



Pace Digitek Limited

(Formerly Known as Pace Digitek Private Limited and Pace Digitek Infra Private Limited)

Regd. Office: Plot No. V-12, Industrial Estate, Kumbalgodu, Mysore Highway, Bangalore - 560 074.
T : +91 80 29547792 / 94 / 95 / 96.

E : info@pacedigitek.com

w : www.pacedigitek.com

CIN-L31909KA2007PLC041949

Ref No: PDL/2026-27/Q01_40

Date: June 20, 2026

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai – 400001 Scrip Code – 544550	National Stock Exchange of India Ltd Exchange Plaza, C-1, Block G Bandra Kurla Complex, Bandra (E) Mumbai – 400051 Symbol – PACEDIGITK
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Dear Sir/Madam,

Sub: Outcome of Board Meeting pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the meeting of the Board of Directors of the Company was held on **June 20, 2026** which commenced at 04:30 PM (IST) and concluded at 05:00 PM (IST) via Video Conferencing deemed to be held at the Registered Office of the Company *inter alia* considered and approved the following:

In continuation of our letter bearing Ref. No. PDL/2026-27/Q01_22 dated May 20, 2026, we wish to inform you that the matter pertaining to the Employee Stock Option Plan (ESOP) was placed before the Nomination and Remuneration Committee ("NRC") and the Board of Directors at their respective meetings held on May 25, 2026.

During the deliberations, the NRC and the Board sought certain additional information and clarifications in relation to the proposed ESOP matter. Accordingly, the requisite details and clarifications were furnished for consideration at the subsequent meeting of the Nomination and Remuneration Committee and the Board of Directors held on June 20, 2026.

Upon review of the additional information provided, the NRC and the Board were satisfied with the clarifications furnished and accorded their approval to the proposal.

1. Approved the “**Pace Digitek Employee Stock Option Plan, 2026**” (‘**PDL ESOP 2026**’) (‘**Scheme**’) for the grant of stock options to eligible employees of Pace Digitek Limited, subject to the approval of the Members of the Company in compliance with the provisions of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“SBEB Regulations”).
2. Approved to extend the benefits of ‘**Pace Digitek Employee Stock Option Plan 2026**’ (‘**PDL ESOP 2026**’) to the employees of the subsidiaries of the Company, subject to the approval of the Members of the Company in compliance with the provisions of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“SBEB Regulations”).



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3. Approved the transaction for conducting Postal Ballot to transact the following items:
 - i. Approved to carry on material related party transactions between M/s. Pace Digitek Limited and M/s. Lineage Power Private Limited.
 - ii. Approved to carry on material related party transactions between M/s. Pace Digitek Limited and M/s. Pace Ecoplanet Solace Private Limited.
 - iii. Approved to carry on material related party transactions between M/s. Pace Digitek Limited and M/s. Inso Pace Private Limited.
 - iv. Approved the Pace Digitek Limited Employee Stock Option Plan (**PDL ESOP 2026**).
 - v. Approved to extend the benefits of 'Pace Digitek Employee Stock Option Plan 2026' (**PDL ESOP 2026**) to the employees of the subsidiaries of the Company.
4. Approved the setting up of a Research Centre in Pune, Maharashtra.

The Research Centre shall be established to drive innovation in clean and renewable energy technologies, supporting India's energy security and sustainability goals. The Centre shall focus on research, development, and adaptation of emerging energy technologies to meet Indian requirements. It aims to promote indigenous technology development using locally sourced materials in line with the Government of India's Atmanirbhar Bharat and Make in India initiatives. The Centre aims to develop cost-effective and sustainable solutions to address evolving energy sector challenges.

5. Discussed and appraised the Board on the status of the expansion of the existing manufacturing facility situated at 73P, Shayanamangala, Sector 2, Phase 2, Industrial Area Ramanagara Karnataka 562109 Bidadi Ramanagar
6. Approved the acquisition of entire Equity Shareholding of M/s. Inso Pace Private Limited, thereby constituting Inso Pace Private Limited as a Wholly Owned Subsidiary ("WOS") of the Company.
7. Approved the appointment of Ms. Maya Swaminathan Sinha (DIN: 03056226) as an Additional Director of the Company.
8. Approved the formation of a New Wholly Owned Subsidiary Company.
9. Approved the re-appointment of **M/s. Sundaram & Srinivasan**, Chartered Accountants, as the Internal Auditors of the Company to Conduct Internal Audit pursuant to Section 138 of the Companies Act, 2013, for the Financial Year 2026-27.



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The Notice of the Postal Ballot for **Item No 3**, including other related information as required pursuant to the provisions of the Companies Act, 2013, and Listing Regulations, will be published and communicated in due course.

The details as required for **Item No 1, Item No 2, Item No 5, Item No 6, Item No 7, Item No 8 and Item No 9** under Regulation 30 of the SEBI LODR Regulations read with the SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 is enclosed as **Annexure A**.

The above information is also available on the website of the Company at <https://www.pacedigitek.com/>

We hereby request you to take note of the same.

Thanking You,

For PACE DIGITEK LIMITED

[Formerly known as Pace Digitek Private Limited and Pace Digitek Infra Private Limited]

Meghana M P
Company Secretary and Compliance Officer
Membership No: A42534

Add: Plot No. V-12, Industrial Estate, Kumbalgodu,
Mysore Highway, Bangalore - 560 074.

Encl.: As Above

Annexure A

The details as required under Regulation 30 of the SEBI LODR Regulations read with the SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 are as given below:

Item No 1 and 2

Details of Pace Digitek Employee Stock Option Plan, 2026 (PDL ESOP 2026) Scheme:

Sl No.	Particulars	Details
1	Brief details of options granted	The PDL ESOP 2026 ("Scheme") contemplates grant of employee stock options ("Options") to the eligible employees of the Company and the subsidiary companies of the Company. The performance appraisal and selection process of eligible employees and grants to be made shall be governed by the Scheme.
2	Whether the scheme is in terms of SEBI (SBEB) Regulations, 2021 (if applicable)	Yes, the ESOP Scheme is in terms of SEBI (SBEB) Regulations, 2021.
3	Total number of shares covered by these options	The total number of shares covered under these Options shall be 20,00,000/-.
4	Pricing formula	The Exercise Price shall neither be less than the face value of the share nor more than the fair market value of the share on the Date of Grant as determined by the Nomination and Remuneration Committee.
5	Options vested	Not applicable at this stage
6	Time within which option may be exercised	The Exercise Period for vested Options shall be a maximum of 4 (Four) years commencing from the relevant date of Vesting of Options, as determined by the Nomination and Remuneration Committee and the same shall be set out in the Grant Letter. In case of separation from employment, the Exercise Period shall be as set out in the PDL ESOP 2026 ("Scheme")
7	Option exercised / money realized by exercised of options / Options Lapsed	Not Applicable at this Stage
8	Variation of terms of options	The Nomination and Remuneration Committee may vary the terms of " PDL ESOP 2026 " subject to the terms thereof and applicable laws.
9	Brief details of significant terms	As mentioned in the " PDL ESOP 2026 " ("Scheme") which includes:

		<p>1. The Nomination and Remuneration Committee shall act as Compensation Committee for the administer the PDL ESOP 2026 (“Scheme”).</p> <p>2. The Options granted under the PDL ESOP 2026 shall vest not earlier than 1 (one) year from the date of the grant (except in case of death or permanent incapacity) and not later than 4 (years) from the date of the grant.</p> <p>3. The maximum exercise period is 4 years from the date of vesting, subject to the terms of the “PDL ESOP 2026”.</p>
10	Total number of shares arising as a result of exercise of options	1 (One) equity Share of face value of Rs. 2/- each, for each single Option exercised under the ESOP Scheme from time to time.
11	Subsequent changes or cancellation or exercise of such options	Not Applicable
12	Diluted earnings per share pursuant to issue of equity shares on exercise of options	Not Applicable

Item No 5

Capacity Addition:

Sl No.	Particulars	Details
1	Existing Capacity	2.5 GWh
2	Existing Capacity Utilization	Around 80%
3	Proposed Capacity Addition	7.5 GWh
4	Period within which the proposed capacity is to be added	Expected to be operational in phased manner, kindly refer the Rational below for further details
5	Investment Required	Approximately Rs. 200 Crore
6	Mode of Financing	Internal Accruals
7	Rational	<p><u>BESS Existing Capacity Expansion (Additional 2.5 GWh):</u></p> <ul style="list-style-type: none"> The Company has received the machinery for the additional 2.5 GWh expansion at its existing BESS manufacturing facility and commissioning activities are underway. This expansion is expected to increase total operational manufacturing capacity to 5 GWh and support the growing executable BESS order pipeline of 5.32 GWh. The additional capacity is expected to enhance manufacturing scale, improve operating

		<p>efficiencies and strengthen the Company's ability to support both BOO and EPC projects.</p> <ul style="list-style-type: none"> Commissioning is targeted during FY2027. <p><u>BESS New Facility (5 GWh):</u></p> <ul style="list-style-type: none"> The Company is developing a new 5 GWh BESS manufacturing facility as part of its planned expansion to 10 GWh of aggregate manufacturing capacity. We have completed the civil infrastructure and are now moving towards the machinery installation phase. The facility is expected to support the Company's long-term strategy of increasing manufacturing-led revenues, serving both captive project requirements and external customer demand in the rapidly growing utility-scale energy storage market. Commissioning is targeted during FY2027. <p><u>In-house Container Fabrication Facility:</u></p> <ul style="list-style-type: none"> As part of its backward integration strategy, the Company is establishing an in-house container fabrication facility. Construction has been completed and the project has entered the equipment installation phase. Management expects the facility to improve supply-chain control, reduce dependency on external suppliers, enhance delivery timelines and provide greater execution flexibility. The initiative is also expected to support cost optimization, improved margin profile and increased value addition across the BESS manufacturing value chain as production volumes scale up. Commissioning is targeted during FY2027.
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Item No 6

Acquisition of remaining equity stake in M/s. Inso Pace Private Limited

Sl No.	Particulars	Details
1	Name of the target entity, details in brief such as size, turnover etc.	Name: Inso Pace Private Limited is a Subsidiary of the Company.

		<p>It is involved in the business of Inso Pace Private Limited engages in the design, development, manufacture, production, assembly, integration, procurement, sale, distribution, installation, commissioning, operation, maintenance, repair, and servicing of energy-efficient and power management products and systems for clean and renewable energy applications.</p> <p>Turnover: (Rs. In million) FY 2025-26 : Nil FY 2024-25 : Nil FY 2023-24 : Nil</p>
2	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arms-length”?	<p>Inso Pace Private Limited is a Subsidiary of the Company and therefore, a Related Party and the promoter/promoter group of the company have interest in the transaction.</p> <p>Nature of Interest: Mr. Venugopalrao Maddisetty, (Chairman and Managing Director) of the Company holds 49% shareholding in the Subsidiary.</p> <p>Mr. Venugopalrao Maddisetty, (Chairman and Managing Director) Ms. Padma Maddisetty (Whole Time Director) are the common Directors in the Subsidiary.</p> <p>The transactions shall be done at arm’s length basis.</p>
3	Industry to which the entity being acquired belongs	Energy Sector
4	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The acquisition of its entire stake is likely to result in operational efficiency in transferring the projects won by Pace Digitek Limited.
5	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable
6	Indicative time period for completion of the acquisition.	The transaction is expected to be completed on or before December 2026.
7	Consideration - whether cash consideration or share swap or any other form and details of the same	Subscription of shares in the proposed WOS will be by way of cash consideration and by transfer of shares from Mr. Venugopalrao Madisetty.
8	Cost of acquisition and/or the price at which the shares are acquired	The Company is in the process of obtaining the Valuation Report, the consideration of the same will be basis the report.

		Details of the same shall be intimated upon receipt of the Valuation report.
9	Percentage of shareholding / control acquired and / or number of shares acquired	Acquisition of 49% equity stake i.e. from the existing Promoter. Post Acquisition the Company's stake in the Subsidiary shall increase from 51 % to 99.99%.
10	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	<p>Brief background: Inso Pace Private Limited was incorporated as a private limited company on October 10, 2018, under the Companies Act, 2013 with the Registrar of Companies, Karnataka at Bengaluru.</p> <p>Line of Business: Inso Pace Private Limited is involved in the business of renewable energy, solar projects, solarisation of telecom towers and BESS solutions.</p> <p>Turnover: (Rs. In million) FY 2025-26 : Nil FY 2024-25 : Nil FY 2023-24 : Nil</p>

Item No 7

Appointment of Director

Sl No.	Particulars	Details
1	Name of the Director	Ms. Maya Swaminathan Sinha
2	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Based on the recommendation of Nomination and Remuneration Committee, the Board of Director has appointed Ms. Maya Swaminathan Sinha (DIN: 03056226) as an Additional Director designated as an Independent Director, not liable to retire by rotation, for a tenure of 5 consecutive years commencing from June 20, 2026, subject to approval of the Members.
3	Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment;	<p>Date of Appointment: June 20, 2026</p> <p>Term of Appointment: 5 consecutive years commencing from June 20, 2026, subject to approval of the Members, shall not be liable to retire for rotation.</p>
4	Brief Profile (in case of appointment);	Ms. Maya Swaminathan Sinha is a retired Indian Revenue Service (IRS) officer of the 1981 batch with over 28 years of experience in public administration, taxation, infrastructure development, and corporate governance. She holds a Bachelor's degree in Economics and Mathematics from Lady Shri Ram College for Women and a Master's degree in Economics from Delhi School of Economics.

		<p>During her distinguished government career, she served in senior positions in the Income Tax Department, including the Investigation Wing, and was deputed to the Government of India as Commissioner of the Khadi and Village Industries Commission. Her last assignment was as Deputy Chairman of Jawaharlal Nehru Port Trust.</p> <p>Post her voluntary retirement in 2010, she founded Clear Maze Consulting Private Limited and CMC Skills Private Limited. She possesses expertise in strategic planning, finance, taxation, risk management, project management, and corporate governance.</p> <p>Ms. Sinha currently serves as an Independent Director on the boards of several companies and is also a member of the Board of Governors of Indian Institute of Management Lucknow. She brings extensive experience in governance, regulatory matters, infrastructure, and board oversight.</p>
5	Disclosure of relationship between Directors	Not Applicable

Item No 8
Incorporation of a Wholly Owned Subsidiary

Sl No.	Particulars	Details
1	Name of the target entity, details in brief such as size, turnover etc.	<p>The name of the proposed Wholly-owned Subsidiary ("WOS") shall be as may be approved by the Ministry of Corporate Affairs ("MCA"), Government of India.</p> <p>Further necessary details will be shared after the incorporation of the WOS.</p>
2	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	<p>The proposed WOS will be a related party of the Company upon incorporation thereof.</p> <p>Further necessary details will be shared after the incorporation of the WOS.</p>
3	Industry to which the entity being acquired belongs	Further necessary details will be shared after the incorporation of the WOS.
4	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target	Further necessary details will be shared after the incorporation of the WOS.

	entity, if its business is outside the main line of business of the listed entity)	
5	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable
6	Indicative time period for completion of the acquisition.	The incorporation of the proposed WOS will be completed subject to receipt of approvals of the statutory/regulatory authorities as may be applicable. The necessary update will be given once the WOS is incorporated.
7	Consideration - whether cash consideration or share swap or any other form and details of the same	Subscription of shares in the proposed WOS will be by way of cash consideration.
8	Cost of acquisition and/or the price at which the shares are acquired	The Company will be paying cash consideration to the proposed WOS towards subscription of 100% shareholding.
9	Percentage of shareholding / control acquired and / or number of shares acquired	Not Applicable since the WOS is proposed to be incorporated.
10	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	Not Applicable since the WOS is proposed to be incorporated.

Item No 9
Re-Appointment of Internal Auditor

Sl No.	Particulars	Details
1	Name of the Auditor	M/s. Sundaram & Srinivasan, Chartered Accountants
2	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	M/s. Sundaram & Srinivasan has been appointed as Internal Auditor of the Company for the Financial Year 2026-27
3	Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment;	Date of Appointment: June 20, 2026 Term of Appointment: For the Financial Year 2026-27
4	Brief Profile (in case of appointment);	M/s. Sundaram & Srinivasan, Chartered Accountants, Chennai, is a Chartered Accountancy firm with significant experience in internal audit, statutory audit, taxation, risk advisory, and regulatory



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		compliance services. The firm has extensive experience across various industries and is recognized for its professional competence, audit quality, and adherence to regulatory and ethical standards.
5	Disclosure of relationship between Directors	Not Applicable