Ref: CE/NSEBSE/PB/09112026 9th November, 2026

To,

Listing Department, National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051	Department of Corporate Services – Listing, BSE Limited, P. J. Towers, Dalal Street, Mumbai – 400 001

Re: Scrip Symbol: CENTUM/ Scrip Code: 517544

Dear Sir/Madam,

Sub: Postal Ballot Notice – Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations') as amended from time to time, we attach herewith a copy of the Postal Ballot Notice ('Notice') of Centum Electronics Limited ('the Company') along with the Explanatory Statement pursuant to the applicable provisions of the Companies Act, 2013 ('the Act') read with the Listing Regulations, for seeking approval of the Members of the Company on the Resolutions forming part of the Notice.

In compliance with the various General Circulars issued by the Ministry of Corporate Affairs as disclosed in the Notice, this Notice is being sent only through electronic mode to those, whose names appear in the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited and Central Depository Services (India) Limited and whose email IDs are registered with the Company / Depositories as on Friday, November 6, 2026 and pre-paid business reply envelope, are not being sent to the Members for this Postal Ballot.

The remote e-voting period will commence from Tuesday, November 10, 2026 at 9:00 a.m (IST) and ends on Wednesday, December 9, 2026 at 5:00 p.m. (IST).

We request you to take the same on record.

Yours faithfully,
For **Centum Electronics Limited**

INDU H S
Digitally signed by INDU H S
Date: 2026.11.09 18:54:20 +05'30'

Indu H S
Company Secretary & Compliance Officer
Encl: as above

Centum Electronics Limited
44, KHB Industrial Area, Yelahanka New Town, Bangalore - 560 064, Karnataka, India
Tel +91-(0)80-4143-6000 **Fax** +91-(0)80-4143-6005 **Website** www.centumelectronics.com
E-mail info@centumelectronics.com CIN - L85110KA1993PLC013869

CENTUM ELECTRONICS LIMITED
CIN: L85110KA1993PLC013869
Registered Office: No.44, KHB Industrial Area, Yelahanka New Town, Bangalore – 560 064
Telephone: 080 4143 6000, Fax: 080 4143 6005, website: www.centumelectronics.com

NOTICE OF POSTAL BALLOT

(Pursuant to Section 110 and Section 108 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

To the Shareholders of Centum Electronics Limited,

Dear Member(s),

NOTICE is hereby given that the resolutions set out below are proposed to be passed by the Members of Centum Electronics Limited ("the Company") by means of Postal Ballot, only by way of remote e-Voting process ("e-Voting"), pursuant to Section 110 and Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and other applicable provisions of the Act and the Rules, Circulars and Notifications thereunder issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by The Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time). The Company has engaged the services of KFin Technologies Limited as its agency for providing e-Voting facility to the Shareholders of the Company.

In compliance with the circular issued by Ministry of Corporate Affairs ('MCA') no. 14/2020 dated April 8, 2020, 17/ 2020 dated April 13, 2020, read with other relevant circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as 'MCA Circulars'), this Postal Ballot Notice ("Notice") is being sent by email only, to the members whose e-mail addresses are registered with the Company/ Depository Participants ('DP')/ Depository/ Registrar & Share Transfer Agent of the Company. Further, the assent/ dissent of the members on the resolutions proposed in this Notice will be considered only through the remote e-Voting system.

An explanatory statement pursuant to Section 102 of the Act and other applicable provisions of the Act, pertaining to the resolutions setting out the material facts and reasons thereof, is appended to this Notice. Pursuant to Rule 22(5) of the Rules, the Board of Directors of your Company has appointed Mr. S.P. Nagarajan, Practicing Company Secretary (CP No. 4738), Bangalore who will act as the scrutinizer **(the "Scrutinizer")**, to conduct the Postal Ballot through remote e-Voting process in a fair and transparent manner. The remote e-Voting period commences from 09:00 a.m. (IST) on Tuesday, November 10, 2026 and ends at 05:00 p.m. (IST) on Wednesday, December 9, 2026. The Scrutinizer will submit his report to the Chairman of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-Voting. The results of the Postal Ballot will be announced not later than 2 working days of the conclusion of the e-Voting. The said results along with the Scrutinizer's Report will be uploaded on the Company's website https://www.centumelectronics.com and intimated to BSE Limited (the "BSE") and National Stock Exchange of India Limited (the "NSE") (the NSE together with the BSE are referred to as the "Stock Exchanges") where the Equity Shares of the Company are listed and shall also be intimated to KFin Technologies Limited, the registrar and share transfer agents of the Company.

SPECIAL BUSINESSES:

1. **Item No.1 – Increasing the Borrowing Limits from Rs. 500 crore (Rupees five hundred crore) to Rs. 1,000 crore (Rupees one thousand crore):**

To consider and, if deemed fit, to pass through Postal Ballot, the following Resolution as a **Special Resolution**:

"**RESOLVED THAT** in supersession of resolution passed by the shareholders through postal ballot on February 2, 2016 on the matter and pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013 ("Act") and other applicable provisions of the Act and rules made thereunder (including any statutory modification or re-enactment hereof), all other applicable provisions, if any, and the Articles of Association of the Company, the consent of the Company be and is hereby accorded to the Board of Directors (hereinafter referred to as the "Board" which term shall be deemed to include any committee thereof) of the Company, to borrow, from time to time, any sum or sums of money (including non-fund based banking facilities), in any currency whether Indian or foreign, as may be required for the purpose of the business of the Company, from one or more Banks, Financial Institutions and other persons, firms, bodies corporates, whether in India or abroad, with or without security, notwithstanding that the monies so borrowed together with the monies already borrowed (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may at any time exceed the aggregate of the paid up Capital of the Company, its Free Reserves (reserves not set apart for any specific purpose) and securities premium provided that the total amount that may be borrowed by the Board and outstanding at any point of time, **shall not exceed the sum of Rs. 1,000 Crore** (Rupees One Thousand Crore only) and the Board be and is hereby authorized to decide all terms and conditions in relation to such borrowing, at their absolute discretion and to do all such acts, deeds and things and to execute all such documents, instruments and writings as may be required."

2. **Item No.2 – Creation of Charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings:**

To consider and, if deemed fit, to pass through Postal Ballot, the following Resolution as a **Special Resolution:**

"RESOLVED THAT in supersession of the resolutions passed earlier, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any committee thereof) in terms of Section 180(1)(a) of the Companies Act, 2013 as amended from time to time to create such charges, mortgages and hypothecations in addition to the existing charges, mortgages and hypothecations created by the Company, on such movable and immovable properties, both present and future, and in such manner as the Board may deem fit to secure the borrowings of the Company together with interest at the respective agreed rates, additional interest, compound interest in case of default, accumulated interest, liquidated damages, commitment charges, premia on prepayment or on redemption, remuneration of Agent(s)/ Trustee(s) and all other costs, charges and expenses, including any increase as a result of devaluation/revaluation/fluctuation in the rates of exchange and all other monies payable by the Company in terms of loan agreements/debenture trust deeds or any other document entered into/to be between the Company and the Lender(s) Agent(s) Trustee(s) in respect of the said loans/borrowings/debentures either by way of mortgage (including equitable mortgage), hypothecation, pledge, and/or lien in addition to the mortgages/charges created/ to be created by Company on such terms and conditions, in such form and manner and with such ranking for priority and at such times as the Board of Directors may determine, on all or any of the properties of the Company including land, building, plant, machinery, other fixed assets, stock in trade, book debts, bank deposits, shares, securities and any other assets as held presently and/or to be acquired in future and by giving guarantees,

indemnities, undertakings for and on behalf of the Company". Provided that the total amount of Loans together with interest thereon, additional interest, compound interest, liquidated damages, commitment charges, expenses and all other monies payable by the Company in respect of the said Loans for which the charge is to be created, **shall not, at any time exceed Rs. 1,000 crore**.

"**RESOLVED FURTHER THAT** for the purpose of giving effect to the resolution, the Board of Directors of the Company be and is hereby authorized to finalise, settle and execute all documents/deeds/agreements as may be required, and generally to take all other necessary steps and to do all acts, deeds, matters and things as it may in its may arise in regard to the creation of the aforesaid mortgages, charges, or otherwise considered by the Board of Directors to be in the best interest of Company"

By order of the Board of Directors
For Centum Electronics Limited

Sd/-

Indu H S
Company Secretary
Membership No. F12285

Place: Bangalore
Date: November 9, 2026

NOTES:

(a) The explanatory statement pursuant to Section 102(1) and Section 110 of the Companies Act, 2013 ("**Act**") read together with Rule 22 of the Companies (Management and Administration) Rules, 2014 setting out material facts is annexed hereto and forms part of the Postal Ballot Notice ("**Notice**").

(b) In accordance with the provisions of the Act and the relaxations and clarifications issued by the Ministry of Corporate Affairs vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 9/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 and as amended from time to time (collectively the "**MCA Circulars**"), the Notice is being sent in electronic form only by email to those Members whose names appear in the Register of Members/ List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited ("**NSDL**")/ Central Depository Services (India) Limited ("**CDSL**") and Registrar and Share Transfer Agent of the Company i.e. KFIN Technologies Limited ("**RTA**") as on **Friday, November 6, 2026** ("**Cut-Off Date**") and who have or will register their email address with their Depository Participant(s) ("**DPs**") or with RTA in accordance with the process outlined in this Notice.

(c) Voting rights shall be reckoned in proportion to the paid-up equity shares registered in the name of the Member as on the Cut-Off date. Only those Members whose names are appearing in the Register of Members/ List of Beneficial Owners as on the Cut-Off Date shall be eligible to cast their votes through remote e-Voting. A person who is not a Member on the Cut-Off Date should treat this Notice for information purposes only. It is however, clarified that all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/ RTA/ Depositories) shall be entitled to vote in relation to the aforementioned Resolutions in accordance with the process specified in this Notice.

(d) In compliance with provisions of Section 108 and Section 110 and other applicable provisions of the Act, as amended, read together with the Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "**SEBI LODR**"), Secretarial Standard – 2 issued by the Institute of Company Secretaries of India, MCA Circulars, the Company is providing the remote e-Voting facility to its Members. The Company has engaged the services of KFIN Technologies Limited to provide remote e-Voting facility to enable the Members to cast their votes electronically (hereinafter referred to as the "**remote e-Voting**"). In accordance with the MCA Circulars, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot. The communication of the assent or dissent of the members would take place through the process of remote e-Voting only.

(e) Members may also note that the Postal Ballot Notice will also be available for download on the Company's website www.centumelectronics.com and on the website of stock exchanges (where the shares of the Company are listed i.e. the BSE Limited and the National Stock Exchange of India Limited) and also on the website of the Depositories (NSDL and CDSL).

(f) The remote e-Voting period commences on **Tuesday, November 10, 2026 at 9:00 a.m (IST) and ends on Wednesday, December 9, 2026 at 5:00 p.m. (IST).** The remote e-Voting module shall be disabled for Voting thereafter. During this period, the Members of the Company holding shares in physical or electronic form, as on the Cut-Off Date may cast their vote by electronic means in the manner and process as mentioned in this Notice. Once the vote is cast by the Member, the Member shall not be allowed to change it or cast the vote again.

(g) The Board of Directors of the Company has appointed Mr. S.P. Nagarajan, Practicing Company Secretary (CP No. 4738) as the Scrutinizer for conducting the Postal Ballot through remote e-Voting process, in a fair and transparent manner.

(h) The Scrutinizer will submit his report to the Chairman and Managing Director or the Company Secretary of the Company after completion of the scrutiny of the remote e-Voting. The Scrutinizer's decision on the validity of votes cast will be final. The results of the Postal Ballot will be announced by the Chairman and Managing Director or the Company Secretary of the Company on or before **Friday, December 11, 2026** i.e. not later than 2 working days from the conclusion of remote e-Voting at the registered office of the Company.

(i) The result of the Postal Ballot along with the Scrutinizer's Report will be placed on the Company's website www.centumelectronics.com and also on the website of the Depositories and shall be communicated to the Stock Exchanges where the Company's shares are listed. The result of the Postal Ballot will also be displayed at the registered office of the Company.

(j) The Resolution, if approved by the requisite majority of Members, shall be deemed to have been passed on the last date of remote e-Voting, i.e. **Wednesday, December 9, 2026.**

(k) Members seeking inspection of relevant documents referred to in this Notice and the Explanatory Statement under Section 102 of the Act may send an email to investors@centumelectronics.com from their registered e-mail addresses up to the last date of remote e-Voting i.e **Wednesday, December 9, 2026** mentioning their name, Folio no. / Client ID and DP ID and the documents they wish to inspect.

PROCEDURE FOR E-VOTING

(I) E-VOTING FACILITY:

a. The Company is providing e-Voting facility of KFintech to its members to exercise their right to vote on the proposed resolutions by electronic means.

b. The e-Voting facility will be available during the following voting period:

Commencement of e-Voting:	**Tuesday, November 10, 2026**
End of e-Voting:	**Wednesday, December 9, 2026**

The e-Voting will not be allowed beyond the aforesaid date and time and the e-Voting module shall be forthwith disabled by KFintech upon expiry of the aforesaid period.

c. The manner of e-Voting by (i) individual members holding shares of the Company in demat mode, (ii) members other than individuals holding shares of the Company in demat mode, (iii) members holding shares of the Company in physical mode, and (iv) members who have not registered their e-mail address, is explained in the instructions given hereinbelow.

(II) INFORMATION AND INSTRUCTIONS RELATING TO E-VOTING:

a. Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.

b. INFORMATION AND INSTRUCTIONS FOR E-VOTING BY INDIVIDUAL MEMBERS HOLDING SHARES OF THE COMPANY IN DEMAT MODE

As per the SEBI Master Circular, all "individual members holding shares of the Company in demat mode" can cast their vote, by way of a single login credential, through their demat accounts / websites of

Depositories / Depository Participants. The procedure to login and access e-Voting, as devised by the Depository Participant(s), is given below:

PROCEDURE TO LOGIN THROUGH WEBSITES OF DEPOSITORIES

National Securities Depository Limited (NSDL):

1. Users already registered for IDeAS e-Services facility of NSDL may follow the following procedure:

i. Type in the browser / Click on the following e-Services link: **https://eservices.nsdl.com**

ii. Click on the button **"Beneficial Owner"** available for login under **'IDeAS'** section.

iii. A new page will open. Enter your User ID and Password to access IDeAS.

iv. On successful authentication, you will enter your IDeAS service login. Click on **"Access to e-Voting"** under **Value Added Services** on the panel available on the left-hand side.

v. You will be able to see Company Name: "Centum Electronics Limited" on the next screen. **Click on the e-Voting link available against Centum Electronics Limited or select e-Voting service provider "KFintech"** and you will be re-directed to the e-Voting page of KFintech to cast your vote without any further authentication.

2. Users not registered for IDeAS e-Services facility of NSDL may follow the following procedure:

i. To register, type in the browser / Click on the following e-Services link: **https://eservices.nsdl.com**

ii. Select option **"Register Online for IDeAS"** available on the left-hand side of the page.

iii. Proceed to complete registration using your DP ID, Client ID, Mobile Number, etc.

iv. After successful registration, please follow steps given under Sr. No. 1 above to cast your vote.

3. Users may directly access the e-Voting module of NSDL as per the following procedure:

i. Type in the browser / Click on the following link: **https://www.evoting.nsdl.com/**

ii. Click on the button **"Login"** available under **"Shareholder/Member"** section.

iii. On the login page, enter User ID (i.e., 16-character demat account number held with NSDL, starting with IN), Login Type, i.e., through typing Password (in case you are registered on NSDL's e-Voting platform)/ through generation of OTP (in case your mobile/e-mail address is registered in your demat account) and Verification Code as shown on the screen.

iv. You will be able to see Company Name: "Centum Electronics Limited" on the next screen. **Click on the e-Voting link available against Centum Electronics Limited or select e-Voting service provider "KFintech"** and you will be re-directed to the e-Voting page of KFintech to cast your vote without any further authentication.

Central Depository Services (India) Limited (CDSL):

1. **Users already registered for Easi / Easiest facility of CDSL may follow the following procedure:**

i. Type in the browser / Click on any of the following links:
https://web.cdslindia.com/myeasitoken/home/login or **www.cdslindia.com** and click on **New System Myeasi / Login to My Easi option under Quick Login** (best operational in Internet Explorer 10 or above and Mozilla Firefox).

ii. Enter your User ID and Password to access Easi /Easiest.

iii. You will see Company Name: "Centum Electronics Limited" on the next screen. **Click on the e-Voting link available against Centum Electronics Limited or select e-Voting service provider "KFintech"** and you will be re-directed to the e-Voting page of KFintech to cast your vote without any further authentication.

2. Users not registered for Easi / Easiest facility of CDSL may follow the following procedure:

i. To register, type in the browser / Click on the following link:
https://web.cdslindia.com/myeasitoken/Home/EasiRegistration or
https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration

ii. Proceed to complete registration using your DP ID Client ID (BO ID), etc.

iii. After successful registration, please follow steps given under Sr. No. 1 above to cast your vote.

3. Users may directly access the e-Voting module of CDSL as per the following procedure:

i. Type in the browser / Click on the following link: **https://evoting.cdslindia.com/Evoting/EvotingLogin**

ii. Provide Demat Account Number and PAN.

iii. System will authenticate user by sending OTP on registered Mobile & E-mail as recorded in the Demat Account.

iv. On successful authentication, you will enter the e-Voting module of CDSL. **Click on the e-Voting link available against Centum Electronics Limited or select e-Voting service provider "KFintech"** and you will be re-directed to the e-Voting page of KFintech to cast your vote without any further authentication.

Procedure to login through their demat accounts / Website of Depository Participant

Individual members holding shares of the Company in Demat mode can **access e-Voting facility provided by the Company using login credentials of their demat accounts** (online accounts) through their demat accounts / **websites of Depository Participants** registered with NSDL / CDSL. An option for **"e-Voting"** will be available once they have successfully logged-in through their respective logins. Click on the option **"e-Voting"** and they will be redirected to e-Voting modules of NSDL / CDSL (as may be applicable). **Click on the e-Voting link available against Centum Electronics Limited or select e-Voting service provider "KFintech"** and you will be re-directed to the e-Voting page of KFintech to cast your vote without any further authentication.

Members who are unable to retrieve User ID / Password are advised to use "Forgot User ID" / "Forgot Password" options available on the websites of Depositories / Depository Participants.

Contact details in case of any technical issue on NSDL Website	Contact details in case of any technical issue on CDSL Website
Members facing any technical issue during login can contact NSDL helpdesk by sending a request at **evoting@nsdl.co.in** or call at: **022-4886 7000 / 1800 102 0990**.	Members facing any technical issue during login can contact CDSL helpdesk by sending a request at **helpdesk.evoting@cdslindia.com** or contact at **1800 210 9911**.

c. INFORMATION AND INSTRUCTIONS FOR E-VOTING BY (I) MEMBERS OTHER THAN INDIVIDUALS HOLDING SHARES OF THE COMPANY IN DEMAT MODE AND (II) ALL MEMBERS HOLDING SHARES OF THE COMPANY IN PHYSICAL MODE

In case a member receives an e-mail from the Company / KFintech [for members whose e-mail address is registered with the Company / Depository Participant(s)]:

(a) Launch internet browser by typing the URL: **https://evoting.kfintech.com**

(b) Enter the login credentials **(User ID and password provided in the e-mail)**. The e-Voting Event Number + Folio No. or DP ID Client ID will be your User ID. If you are already registered with KFintech for e-Voting, you can use the existing password for logging-in. If required, please visit **https://evoting.kfintech.com** or contact toll-free number 1800 309 4001 (from 9:00 a.m. (IST) to 6:00 p.m. (IST) on all working days) for assistance on your existing password.

(c) After entering these details appropriately, click on "LOGIN".

(d) You will now reach Password Change Menu wherein you are required to mandatorily change your password upon logging-in for the first time. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (0-9) and a special character (@,#,$,etc.). The system will prompt you to change your password and update your contact details like mobile number, e-mail address, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. **It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential**.

(e) You need to login again with the new credentials.

(f) On successful login, the system will prompt you to select the e-Voting Event Number (EVEN) for Centum Electronics Limited.

(g) On the voting page, enter the number of shares as on the Cut-Off Date under either "FOR" or "AGAINST" or alternatively, you may partially enter any number under "FOR" / "AGAINST", but the total number under "FOR" / "AGAINST" taken together should not exceed your total shareholding as on the Cut-Off Date. You may also choose to "ABSTAIN" and vote will not be counted under either head.

(h) Members holding shares under multiple folios/ demat accounts shall choose the voting process separately for each of the folios / demat accounts.

(i) Voting has to be done for each item in this Postal Ballot Notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as "ABSTAINED".

(j) You may then cast your vote by selecting an appropriate option and click on "SUBMIT".

(k) A confirmation box will be displayed. Click "OK" to confirm, else "CANCEL" to modify.

(l) Once you confirm, you will not be allowed to modify your vote.

(m) Institutional / Corporate Members (i.e., other than Individuals, HUFs, NRIs, etc.) are also required to send legible scanned certified true copy (in PDF Format) of the Board Resolution / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at e-mail id: cs@nagarajsp818.com with a copy marked to evoting@kfintech.com. Such authorization shall contain necessary authority for voting by its authorised representative(s). It is also requested to upload the same in the e-Voting module in their login. The naming format of the aforesaid legible scanned document shall be "Corporate Name EVEN".

Procedure for Registration of email and Mobile: securities in physical mode

Physical shareholders are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated March 16, 2023. All holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR 1 form along with the supporting documents.

ISR 1 Form can be obtained by following the link: https://ris.kfintech.com/clientservices/isc/default.aspx

ISR Form(s) and the supporting documents can be provided by any one of the following modes.

a) Through 'In Person Verification' (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or

b) Through hard copies which are self-attested, which can be shared on the address below; or

Name	KFIN Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032.

c) Through electronic mode with e-sign by following the link: https://ris.kfintech.com/clientservices/isc/default.aspx#

Detailed FAQ can be found on the link: https://ris.kfintech.com/faq.html

For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.

(III) Any member who has forgotten the User ID and Password, may obtain / generate / retrieve the same from KFintech in the manner as mentioned below:

(a) If the mobile number of the member is registered against his / her / its Folio No. / DP ID Client ID:

In case the shares are held in dematerialized mode: The member may send SMS: MYEPWD DP ID Client ID to 9212993399

Example for NSDL: MYEPWD IN12345612345678

Example for CDSL: MYEPWD 1402345612345678

In case the shares are held in physical mode: The member may send SMS MYEPWD e-Voting Event Number + Folio No. to 9212993399

Example for Physical: MYEPWD XXXX123456789

(b) If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of https://evoting.kfintech.com, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate password.

(c) Member may call on KFintech's toll-free number 1800 309 4001 (from 9:00 a.m. (IST) to 6:00 p.m. (IST) on all working days).

(d) Member may send an e-mail request to evoting@kfintech.com. After due verification of the request, User ID and password will be sent to the member.

(e) If the member is already registered with KFintech's e-Voting platform, then he / she / it can use his / her / its existing password for logging-in.

(IV) In case of any query on e-Voting, members may refer to the "Help" and "FAQs" sections / e-Voting user manual available through a dropdown menu in the "Downloads" section of KFintech's website for e-Voting: https://evoting.kfintech.com or contact KFintech as per the details given below.

(V) CONTACT DETAILS FOR ASSISTANCE ON E-VOTING:

Members are requested to note the following contact details for addressing e-Voting related grievances:

Shri K V Premkumar Nair,
KFIN Technologies Limited,
Selenium Tower B,
Plot 31 & 32, Gachibowli, Financial District, Nanakramguda,
Hyderabad 500 032
Toll-free No.: 1800 309 4001 (from 9:00 a.m. (IST) to 6:00 p.m. (IST) on all working days)
E-mail: Premkumar.nair@kfintech.com

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

Item No. 1 & 2

The Company's growth in project opportunities and order pipeline requires adequate banking capacity to support bidding activities, project execution requirements and business operations. In particular, the Company requires enhanced availability of non-fund-based facilities, including bank guarantees for earnest money deposits, bid bonds, advance payment guarantees, performance guarantees, security deposit guarantees and other contractual commitments undertaken in the ordinary course of business. The existing non-fund-based banking facilities are substantially utilized and additional banking headroom is required to ensure that business growth and project execution are not constrained by availability of such facilities. The proposed enhancement is therefore intended primarily to provide the Company with sufficient financial flexibility and banking capacity to support its current and future business requirements. It may be noted that non-fund-based facilities, such as bank guarantees, do not ordinarily result in funded debt or an immediate cash outflow and generally constitute contingent obligations unless invoked. Accordingly, utilisation of such facilities does not, by itself, increase the Company's borrowings or Debt-Equity Ratio. Further, the proposed enhancement of the borrowing limits should not be construed as an intention to utilise the entire sanctioned amount. Actual borrowings and utilisation of banking facilities will continue to be undertaken based on the Company's business, operational and funding requirements from time to time.

Further, the Company is on a consistent growth trajectory supported by its financial and operational performance. In order to sustain this growth momentum, expand its operations, enhance market share, undertake capital expenditure, meet working capital requirements, and fund other business and corporate requirements, the Company may require additional financial resources from time to time.

While the Company continues to generate internal accruals, such resources may not always be adequate to meet the requirements arising from the Company's growth plans and business opportunities. It is therefore considered prudent to have adequate enabling approvals in place to facilitate timely access to funding and enable the Company to effectively capitalize on growth opportunities as and when they arise.

Accordingly, the Board of Directors, at its meeting held on November 4, 2026, approved the enhancement of the overall borrowing limits of the Company from **Rs. 500 Crore to Rs. 1,000 Crore**, notwithstanding that the aggregate amount of the monies so borrowed and remaining outstanding at any point of time may exceed the aggregate of the paid-up share capital, free reserves and securities premium of the Company, excluding temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business. Pursuant to Section 180(1)(c) of the Companies Act, 2013, such enhancement of borrowing limits requires the approval of the Members by way of a Special Resolution.

Further, borrowings availed by the Company may, when necessary, be secured by way of mortgage, charge, hypothecation, pledge or other encumbrance on the movable and/or immovable properties and assets of the Company, both present and future, in favour of lenders, trustees, security agents or other persons acting on their behalf. Under the provisions of Section 180(1)(a) of the Companies Act, 2013, creation of such security over the whole or substantially the whole of the undertaking of the Company may be regarded as a disposal of the undertaking and, accordingly, requires the approval of the Members by way of a Special Resolution.

The Board of Directors is of the opinion that the proposed enhancement of borrowing limits and the authority to create charges, mortgages, hypothecation and other securities are in the best interests of the Company and its Members and accordingly recommends the Special Resolutions set out in Item Nos. 1 and 2 of the Notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolutions, except to the extent of their respective shareholding in the Company, if any.

By order of the Board of Directors
For Centum Electronics Limited

Sd/-

Indu H S
Company Secretary
Membership No. F12285

Place: Bangalore
Date: November 9, 2026