeting shall be passed through the facility of e-voting. The detailed procedure for the same are given in note no. 23.

2. The helpline number regarding any query / assistance for participation in the AGM through VC/ OAVM is 1800 21 09911.

3. The statement pursuant to Section 102 of the Companies Act, 2013 ('the Act') setting out material facts concerning the special business is annexed herewith. Additional information pursuant to 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 on General Meetings ("SS-2") issued by The Institute of Company Secretaries of India in respect of the Director seeking appointment and re-appointment at this AGM are furnished as Annexure -1 to this Notice.

4. Pursuant to the Circular No. 14/2020 dated April 8, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives for attending the AGM through VC/OAVM, participating thereat and casting their votes through e-voting. Corporate Members are requested to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization, etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting by email through its registered email address to secretarial@ceigall.com and cspsdua@gmail.com. Since the AGM will be held through VC, the route map, proxy form and attendance slips are not annexed to this Notice.

5. The Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

6. The dividend, as recommended by the Board of Directors, if declared at the meeting, will be paid within 30 days from the date of declaration to the Shareholders holding equity shares as on the record date i.e. Friday, September 11, 2026 on 17,42,04,861 equity shares of the Company.

   Kindly note that pursuant to Regulation 12 read with Schedule-I to the Listing Regulations, the payment of dividend shall be made only through electronic mode to all the eligible Members.

   Further, it is mandatory for all companies to use the bank account details furnished by the Depositories and the bank account details maintained by the Registrar and Share Transfer Agents for payment of dividend to Members electronically. Hence, the Shareholders are requested to update their complete bank account details and also intimate changes, if any, about their name, postal address, e-mail address, telephone/ mobile numbers, PAN, power of attorney registration details with their respective DPs for shares held in demat mode. In case the details are not updated , the member will not be eligible for lodging grievance or any service request and the Company shall withhold dividend and the said dividend payment shall be made through Electronic Mode only upon complying with the requirements of Updation of KYC/ bank account details, as the case may be.

7. Pursuant to the provisions of the Income Tax Act, 2025 ("IT Act"), dividend income is taxable in the hands of the Members, and the Company is required to deduct tax at source ("TDS") from the dividend paid to Members at the prescribed rates under the IT Act. Accordingly, Members are requested to ensure that their Residential Status, PAN and Category, as applicable under the IT Act, are duly updated with their respective Depository Participants ("DPs"), to enable the Company to determine the applicable TDS/withholding tax rate and verify the requisite documents for granting exemption, wherever applicable.

   A separate communication containing information and detailed instructions regarding the tax deduction on dividend for the financial year ended March 31, 2026, has been sent to the Shareholders whose email addresses are registered with the Company/DPs. The said communication is also available on the website of the Company. Shareholders may upload the requisite documents at the following link on or before Monday, September 21, 2026: https://web.in.mpms.mufg.com/formsreg/submission-of-Form-121-41.html

8. The Notice of the AGM along with the Annual Report for FY 2025-26 is being sent by electronic mode to those Members whose e-mail address is registered with the Company/Depositories. Members may kindly note that the Notice convening this AGM and Annual Report for FY 2025-26 will also be available on the Company's website www.ceigall.com, website of the Stock Exchanges i.e. BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) at www.bseindia.com and www.nseindia.com respectively and on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) at www.evotingindia.com. The Company will also publish an advertisement in the newspapers containing details of the AGM and other relevant information for Members. In accordance with Regulation 36(1)(b) of SEBI listing Regulations, letter is being sent to the shareholders whose email addresses are not registered, providing the web-link including the exact path of Company's website from where the Annual Report can be accessed.

9. The Company shall send the physical copy of Annual Report for FY 2025-26 to those Members who have made a request for the same, either to the RTA or the Company. Additionally, any member who desires to get a physical copy of the Annual Report FY 2025-26, may request for the same by sending an email to the Company at secretarial@ceigall.com or RTA at investor.helpdesk@in.mpms.mufg.com mentioning their Folio No./DP ID and Client ID.

10. The Register of Members and Share Transfer Books of the Company shall remain closed from Wednesday, September 23, 2026 to Tuesday, September 29, 2026 (both days inclusive).

11. Members seeking any information with regard to financial statements or any other matters to be placed at the AGM are requested to write to the Company at least 10 days before the meeting on secretarial@ceigall.com from their registered email address, mentioning their name, DP ID and Client ID, so as to enable the management to keep the information ready. The same will be replied by the Company suitably.

12. Members can join the AGM in the VC/OAVM mode 30 minutes before and 15 minutes 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.

13. SEBI has made available an online dispute resolution mechanism through the SMART ODR Portal for the investors to raise disputes arising in the Indian Securities Market. After exhausting the options to

resolve their grievances directly with the Company/RTA and through the SCORES platform, investors can now initiate dispute resolution through the SMART ODR Portal.

14. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, and the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Act, and all other documents referred to in the Notice will be available for inspection by members in electronic mode before as well as during the AGM. Members seeking inspection of such documents can send an email to secretarial@ceigall.com.

15. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations, and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020, the Company is providing facility of remote e-voting and voting at the AGM to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited ('CDSL') for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system during the AGM will be provided by CDSL.

16. The remote e-voting facility will be available during the following period:

Commencement of remote e-voting	Friday, September 25, 2026 at 09:00 A.M. (IST)
End of remote e-voting	Monday, September 28, 2026 at 05:00 P.M. (IST)

During this period members' of the Company, holding shares, as on the cut-off date i.e. Tuesday, September 22, 2026, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a Resolution is cast by the member, the member shall not be allowed to change it subsequently.

17. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as information only.

18. The members who have cast their vote by remote e-voting prior to the AGM can also attend the AGM but shall not be entitled to cast their vote during AGM.

19. The Company has appointed Mr. P S Dua, Practicing Company Secretary (ICSI Membership No. FCS 4552, Certificate of Practice Number 3934), proprietor of M/s. P S Dua & Associates, to act as the Scrutinizer for conducting the remote e-voting process as well as the venue voting system on the date of the AGM, in a fair and transparent manner.

20. The Scrutinizer shall, immediately after the conclusion of e-voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 2 working days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the meeting or a person authorized by him/her in writing, who shall countersign the same.

21. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.ceigall.com and on the website of CDSL at www.evotingindia.com immediately after the declaration of result by the Chairman or any person authorized by him/her in writing and the same shall be communicated to the BSE Limited and the National Stock Exchange of India Limited. The results will also be displayed on the Notice Board of the Company at its Registered and Corporate Office. The resolutions, if passed by requisite majority, shall be deemed to have been passed on the date of the AGM i.e. September 29, 2026.

22. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Tuesday, September 22, 2026, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or venue voting system on the date of the AGM by following the due procedure as mentioned underneath.

23. Instructions for voting through electronic means (e-voting), joining the AGM and other instructions relating thereto are as under:-

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

(i) The voting period begins on Friday, September 25, 2026 at 09:00 A.M. (IST) and ends on Monday, September 28, 2026 at 05:00 P.M. (IST). During this period shareholders' of the Company, as on the cut-off date i.e Tuesday, September 22, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/ CFD/ CMD/ CIR/P/2020/242 dated December 09, 2020**, under Regulation 44 of SEBI Listing Regulations, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

In terms of SEBI Circular no. **SEBI/ HO/ CFD/ CMD/ CIR/P/2020/242 dated December 09, 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.

Pursuant to abovesaid 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 Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 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. On 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, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an 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, users will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period 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 hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period 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

Type of shareholders	Login Method
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 : 022 - 4886 7000 and 022 - 2499 7000

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

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

2) Click on "Shareholders" module.

3) Now enter your User ID

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.

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

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

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

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

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

8) 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.

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

10) Click on the EVSN for the relevant "Ceigall India Limited".

11) 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.

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

13) 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.

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

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

16) 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.

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

ADDITIONAL FACILITY FOR NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS – FOR REMOTE VOTING ONLY.

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

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

1. The procedure for attending meeting and e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. 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.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request latest by September 20, 2026 mentioning their name, demat account number/folio number, email id, mobile number at secretarial@ceigall.com. Speakers will be allowed to speak depending upon the availability of time. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance latest by September 20, 2026 mentioning their name, demat account number/folio number, email id, mobile number at secretarial@ceigall.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. The Company reserves the right to restrict the number of questions and number of speakers to be considered during AGM, depending upon the availability of time for AGM.

10. Only those shareholders, 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.

11. If any Votes are cast by the shareholders through the e-voting available during the 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.

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), AADHAR (self-attested scanned copy of Aadhar Card) by email to RTA email id at investor.helpdesk@in.mpms.mufg.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 and e-Voting from the CDSL e-Voting System, you can write an email to 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, Asst. Vice President, CDSL, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

EXPLANATORY STATEMENT

Pursuant to Section 102 of the Companies Act, 2013 Item No. 4 to 22

ITEM NO. 4

Mr. Vishal Anand was appointed as an Independent Director of the Company for first term of five (5) consecutive years commencing from October 26, 2021 pursuant to the provisions of Companies Act, 2013 ('the Act') and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). His first term will be completed on October 25, 2026.

The Nomination and Remuneration Committee ('NRC'), after taking into account the performance evaluation report of Mr. Vishal Anand and considering his knowledge acumen, expertise, substantial contribution and time commitment, has recommended to the Board his reappointment for a second term of 5 (five) years commencing from October 26, 2026 to October 25, 2031. The NRC has considered his diverse skill, leadership traits, expertise in financial strategy, risk management, and corporate governance and was of the opinion that he meets the skills and capabilities required for the role of Independent Director of the Company.

Mr. Anand, aged 46 years, holds bachelor's degree in Arts from Punjab University, Chandigarh and a postgraduate diploma in Business Management from Infinity Business School. He is a socioentrepreneur, with over 22 years of experience across education, research, media, automotive, hospitality and real estate.

The Board considers that given Mr. Vishal Anand having professional background, experience and his contribution during his tenure, the continued association of Mr. Vishal Anand would be beneficial to the Company and it is desirable to continue to avail his services as Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years on the Board of the Company. He shall be entitled to receive sitting fees of Rs. 40,000/- for attending the Meetings of the Board of Directors and Committees thereof, reimbursement for expenses incurred in connection with attending Board/ Committee meetings and revision, if any as may be approved by the NRC and the Board within the limits as permitted by law from time to time.

The Company has received a declaration from Mr. Vishal Anand confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. In terms of Regulation 25(8) of the SEBI Listing Regulations, Mr. Vishal Anand has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Mr. Vishal Anand has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to Circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Further, Mr. Vishal Anand has confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members. Mr. Vishal Anand has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA').

In the opinion of the Board, Mr. Vishal Anand fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing regulations for re-appointment as an Independent Director and is independent of the Management. The terms and conditions of his reappointment are uploaded on the website of the Company at www.ceigall.com and will also be available for inspection by the Members. Members who wish to inspect the same can send a request to the e-mail address mentioned in the notes to the Notice.

In connection with the above, a notice in writing in the prescribed manner as required by section 160 of the Act and Rules made thereunder, has been received by the Company, regarding candidature of Mr. Vishal Anand for the office of the director.

During FY 2025-26, Mr. Anand attended four meetings of the Board of Directors, five meetings of the Audit Committee, two meetings of the Nomination and Remuneration Committee, and one meeting of the Independent Directors.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Mr. Vishal Anand as an Independent Director is now placed for the approval of the Members by way of Special Resolution.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, except Mr. Vishal Anand and his relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the accompanying Notice.

The Board recommends the Resolution set out in Item No. 4 of the accompanying Notice for approval of the Members as a Special Resolution.

Brief profile and other requisite details of Mr. Vishal Anand as required under Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard-2 issued by ICSI are annexed to this Notice as Annexure 1.

ITEM NO. 5

Mrs. Gurpreet Kaur was appointed as an Independent Director of the Company for first term of five (5) consecutive years commencing from October 26, 2021 pursuant to the provisions of Companies Act, 2013 ('the Act') and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). Her first term will be completed on October 25, 2026.

The Nomination and Remuneration Committee ('NRC'), after taking into account the performance evaluation report of Mrs. Gurpreet Kaur and considering her knowledge acumen, expertise, substantial contribution and time commitment, has recommended to the Board her reappointment for a second term of 5 (five) years commencing from October 26, 2026 to October 25, 2031. The NRC has considered her diverse skill, leadership traits, expertise in financial strategy, risk management, and corporate governance and was of the opinion that she meets the skills and capabilities required for the role of Independent Director of the Company.

Mrs. Kaur aged approx. 62 years holds Master's Degree in Commerce, M Phil. & Ph.D (Commerce) from Himachal Predesh University, Shimla. She has teaching experience of 36 years as Assistant/Associate Professor out of which 34 years as Head of Commerce Department, Govt. College for Girls, Ludhiana. She retired as Principal from SCD. Govt. College, Ludhiana (A Premier Institute of North India). She has presented and published many research papers in National and International conferences and Journals, Authored two text books as sole author. She also acted as Resource Person/ Panelist/ Invited talks in various National and International conferences.

The Board considers that given Mrs. Gurpreet Kaur having professional background, experience and her contribution during her tenure, the continued association of Mrs. Gurpreet Kaur would be beneficial to the Company and it is desirable to continue to avail her services as Independent Director of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years on the Board of the Company. She shall be entitled to receive sitting fees of Rs. 40,000/- for attending the Meetings of the Board of Directors and Committees thereof, reimbursement for expenses incurred in connection with attending Board/ Committee meetings and revision, if any as may be approved by the NRC and the Board within the limits as permitted by law from time to time.

The Company has received a declaration from Mrs. Gurpreet Kaur confirming that she continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. In terms of Regulation 25(8) of the SEBI Listing Regulations, Mrs. Gurpreet Kaur has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties. Mrs. Gurpreet Kaur has also

also confirmed that she is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to Circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Further, Mrs. Gurpreet Kaur has confirmed that she is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given her consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members. Mrs. Gurpreet Kaur has also confirmed that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to her registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA').

In the opinion of the Board, Mrs. Gurpreet Kaur fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing regulations for re-appointment as an Independent Director and is independent of the Management. The terms and conditions of her reappointment are uploaded on the website of the Company at www.ceigall.com and will also be available for inspection by the Members. Members who wish to inspect the same can send a request to the e-mail address mentioned in the notes to the Notice.

In connection with the above, a notice in writing in the prescribed manner as required by section 160 of the Act and Rules made thereunder, has been received by the Company, regarding candidature of Mrs. Gurpreet Kaur for the office of the director.

During FY 2025-26, Mrs. Kaur attended six meetings of the Board of Directors, three meetings of the Nomination and Remuneration Committee, two meeting of Corporate Social Responsibility Commitee and one meeting of the Independent Directors.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Mrs. Gurpreet Kaur as an Independent Director is now placed for the approval of the Members by way of Special Resolution.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, except Mrs. Gurpreet Kaur and her relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the accompanying Notice.

The Board recommends the Resolution set out in Item No. 5 of the accompanying Notice for approval of the Members as a Special Resolution.

Brief profile and other requisite details of Mrs. Gurpreet Kaur as required under Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard-2 issued by ICSI are annexed to this Notice as Annexure 1.

ITEM NO. 6

Based on recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors in their meeting held on May 07, 2026, had appointed Mr. Ankit Kumar Agrawal (DIN: 08135915) as an Additional Director with effect from July 01, 2026 and also as Non-Executive Independent Director for a term of five years commencing from July 01, 2026 till June 30, 2031.

Brief profile of Mr. Ankit Kumar Agrawal

Mr. Agrawal, aged about 43 years, is a graduate of the Department of Financial Studies, University of Delhi, and has 19 years of rich experience in financial services, technology and digital distribution. He is the Co-founder and Chief Executive Officer of InsuranceDekho, one of India's leading insurance distribution platforms. He co-founded InsuranceDekho with the vision of making insurance accessible, affordable and transparent for every Indian. Over the course of his career, Mr. Agrawal has established himself as a prominent leader in the fintech and insurance distribution space. He has received several industry recognitions, including Fintech Leader of the Year 2024, CEO Broker of the Year 2024, and BusinessWorld 40 Under 40 (2022).

He currently serves as the Whole-Time Director and Chief Executive Officer of Girnar Insurance Brokers Private Limited and as a Director on the Board of Girnar Finserv Private Limited.

Considering his extensive experience across financial services, technology, digital distribution, and entrepreneurship, the Board, based on the recommendation of the Nomination and Remuneration Committee, believes that Mr. Agrawal's diverse expertise, strategic perspective, and deep industry knowledge will significantly contribute to the Company's growth and strengthen its long-term objectives.

Mr. Agrawal shall be entitled to receive sitting fees of Rs. 40,000/- for attending the Meetings of the Board of Directors and Committees thereof, reimbursement for expenses incurred in connection with attending Board/ Committee meetings and revision, if any as may be approved by the NRC and the Board within the limits as permitted by law from time to time.

The Company has received a declaration from Mr. Agrawal confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. In terms of Regulation 25(8) of the SEBI Listing Regulations, Mr. Agrawal has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Mr. Agrawal has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to Circulars dated June 20, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Further, Mr. Agrawal has confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Act, subject to appointment by the Members. Mr. Agrawal has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA').

In the opinion of the Board, Mr. Agrawal fulfils the conditions specified in the Act, rules thereunder and the SEBI Listing regulations for appointment as an Independent Director and is independent of the Management. The terms and conditions of his appointment are uploaded on the website of the Company at www.ceigall.com and will also be available for inspection by the Members. Members who wish to inspect the same can send a request to the e-mail address mentioned in the notes to the Notice.

In connection with the above, a notice in writing in the prescribed manner as required by section 160 of the Act and Rules made thereunder, has been received by the Company, regarding candidature of Mr. Agrawal for the office of the director.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the appointment of Mr. Agrawal as an Independent Director is now placed for the approval of the Members by way of Special Resolution.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, except Mr. Agrawal and his relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the accompanying Notice.

The Board recommends the Resolution set out in Item No. 6 of the accompanying Notice for approval of the Members as a Special Resolution.

Brief profile and other requisite details of Mr. Agrawal as required under Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard-2 issued by ICSI are annexed to this Notice as Annexure 1.

ITEM NO. 7

In a dynamic global business environment, diversity on the Board is key to achieving sustainable growth that can generate value for stakeholders.

A diverse Board adds value to the Board processes. Based on the recommendation of the Nomination and Remuneration Committee ('NRC'), the Board of Directors, at their meeting held on June 29, 2026, approved the appointment of Mr. Ayyalusamy Saravanan (DIN: 02592825), Chief Executive Officer (CEO), as an Additional Director with effect from July 01, 2026. The Board of Directors, at the same meeting, as per the recommendations of the NRC and given the knowledge, background, experience and past performance of Mr. Ayyalusamy Saravanan, decided that it would be in the best interest of the Company to appoint him on the Board as a Whole-time Director, (designated as Whole Time Director & CEO) for a period of 2 (Two) years, commencing from July 01, 2026, till June 30, 2028, subject to the approval of the Members of the Company.

Brief Profile of Mr. Ayyalusamy Saravanan

Mr. Ayyalusamy Saravanan, aged about 55 years, holds degree in Mechanical Engineering and is a seasoned professional with nearly 33 years of rich experience in the infrastructure sector, particularly in EPC Highways Projects from NHAI, MoRTH and World Bank Funded Projects.

Experience and Award:

- Built the Longest, all Steel Flyovers in South India, which is in operation for last 5 years. (Got best Award rom MoRTH & NHAI under challenging Condition in JAN 2020)
- Executed 80 Million Michelin Tyre ab in Chennai, 40 Million Procter & Gamble Facility in Hyderabad and 30 Million Cadbury Factory in sricity, Honeywell and intel facility in Hyderabad and Bangalore.
- Experience in Solar fab and worked with first solar and Suntech in Malaysia and China.
- MW India awarded the best performance for Business Growth in 2011 amongst 24 countries of MW group.

The Company has received notice under Section 160 of the Companies Act, 2013 ('the Act') from a Member proposing his candidature as a Director of the Company. Mr. Ayyalusamy Saravanan is neither disqualified from being appointed as a Director in terms of Section 164(2) of the Act, nor debarred from holding the office of director by virtue of any SEBI order or any other such authority and has given all the necessary declarations and confirmation including his consent to be appointed as Director/Whole Time Director on the Board of the Company.

Mr. Ayyalusamy Saravanan satisfies all the conditions set out in Part-1 of Schedule V to the Act as also the conditions set out under Section 196(3) of the Act for being eligible for this appointment.
The Board of Directors, accordingly, considered the following terms and conditions of Mr. Ayyalusamy Saravanan appointment as per the recommendations of the NRC which is in accordance with Schedule V of the Act:

1. **Term of Appointment**

   2 years with effect from July 01, 2026, till June 30, 2028.

2. **Remuneration**

   Mr. Ayyalusamy Saravanan shall be paid the following remuneration:

Particulars	Amount (Rs.) per month
Basic Salary	3,27,008/-
House Rent Allowance (HRA)	1,63,504/-
Other Allowances	1,63,504/-
Total Monthly Remuneration	**6,54,016/-**

Total Remuneration: Rs. 78,48,192/- per annum and other benefits, as applicable, in accordance with Company policy with increments subject to maximum salary of Rs. 3 Crores per annum.

3. **Perquisites & Allowances:**

   In addition to Salary, Whole Time Director shall also be entitled to the following:

i. **Accommodation:** Suitable family accommodation (2/3 BHK) shall be arranged and provided by the Company only, the value of which shall be limited to INR 12,00,000 (Rupees Twelve Lakhs only) per annum, inclusive of maintenance charges.

ii. **Vehicle:** A Company-provided vehicle shall be arranged and maintained by the Company, the value of which shall be limited to INR 15,00,000 (Rupees Fifteen Lakhs only) per annum.

iii. Reimbursement of travelling, hotel and other expenses incurred by him exclusively for the business of the Company in accordance with the rules and regulations of the Company in force from time to time or as may be approved by the Board of Directors.

Perquisite which shall not be included in the computation of the ceiling on remuneration.

iv. Contribution to the Provident Fund. Contribution to Gratuity Fund as per the rules of the Company.

v. Gratuity is payable at the rate not exceeding half a month's salary for every completed year of service.

vi. All other benefits as available to the permanent employees of the Company.

4. **Other Terms and Conditions:**

i. No sitting fees shall be payable to the Whole Time Director for attending the meetings of the Board of Directors and/or any Committees thereof.

ii. His term of office shall be liable to retirement by rotation in accordance with provisions of Section 152 of the Companies Act, 2013.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, except Mr. Ayyalusamy Saravanan and his relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 7 of the accompanying Notice.

The Board recommends the Resolution set out in Item No. 7 of the accompanying Notice for approval of the Members by way of Special Resolution.

Details required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 and Secretarial Standard-2 issued by ICSI and Schedule V of the Act are annexed to this Notice as Annexure 1.

ITEM NO. 8

In a dynamic global business environment, diversity on the Board is key to achieving sustainable growth that can generate value for stakeholders.

A diverse Board adds value to the Board processes. Based on the recommendation of the Nomination and Remuneration Committee ('NRC'), the Board of Directors, at their meeting held on June 29, 2026, approved the appointment of) Dr. Pawan Kumar (DIN: 06863880), as an Additional Director with effect from July 01, 2026. The Board of Directors, at the same meeting, as per the recommendations of the NRC and given the knowledge, background, experience and past performance of Dr. Pawan Kumar, decided that it would be in the best interest of the Company to appoint him on the Board as a Whole-time Director, for a period of 2 (Two) years, commencing from July 01, 2026, till June 30, 2028, subject to the approval of the Members of the Company.

Brief Profile of Dr. Pawan Kumar

Dr. Pawan Kumar, aged about 55 years, is an accomplished professional in the infrastructure and

construction industry with over 33 years of extensive experience. He holds a bachelor's degree in civil engineering from Punjabi University, Patiala, a Master of Engineering in Highways from Punjab University, Chandigarh, and a Doctorate of Philosophy (Ph.D.) from IIT Roorkee. Dr. Kumar has a proven track record in managing and delivering large-scale infrastructure projects. His core competencies include project management, business development, contract management, techno-legal matters, and arbitration. He has demonstrated exceptional leadership in handling complex contractual and legal issues, significantly contributing to the successful execution of major projects across the country. Dr. Kumar was earlier associated with MKC Infrastructure Ltd., Gujarat, where he played a key role in driving the company's strategic growth and operational excellence. He had worked with Central Road Research Institute, an autonomous body under Council of Scientific and Research Institute, Government of India as Scientist and published papers in national and international journals on new technologies and new materials in highway sector.

The Company has received notice under Section 160 of the Companies Act, 2013 ('the Act') from a Member proposing his candidature as a Director of the Company. Dr Pawan Kumar is neither disqualified from being appointed as a Director in terms of Section 164(2) of the Act, nor debarred from holding the office of director by virtue of any SEBI order or any other such authority and has given all the necessary declarations and confirmation including his consent to be appointed as Director/Whole Time Director on the Board of the Company.

Dr Pawan Kumar satisfies all the conditions set out in Part-1 of Schedule V to the Act as also the conditions set out under Section 196(3) of the Act for being eligible for this appointment.

The Board of Directors, accordingly, considered the following terms and conditions of Mr. Pawan Kumar appointment as per the recommendations of the NRC which is in accordance with Schedule V of the Act:

1. **Term of Appointment**

   2 years with effect from July 01, 2026, till June 30, 2028.

2. **Remuneration**

   Dr. Pawan Kumar shall be paid the following remuneration:

Particulars	Amount (Rs.) per month
Basic Salary	3,56,390/-
House Rent Allowance (HRA)	1,78,195/-
Other Allowances	1,78,195/-
Total Monthly Remuneration	7,12,780/-

Total Remuneration: Rs. 85,53,360/- per annum and other benefits, as applicable, in accordance with Company policy with increments subject to maximum salary of Rs. 3 Crores per annum.

3. **Perquisites & Allowances:**

   In addition to Salary, Whole Time Director shall also be entitled to the following:

i. Reimbursement of travelling, hotel and other expenses incurred by him exclusively for the business of the Company in accordance with the rules and regulations of the Company in force from time to time or as may be approved by the Board of Directors.

Perquisite which shall not be included in the computation of the ceiling on remuneration.

ii. Contribution to the Provident Fund. Contribution to Gratuity Fund as per the rules of the Company.

iii. Gratuity is payable at the rate not exceeding half a month's salary for every completed year of service.

iv. The above perquisites shall form part of your overall cost to the Company for the purpose of disclosure and taxation and shall be governed by the Company's applicable policies as amended from time to time.

v. All other benefits as available to the permanent employees of the Company.

4. **Other Terms and Conditions:**

i. No sitting fees shall be payable to the Whole Time Director for attending the meetings of the Board of Directors and/or any Committees thereof.

ii. His term of office shall be liable to retirement by rotation in accordance with provisions of Section 152 of the Companies Act, 2013

None of the Directors or Key Managerial Personnel of the Company or their respective relatives, except Dr. Pawan Kumar and his relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 of the accompanying Notice.

The Board recommends the Resolution set out in Item No. 8 of the accompanying Notice for approval of the Members by way of Special Resolution.

Details required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 and Secretarial Standard-2 issued by ICSI and Schedule V of the Act are annexed to this Notice as Annexure 1.

ITEM NO. 9

As per the provisions of Section 148 of the Companies Act, 2013 ('the Act') read with the Companies (Cost Records and Audit) Rules, 2014 ("the Rules"), as amended from time to time, the Company is required to have an audit conducted of its cost records by a cost accountant in practice. The Board, based on the recommendation of the Audit Committee, has approved the re-appointment of M/s. Khushwinder Kumar & Associates, Cost Accountants (Firm Registration Number 000102), as the Cost Auditors to conduct the audit of the cost records of the Company for the FY 2026-27, at a remuneration of Rs. 55,000/- (Rupees Fifty-Five Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses on actuals.

In accordance with the provisions of Section 148(3) of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, as amended, the remuneration payable to the Cost Auditors, as recommended by the Audit Committee and approved by the Board of Directors, is required to be ratified by the Members of the Company.

M/s. Khushwinder Kumar & Associates have furnished a certificate regarding their eligibility for appointment as Cost Auditors of the Company. They have vast experience in the field of cost audit and have conducted the audit of the cost records of the Company for previous years under the provisions of the Act.

Accordingly, the members of the Company are requested to ratify remuneration payable to the Cost Auditors for conducting audit of cost records, for the FY 2026-27.

None of the Directors and/or KMPs of the Company and/or their relatives, are in any way, concerned or interested, financially or otherwise in this resolution.

The Board recommends the Resolution as set out in Item No. 9 of the notice for approval by the members by way of Ordinary Resolution.

BUSINESS BACKGROUND FOR ITEM NO. 10 TO 22

Our Company, Ceigall India Limited ("CIL" or the "Company"), has evolved beyond a pure engineering, procurement and construction ("EPC") contractor into an integrated infrastructure developer across the roads, renewable energy and transmission & distribution ("T&D") sectors. As a developer, CIL is required, under the framework applicable to each business vertical, to incorporate a dedicated Special Purpose Vehicle ("SPV") for every project awarded to it. The SPV enters into the relevant project agreement with the concerned authority – a Concession Agreement for road/Hybrid Annuity Model ("HAM") projects, a Power Purchase Agreement ("PPA") for solar/renewable energy projects, and a Transmission Service Agreement ("TSA") for T&D projects, as applicable – and is responsible for the overall development, implementation, operation and maintenance of the project in accordance with the terms thereof.

The construction and development of each project is thereafter undertaken by CIL, as the EPC contractor engaged by the relevant SPV. In this structure, CIL performs two distinct roles in relation to every project SPV, both of which give rise to related party transactions with the SPV: (a) as promoter/sponsor, CIL is required to infuse the prescribed sponsor contribution into the SPV, in the form of equity, non-convertible debentures ("NCDs"), optionally convertible debentures ("OCDs"), unsecured subordinated loans ("USLs") and/or other permitted instruments, as required under the project/financing documents, while the SPV may also raise project debt from banks and financial institutions; and (b) as the EPC contractor, CIL executes the construction and development work for the project and raises invoices/bills on the SPV for the work so executed, against which the SPV makes payments to CIL out of its available funds, comprising sponsor contributions, project debt and, where applicable, receipts from the awarding authority.

Given the nature of business model, CIL is required to enter into various transactions with its subsidiaries and SPVs. The Company and its subsidiaries, in the ordinary course of business, inter alia, propose to undertake related party transactions with Company subsidiaries and other subsidiaries on arm's length basis. With the continued growth of the Company and the increasing scale and number of projects undertaken across its business verticals, the value of sponsor contributions and EPC billing to project SPVs has correspondingly increased, resulting in higher-value transactions

Such related party transactions with SPVs include, inter alia:

- Provision of financing support to SPVs, including inter-corporate deposits and unsecured loans;
- Infusion of sponsor contribution in SPVs, in the form of equity, non-convertible debentures (NCDs), optionally convertible debentures (OCDs), unsecured subordinated loans (USLs) and other permitted instruments;
- Issuance of corporate and bank guarantees;
- Provision of security deposits;
- Operation and maintenance agreements;
- Common infrastructure sharing agreements;
- Availing of working capital facilities; and
- Execution of EPC works for SPVs and raising of invoices / bills for such works.

STATUTORY BACKGROUND FOR ITEM NO. 10

During the course of business, the Company may have to provide financial support by way of providing loan, guarantee or security from its internal resources/accruals and/or any other appropriate sources, as permitted, for the business activities, including working capital requirements and capital expenditure, of its subsidiary companies or associates or group entities or any other entity in whom any of the Director of the Company is interested or deemed to be interested (hereinafter collectively referred to as the "Entities") from time to time.

Pursuant to the provisions of Section 185 of the Companies Act, 2013 ("the Act") read with the Companies (Meeting of Board and its Powers) Rules, 2014 (the "Rules") (as amended from time to time), no company shall, directly or indirectly, advance any loan, including any loan represented by a book debt to, or give any guarantee or provide any security in connection with any loan taken by (a) any director of company, or of a company which is its holding company or any partner or relative of any such director; or (b) any firm in which any such director or relative is a partner. However, a company may advance any loan including any loan represented by a book debt or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the director of the company is interested, subject to the condition that the loans are utilized by the borrowing company for its principal business activities.

Accordingly, the Board of Directors in its meeting held on August 08, 2026 has considered and decided to seek shareholders' approval by way of a special resolution for advancing any loan, giving any guarantee or providing any security to all such Entities specified under Section 185 of the Act and more specifically such other entity/person as the Board of the Directors in its absolute discretion deems fit and beneficial and in the best interest of the Company, provided that the aggregate limit shall not at any time exceed Rs. 3,000 crores. Further, the said loan(s) and/or guarantee(s) and/or security (ies) shall only be utilized by the Borrower for the purpose of its principal business activities and that keeping the best interest of the Company.

None of the Directors or any KMPs of the Company or their respective relatives are either directly or indirectly concerned or interested, financially or otherwise, in this Resolution except to the extent of their directorships and shareholding in the Company (if any).

The Board recommends the Resolution as set out in Item No. 10 of the notice for approval by the members by way of Special Resolution.

STATUTORY BACKGROUND FOR ITEM NO. 11 TO 22

Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), inter alia, states that all Material Related Party Transactions ('RPTs') shall require prior approval of the Members by way of an Ordinary Resolution, even if such transaction(s) are in the ordinary course of business and at an arm's length pricing basis. A transaction with a Related Party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceeds the limits prescribed under Schedule XII of the SEBI Listing Regulations, as reproduced hereunder:

Consolidated Turnover of Listed Entity	Threshold
(I) Up to ₹20,000 Crore	10% of the annual consolidated turnover of the listed entity
(II) More than ₹20,000 Crore to upto ₹40,000 Crore	₹2,000 Crore + 5% of the annual consolidated turnover of the listed entity above ₹20,000 Crore
(III) More than ₹40,000 Crore	₹3,000 Crore + 2.5% of the annual consolidated turnover of the listed entity above ₹40,000 Crore or ₹5,000 Crore, whichever is lower

Further, SEBI Master Circular No. SEBI/HO/CFD/PoD2/ CIR/P/0155 dated November 11, 2024, SEBI Circular no. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025 and SEBI Master Circular No. HO/49/14/14(7)2025-CFDPOD2/I/3762/2026 dated January 30, 2026 ("SEBI Circulars") prescribes the minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions (collectively referred to as 'RPT Industry Standards') formulated by the Industry Standards Forum Additionally, Regulation 2(1)(zb) of the SEBI Listing Regulations defines a related party and Regulation 2(1)(zc) of the SEBI Listing Regulations defines a related party transaction which includes a transaction involving a transfer of resources, services or obligations between

(i) a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand; or

(ii) a listed entity or any of its subsidiaries on one hand and any other person or entity on the other hand, the purpose and effect of which is to benefit any related party of the listed entity or any of its subsidiaries, regardless of whether a price is charged or not.

In terms of Schedule XII of the SEBI Listing Regulations, the threshold for determining whether a RPTs qualifies as a material related party transaction is 10% of the annual consolidated turnover of the listed entity as per the last financial statements audited. Since the consolidated turnover of the Company for FY 2025-26 was Rs. 40,224.01 million, the applicable threshold for material RPTs for FY 2026-27 will be Rs. 4,022.40 million, 10% of the consolidated turnover of the Company for FY 2025-26.

In view of the above, Resolutions No. 11 to 22 are placed for approval by the Members of the Company.

It is pertinent to note that the Management has provided the Audit Committee, with relevant details of the proposed RPTs, including material terms and basis of pricing. The Audit Committee in its meeting held on 7 Aug, 2026. After reviewing all necessary information, has granted its approval for entering into the below mentioned RPTs, subject to approval by the Members at the ensuing Annual General Meeting. The Audit Committee has noted that the said transaction(s) will be at an arm's length pricing basis and will be in the ordinary course of business.

The Audit Committee had also reviewed the certificate provided by Mr. Ayyalusamy Saravanan, Whole Time Director & CEO and Mr. Kapil Aggarwal, Chief Financial Officer of the Company, as required under the RPT Industry Standards confirming that the terms of RPTs are in the interest of the Company.

Details of the transactions for Item No. 11 to 22

Name of Related Party	Nature of Proposed RPT	Proposed Amount (Rs. In Million)
Ceigall Ambala Chandigarh Zirakpur Limited	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & paid.	9,100
Ceigall Ayodhya Bypass Pvt. Ltd.		11,100
Ceigall Green Energy MH1 Ltd.		10,010
Ceigall Indore Ujjain Greenfield Highway Limited		11,710
Ceigall Ludhiana Bathinda Greenfield Highway Pvt. Ltd.		10,310
Ceigall Morena Solar Bess Park Ltd		14,570
Ceigall Northern Ayodhya Bypass Pvt. Ltd.		11,310
Ceigall Sahebganj Bettiah Highway Ltd		9,590
Ceigall Southern Ludhiana Bypass Pvt. Ltd.		11,510
Ceigall VRK - 11 Pvt. Ltd.		14,810
Ceigall VRK - 12 Pvt. Ltd.		13,810
Velgaon Power Transmission Limited		6,710

Considering the business background mentioned herein above for execution of the Projects, the wholly owned subsidiary, subsidiary, step down subsidiary (collectively referrred to as Special Purpose Vehicle "**SPV's**") shall require financial assistance and for this purpose, the Company being its ultimate Parent Company it is commercially expedient for the Company to enter into transactions in the ordinary course of business and providing support to SPV's.

The Company may enters into various transactions with SPV's in the form of making Investment, providing Loans to enable lenders to extend the necessary financial assistance which will enable wholly owned Subsidiary, Subsidiary, step down Subsidiary for the effective execution and long-term sustainability of the Project, for project execution or bridging working capital gaps, for timely and uninterrupted execution of the Project, and to assure lenders and authority for performance and repayment obligations.

The aggregate of such transaction(s) for Item No. 11 to 22 are likely to cross the applicable materiality thresholds as provided in Regulation 23 of the SEBI Listing Regulations. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all such arrangement(s) / transaction(s) / contract(s) proposed to be undertaken by the Company with the SPV's, whose value may exceed the materiality threshold as provided in Regulation 23 of the SEBI Listing Regulations, considering the best interest of the Company. All the said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

The proposed RPTs would be undertaken only with SPV companies that are deemed wholly owned subsidiaries of the Company, with 100% shareholding held directly or indirectly by Ceigall India Limited, including through Ceigall Infra Projects Private Limited, its wholly owned subsidiary, though exempt, however the Company is seeking shareholders' approval for such proposed RPTs in accordance with good corporate governance practices.

Considering the above requirements, Resolutions No. 11 to 22 are recommended by the Board to the Members for their approval by way of Ordinary Resolution(s).

Members may note that, in terms of the provisions of the SEBI Listing Regulations, all related parties (whether or not they are a party to the aforesaid transactions) shall abstain from voting on the relevant resolutions.

None of the Directors, Key Managerial Personnel of the Company or any of their relatives, are concerned or interested in the above proposed resolution. However, they may be deemed to be interested financially or otherwise to the extent of their shareholding in such Company, if any.

Encl: Disclosure in accordance with Industry Standards on Minimum Information to be provided to the Shareholders for Approval of Related Party Transactions (RPTs)" ("RPT Industry Standards") are annexed as **Annexure 2** to this notice.

By order of the Board
For Ceigall India Limited

Sd/-
Megha Kainth
Company Secretary
Membership No. F7639

Date: August 08, 2026
Place: Gurugram

Registered Office:
A-898, Tagore Nagar,
Ludhiana Punjab 141001

CIN: L45201PB2002PLC025257
Website: www.ceigall.com
Email: Secretarial@ceigall.com
Tel: 0161-4623666

ANNEXURE-1

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT 24TH AGM

Details pursuant to Regulation 36(3) of SEBI Listing Regulations and Para 1.2.5 of SS-2, Secretarial Standard on General Meeting are as given below:

S. No.	Particulars	Details					
1	Name, Designation & DIN	Mr. Ramneek Sehgal, Managing Director DIN: 01614465	Mr. Vishal Anand, Non-Executive Independent Director DIN: 02822659	Mrs. Gurpreet Kaur, Non-Executive Independent Director DIN: 09356854	Mr. Ankit Kumar Agrawal, Non-Executive Independent Director DIN: 08135915	Mr. Ayyalusamy Saravanan Whole-Time Director DIN: 02592825	Dr. Pawan Kumar Whole-Time Director DIN: 06863880
2	Date of Birth and Age	October 11, 1981 Aged 44 years	December 12, 1979 Aged 46 years	August 24, 1963 Aged 63 years	July 28, 1983 Aged 43 years	June 17, 1971 Aged 55 years	February 14, 1971 Aged 55 years
3	Qualification	Mr. Sehgal holds Bachelor's degree in Commerce from Osmania University	Mr. Anand holds bachelor's degree in arts from Punjab University, Chandigarh and a PGDBM from Infinity Business School.	Mrs. Kaur holds master's degree in commerce & Ph. D (Commerce) from Himachal Pradesh University.	Mr. Agrawal is a graduate from the Department of Financial Studies, University of Delhi.	Mr. Saravanan holds degree in Mechanical Engineering from Madurai Kamaraj University	Dr. Kumar holds a bachelor's degree in civil engineering from Punjabi University, Patiala, a Master of Engineering in Highways from Punjab University, Chandigarh and a Ph.D. from IIT Roorkee.
4	Date of first appointment on the Board	July 08, 2002	October 10, 2021	October 10, 2021	July 01, 2026	July 01, 2026	July 01, 2026
5	Skill and Capabilities required for the role and the manner in which the Directors meet the requirements	Refer Note 1	As mentioned in the statement annexed to the Notice				
6	Profile, Experience and Expertise in specific functional areas	Mr. Sehgal aged about 44 years possesses extensive experience and deep understanding of technical and operational aspects of Infrastructures and Constructions, coupied with strong leadership and management skills.	As mentioned in the statement annexed to the Notice				
7	Terms and conditions of re-appointment	Director liable to retire by rotation and being eligible offer himself for re-appointment.	Re-appointed as a Non-Executive Independent Director for a second term of 5 (five) consecutive years commencing from October 26, 2026, till October 25, 2031, not liable to retire by rotation		Appointment as a Non-Executive Independent Director for 5 (five) consecutive years commencing from July 01, 2026, till June 30, 2031, not liable to retire by rotation	Appointed as a Whole Time Director for 2 years commencing from July 01, 2026, upto June 30, 2028	
8	Details of remuneration last drawn (FY 2025-26)	Refer to Corporate Governance section of Annual Report			First time appointment in Company		

9	Details of remuneration sought to be paid	Mr. Sehgal was re-appointed as Managing Director w.e.f. July 08, 2024, and continues to draw the remuneration approved by the shareholders on July 13, 2024, with no change or increase since his re-appointment.	Sitting fees for attending Board and Committee Meetings, if any, where he/she is a member.			As mentioned in the statement annexed to the Notice	
10	Directorships in Listed Companies and other Directorships (Excluding Foreign Companies and Section 8 Companies and this Company)	**Listed: Nil** **Others: Nil**	**Listed: Nil** **Others:** **Shoolini Lifesciences Private Limited** **RNA Vaxbio Private Limited** **Anand Autocare Private Limited** **Anand Trucking Private Limited** **Pen Pundit Media Services Private Limited** **Aaddoo Softtech Private Limited** **Zsapiens Softech Private Limited**	**Listed: C&C Constructions Limited** **Others:** **Ceigall Jalbehra Shahbad Green Field Highway Private Limited** **Madhur Knit Crafts Limited** **Ceigall Bathinda Dabwali Highways Private Limited** **Avon Cycles Ltd**	**Listed: Nil** **Others:** **Girnar Finserv Private Limited** **Girnar Insurance Brokers Private Limited**	**Listed: Nil** **Others:** **Building Roads Infrastructure & Construction Private Limited** **Ceigall Infra Projects Private Limited** **Ceigall Ambala Chandigarh Zirakpur Limited** **Ceigall Kanpur Central Bus Terminal Private Limited** **Ceigall Ludhiana Rupnagar Greenfield Highway Private Limited** **Ceigall Sahebganj Bettiah Highway Limited** **Ceigall Morena Solar Bess Park Limited**	**Listed: Nil** **Others:** **Ceigall Transmission and Distribution Limited** **Ceigall Green Energy MH2 Limited** **Ceigall Ludhiana Bathinda Greenfield Highway Private Limited** **Ceigall Green Energy MH1 Limited** **Ceigall Integrated Energy Limited** **Ceigall Northern Ayodhya Bypass Private Limited** **Velgaon Power Transmission Limited** **Ceigall Ambala Chandigarh Zirakpur Limited**
11	Membership/ Chairpersonship of Committees in other companies (excluding foreign companies)	Nil	Nil	**Ceigall Jalbehra Shahbad Greenfield Highway Private Limited AC - Member NRC - Chairman** **Ceigall Bathinda Dabawali Highway Private Limited AC-Member NRC-Chairman** **Avon Cycles Limited AC-Member NRC-Member CSR-Member** **C & C Constructions Limited AC-Member NRC-Chairperson SRC-Member** **Madhur Knit Crafts Limited AC-Chairperson NRC-Member CSR-Member**	Nil		**Ceigall Northern Ayodhya Bypass Private Limited AC-Member** **C & C Constructions Limited MC - Member**
12	Listed entities from which the Director has resigned from directorship in last three (3) years	NIL	NIL	Nil	Nil	Nil	Nil
13	No. of Board Meetings attended during FY 2025-26	7/7	4/7	6/7	NA	NA	NA
14	Inter-se relationship with other Directors and Key Managerial Personnel	None	None	None	None	None	None
15	No. of shares held	36610894	Nil	Nil	Nil	Nil	Nil

AC-Audit Committee I NRC – Nomination & Remuneration Committee I CSR – Corporate Social Responsibility I MC – Management Committee

Note1.

Ceigall India Limited is a diversified infrastructure EPC company with a strong track record of project execution across India. Over the past two decades, the Company has evolved into a distinguished infrastructure player and is expanding into renewable energy and Battery Energy Storage Systems (BESS), reflecting its commitment to quality, innovation and sustainable growth.

As on March 31, 2026, the Company's order book stood at approximately Rs. 18,554.39 crores, comprising 37 ongoing projects, including 19 EPC, 10 HAM, 7 Tarrif Based and 1 DBFOT project. These projects reflect the Company's strong operational capabilities, execution expertise and growing contribution to India's infrastructure development.

Under the leadership of Mr. Ramneek Sehgal, the Company has received several prestigious awards and recognitions including the Construction World Global Awards 2024 and 2025 as the Fastest Growing Construction Company (Medium Category) and the RAHSTA Awards 2026 – Certificate of Excellence for Excellence in Project Execution (Timely Delivery). Further, Mr. Ramneek Sehgal, has been recognized among India's Top 200 Self-Made Entrepreneurs of the Millennia 2025 by Hurun India.

In view of the foregoing, it is pertinent to note that Mr. Ramneek Sehgal, who has been associated with the Company for the past 24 years and presently serves as its Chairman and Managing Director, possesses extensive knowledge, skills and experience relating to the Company's business, operations, projects, strategic direction and the infrastructure sector. Having been closely associated with the Company's journey and growth, he has played a pivotal role in leading the Company through various phases of its development and expansion.

His extensive experience, proven leadership capabilities, strategic vision and deep understanding of the Company's business and the infrastructure sector demonstrate his ability to provide effective leadership and strategic direction. These skills and capabilities are particularly relevant at the present stage of the Company's growth and diversification into emerging sectors.

Accordingly, considering his experience, expertise, leadership capabilities and significant contribution to the Company's growth and development, Mr. Ramneek Sehgal possesses the requisite skills and capabilities required for the role of Chairman and Managing Director and meets the requirements of the position.

THE DISCLOSURES AS PRESCRIBED IN SCHEDULE - V OF COMPANIES ACT, 2013:

I. General Information:

S. No.	Particulars	Details			
1	Nature of industry	Ceigall India Limited operates in the infrastructure construction and EPC industry, primarily focused on highways, expressways, bridges, rail infrastructure, tunnels, and runways. The company is also diversifying into renewable energy infrastructure, including utility-scale solar power and Battery Energy Storage System (BESS) projects.			
2	Date or expected date of commencement of Commercial production	July 08, 2002			
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable			
4	Financial performance based on given indicators (Standalone)	(Amounts in Million)			
		Particulars	2023-24 Audited	2024-25 Audited	2025-26 Audited
		Gross Revenue	29,917.96	34,379.59	39,247.45
		Profit (loss) after Tax	2,769.32	2,702.48	3,051.83
		EPS	17.62	16.07	17.52
5	Foreign investments or collaborations, if any	Nil			

II. Information about Whole Time Director:

S. No.	Particulars	Mr. Ayyalusamy Saravanan, Whole-Time Director (DIN: 02592825)	Dr. Pawan Kumar, Whole-Time Director (DIN: 06863880)
1	Background details	As mentioned in the statement annexed to the Notice	
2	Past Remuneration	First time appointment in Company	
3	Recognition or awards	As mentioned in the statement annexed to the Notice	
4	Job profile and his suitability	As mentioned in the statement annexed to the Notice	
5	Remuneration proposed	As mentioned in the statement annexed to the Notice	
6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Taking into consideration the qualification, knowledge, experience and the responsibilities shouldered by said Directors, remuneration paid to him is commensurate with remuneration of similar senior levels in similar sized domestic Companies.	
7	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Nil	

III. Other Information:

S. No.	Particulars	Details
1	Reasons of loss or inadequate profits in the Company	Not Applicable
2	Steps taken or proposed to be taken for improvement	The Company's financial performance has improved substantially in the last few years as compared to FY 2025-26 as is evident from the sales and profits mentioned above. As of March 31, 2026, our total order book stands at Rs. 18,554.39 crore, reflecting a healthy book to- bill ratio. This includes a composition of 71.92% from Roads, Highways and Flyovers, 5.77% from Railways & Metros, 0.77% from bus terminal, 0.15 from tunnels, 2.19% from T&D and 19.19 from Renewables.
3	Expected increase in productivity and profits in measurable terms	Aligned with the government's focus on transforming India's infrastructure, as reflected in this year's budget, we are committed to driving sustainable growth, technical excellence, and operational resilience. Our efforts are focused on delivering high-quality projects that contribute to India's development, leveraging our expertise to create long-term value for all stakeholders as we work towards the vision of a developed nation by 2047.

IV. Disclosures:

The disclosures required under the Act and SEBI Listing Regulations forms a part of the Notice.

ANNEXURE-2

Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions as per RPT Industry Standards for the Resolutions No.11 to 22.

S.No.	PART A -Minimum information of the proposed RPT												
A(1).	Basic details of the related party												
1	Name of the related party	Ceigall Ambala Chandigarh zirakpur Limited	Ceigall Ayodhya Bypass Pvt. Ltd.	Ceigall Green Energy MH1 Ltd.	Ceigall Indore Ujjain Greenfield Highway Limited	Ceigall Ludhiana Bathinda Greenfield Highway Pvt. Ltd.	Ceigall Morena Solar Bess Park Ltd	Ceigall Northern Ayodhya Bypass Pvt. Ltd.	Ceigall Sahebganj Bettiah Highway Ltd	Ceigall Southern Ludhiana Bypass Pvt. Ltd.	Ceigall VRK - 11 Pvt. Ltd.	Ceigall VRK - 12 Pvt. Ltd.	Velgaon Power Transmission Limited
2	Country of incorporation of the related party	India	India	India	India	India	India	India	India	India	India	India	India
3	Nature of business of the related party	Infrastructure	Infrastructure	Renewables	Infrastructure	Infrastructure	Renewables	Infrastructure	Infrastructure	Infrastructure	Infrastructure	Infrastructure	T&D

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 – including nature of its concern (financial or otherwise) and the following:	Step-Down Subsidiary	Subsidiary Company	Wholly Owned Subsidiary	Subsidiary Company	Step-Down Subsidiary	Wholly Owned Subsidiary	Subsidiary Company	Subsidiary Company	Subsidiary Company	Subsidiary Company	Subsidiary Company	Wholly Owned Subsidiary
	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
	Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

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. FY 2025-26 (Rs. in Million) Explanation: Details need to be disclosed separately for listed entity and its subsidiary.	0	3591.09	0.1	0.07	3492.38	0.1	4829.13	0.07	1304.15	155.73	16.96	138.5
	Nature of Transactions	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & Paid.	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & Paid.	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & Paid.	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & Paid.	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & Paid.	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & Paid.	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of exepenses, interest received & Paid.	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of exepnses, interest received & Paid.	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & Paid.	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & Paid.	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & Paid.	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & Paid.
	FY 2025-26 (Rs. in Million)	2025-26	2025-26	2025-26	2025-26	2025-26	2025-26	2025-26	2025-26	2025-26	2025-26	2025-26	2025-26
i.	Contract Revenue		3504.89			3483.97		3977.04		1002.44	151.2	0	
ii.	Interest received		11.37			0.05		6.13		0	1.51	1.45	
iii.	Investment		0	0.1	0.07	2.86	0.1	128.8	0.07	193.01	0	0	0.5
iv.	Loan		74.8			5.38		467.13		108.53	2.96	15.45	138
v.	Mobilization Advance Repaid							250					
vi.	Rent Received		0			0.06		0		0.11	0	0	
vii.	Sale of Material or Services		0.03			0.06		0.03		0.06	0.06	0.06	

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. in Million)	0.03	1,195.31	515.48	-	681.31	0.04	500.85	7.08	233.91	0.42	0.43	806.35
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. (Rs. in Million)	No	No	No	No	No	No	No	No	No	No	No	No

A(4).	Amount of the proposed transaction(s)												
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee.(Rs. In Million)	9100	11100	10010	11710	10310	14570	11310	9590	11510	14810	13810	6710
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	Yes	YES	YES	YES	YES	YES	YES	YES	YES	YES	YES
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year (preceding FY 2025-2026)	22.62%	27.60%	24.89%	29.11%	25.63%	36.22%	28.12%	23.84%	28.61%	36.82%	34.33%	16.68%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	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.	NA	291.39%	NA	29445785.56%	283.34%	NA	271.22%	38103941.51%	1116.15%	9766.02%	1670143.73%	53673.30%
6	Financial performance of the related party for the immediately preceding financial year: Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis												
	Net Profit (Rs. in Million)	NA	160.32		-	79.02	-	93.97	-	25.82	-1.74	-1.63	2.13
	Turnover (Rs. in Million)	NA	3,809.27		0.04	3,638.71	-	4,170.02	0.03	1,031.22	151.65	0.83	12.5
	Networth (Rs. in Million)	NA	1,302.16	0.1	0.1	841.18	0.1	1,037.95	0.1	401.36	58.74	57.67	2.63

A(5).	Basic details of the proposed transaction												
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & Paid.	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & Paid.	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & Paid.	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & Paid.	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & Paid.	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & Paid.	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & Paid.	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & Paid.	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & Paid.	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & Paid.	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & Paid.	Purchase & sale of material & fixed assets , Loan , Investment , contract revenue & expenses, hiring income & expenses, rent income & expenses, reimbursement of expenses, interest received & Paid.
2	Details of each type of the proposed transaction	Same as above	Same as above	Same as above	Same as above	Same as above	Same as above	Same as above	Same as above	Same as above	Same as above	Same as above	Same as above
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	1 YEAR	1 YEAR	1 YEAR	1 YEAR	1 YEAR	1 YEAR	1 YEAR	1 YEAR	1 YEAR	1 YEAR	1 YEAR	1 YEAR
4	Whether omnibus approval is being sought?	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	9100	11100	10010	11710	10310	14570	11310	9590	11510	14810	13810	6710

6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	As per the requirement of Ham model , SPV is created and EPC work is executed by the listed parent entity Ceigall India Limited . The above mentioned transaction are related to the EPC work.	As per the requirement of Ham model , SPV is created and EPC work is executed by the listed parent entity Ceigall India Limited . The above mentioned transaction are related to the EPC work.	The SPV is created for the solar projects. the EPC work of the same will be executed by the parent Ceigall India Limited . The above mentioned transaction are in the ordinary course of business and related to excution of the contract.	As per the requirement of Ham model , SPV is created and EPC work is executed by the listed parent entity Ceigall India Limited . The above mentioned transaction are related to the EPC work.	As per the requirement of Ham model , SPV is created and EPC work is executed by the listed parent entity Ceigall India Limited . The above mentioned transaction are related to the EPC work.	The SPV is created for the solar projects. the EPC work of the same will be executed by the parent Ceigall India Limited . The above mentioned transaction are in the ordinary course of business and related to excution of the contract.	As per the requirement of Ham model , SPV is created and EPC work is executed by the listed parent entity Ceigall India Limited . The above mentioned transaction are related to the EPC work.	The proposed related party transactions comprising sale, purchase, loan and other arrangements , are in the ordinary course of business and conducted on an arm's length basis. These transactions collectively support the company's operational requirements, provide financial flexibility, and optimize group synergies.	As per the requirement of Ham model , SPV is created and EPC work is executed by the listed parent entity Ceigall India Limited . The above mentioned transaction are related to the EPC work.	As per the requirement of Ham model , SPV is created and EPC work is executed by the listed parent entity Ceigall India Limited . The above mentioned transaction are related to the EPC work.	As per the requirement of Ham model , SPV is created and EPC work is executed by the listed parent entity Ceigall India Limited . The above mentioned transaction are related to the EPC work.	The SPV is created for the T & D projects. the EPC work of the same will be executed by the parent Ceigall India Limited . The above mentioned transaction are in the ordinary course of business and related to excution of the contract.
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. Explanation: Indirect interest shall mean interest held through any person over which an individual has control. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	No Promotor and director is interested	No Promotor and director is interested	No Promotor and director is interested	No Promotor and director is interested	No Promotor and director is interested	No Promotor and director is interested	No Promotor and director is interested	No Promotor and director is interested	No Promotor and director is interested	No Promotor and director is interested	No Promotor and director is interested	No Promotor and director is interested
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
9	Other information relevant for decision making	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

Part B- Additional information for specific type of RPT

S.No.	Name of the Related party	Ceigall Ambala Chandigarh zirakpur Limited	Ceigall Ayodhya Bypass Pvt. Ltd.	Ceigall Green Energy MH1 Ltd.	Ceigall Indore Ujjain Greenfield Highway Limited	Ceigall Ludhiana Bathinda Greenfield Highway Pvt. Ltd.	Ceigall Morena Solar Bess Park Ltd	Ceigall Northern Ayodhya Bypass Pvt. Ltd.	Ceigall Sahebganj Bettiah Highway Ltd	Ceigall Southern Ludhiana Bypass Pvt. Ltd.	Ceigall VRK - 11 Pvt. Ltd.	Ceigall VRK - 12 Pvt. Ltd.	Velgaon Power Transmission Limited
	B(1). Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances												
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	The proposed RPTs are being conducted in the ordinary course of business and on an arm's length basis. In accordance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR")	The proposed RPTs are being conducted in the ordinary course of business and on an arm's length basis. In accordance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR")	The proposed RPTs are being conducted in the ordinary course of business and on an arm's length basis. In accordance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR")	The proposed RPTs are being conducted in the ordinary course of business and on an arm's length basis. In accordance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR")	The proposed RPTs are being conducted in the ordinary course of business and on an arm's length basis. In accordance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR")	The proposed RPTs are being conducted in the ordinary course of business and on an arm's length basis. In accordance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR")	The proposed RPTs are being conducted in the ordinary course of business and on an arm's length basis. In accordance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR")	The proposed RPTs are being conducted in the ordinary course of business and on an arm's length basis. In accordance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR")	The proposed RPTs are being conducted in the ordinary course of business and on an arm's length basis. In accordance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR")	The proposed RPTs are being conducted in the ordinary course of business and on an arm's length basis. In accordance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR")	The proposed RPTs are being conducted in the ordinary course of business and on an arm's length basis. In accordance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR")	The proposed RPTs are being conducted in the ordinary course of business and on an arm's length basis. In accordance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR")
2	Basis of determination of price.	Arm's Length	Arm's Length	Arm's Length	Arm's Length	Arm's Length	Arm's Length	Arm's Length	Arm's Length	Arm's Length	Arm's Length	Arm's Length	Arm's Length
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: a. Amount of Trade advance b. Tenure c. Whether same is self-liquidating?	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

B(2). Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary

1	Source of funds in connection with the proposed transaction. Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/housing finance companies.	Internal Accruals	Internal Accruals	Internal Accruals	Internal Accruals	Internal Accruals	Internal Accruals	Internal Accruals	Internal Accruals	Internal Accruals	Internal Accruals	Internal Accruals	Internal Accruals
2	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies. a. Nature of indebtedness b. Total cost of borrowing c. Tenure d. Other details	NO	NO	NO	NO	NO	NO	NO	NO	NO	NO	NO	NO
3	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. Note: (1) This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies. (2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
4	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
5	Maturity / due date	the term of the loan as per the loan agreement	the term of the loan as per the loan agreement	the term of the loan as per the loan agreement	the term of the loan as per the loan agreement	the term of the loan as per the loan agreement	the term of the loan as per the loan agreement	the term of the loan as per the loan agreement	the term of the loan as per the loan agreement	the term of the loan as per the loan agreement	the term of the loan as per the loan agreement	the term of the loan as per the loan agreement	the term of the loan as per the loan agreement
6	Repayment schedule & terms	the term of the loan as per the loan agreement	the term of the loan as per the loan agreement	the term of the loan as per the loan agreement	the term of the loan as per the loan agreement	the term of the loan as per the loan agreement	the term of the loan as per the loan agreement	the term of the loan as per the loan agreement	the term of the loan as per the loan agreement	the term of the loan as per the loan agreement	the term of the loan as per the loan agreement	the term of the loan as per the loan agreement	the term of the loan as per the loan agreement
7	Whether secured or unsecured?	Unsecured	Unsecured	Unsecured	Unsecured	Unsecured	Unsecured	Unsecured	Unsecured	Unsecured	Unsecured	Unsecured	Unsecured
8	If secured, the nature of security & security coverage ratio	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
9	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	Principal Business Activities	Principal Business Activities	Principal Business Activities	Principal Business Activities	Principal Business Activities	Principal Business Activities	Principal Business Activities	Principal Business Activities	Principal Business Activities	Principal Business Activities	Principal Business Activities	Principal Business Activities

B(3). Disclosure only in case of transactions relating to investment made by the listed entity or its subsidiary

1	Source of funds in connection with the proposed transaction. Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies	Internal Accruals	Internal Accruals	Internal Accruals	Internal Accruals	Internal Accruals	Internal Accruals	Internal Accruals	Internal Accruals	Internal Accruals	Internal Accruals	Internal Accruals	Internal Accruals
2	Where any financial indebtedness is incurred to make investment, specify the following: Note: This item of disclosure is not applicable to listed banks/ NBFCs /insurance companies/housing finance companies. a. Nature of indebtedness b. Total cost of borrowing c. Tenure d. Other details	NO	NO	NO	NO	NO	NO	NO	NO	NO	NO	NO	NO
3	Purpose for which funds shall be utilized by the investee company	Principal Business Activities	Principal Business Activities	Principal Business Activities	Principal Business Activities	Principal Business Activities	Principal Business Activities	Principal Business Activities	Principal Business Activities	Principal Business Activities	Principal Business Activities	Principal Business Activities	Principal Business Activities
4	Material terms of the proposed transaction	Funds will be infused as & when required	Funds will be infused as & when required	Funds will be infused as & when required	Funds will be infused as & when required	Funds will be infused as & when required	Funds will be infused as & when required	Funds will be infused as & when required	Funds will be infused as & when required	Funds will be infused as & when required	Funds will be infused as & when required	Funds will be infused as & when required	Funds will be infused as & when required

Part C-Additional information for specific type of RPT, also being a material RPT

S.No.	*Name of the Related party*	*Ceigall Ambala Chandigarh zirakpur Limited*	*Ceigall Ayodhya Bypass Pvt. Ltd.*	*Ceigall Green Energy MH1 Ltd.*	*Ceigall Indore Ujjain Greenfield Highway Limited*	*Ceigall Ludhiana Bathinda Greenfield Highway Pvt. Ltd.*	*Ceigall Morena Solar Bess Park Ltd*	*Ceigall Northern Ayodhya Bypass Pvt. Ltd.*	*Ceigall Sahebganj Bettiah Highway Ltd*	*Ceigall VRK - 11 Pvt. Ltd.*	*Ceigall VRK - 12 Pvt. Ltd.*	*Velgaon Power Transmission Limited*
C(1).Disclosure of Transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary												
1	Latest credit rating of the related party Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any	NA	A-	NA	NA	AA-	NA	A-	NA	NA	NA	NA
2	Default on borrowings, if any , over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. *Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.* **In addition, state the following:** a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been declared a “wilful defaulter” by any of its bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. *Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.* *FY 2025-2026* *FY 2024-2025* *FY 2023-2024*	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

C(2).Disclosure of transactions relating to any investment made by the listed entity or its subsidiary

1	Latest credit rating of the related party Note: a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any. b. This shall be applicable in case of investment in debt securities.	NA	A-	NA	NA	AA-	NA	A-	NA	NA	NA	NA
2	Whether any regulatory approval is required. If yes, whether the same has been obtained.	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA