PARAS DEFENCE AND SPACE TECHNOLOGIES LIMITED

**Registered & Corporate Office :**
D-112, TTC Indl. Area, Nerul, Navi Mumbai - 400 706, India | Tel.: +91-22-6919 9999 | Fax : +91-22-6919 9990
CIN : L29253MH2009PLC193352 | E-mail : business@parasdefence.com | Web : www.parasdefence.com

November 03, 2026

**BSE Limited**
Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort, Mumbai - 400 001
**Scrip Code: 543367**

**National Stock Exchange of India Limited**
Exchange Plaza, Plot C/1, G Block,
Bandra - Kurla Complex,
Bandra - (East), Mumbai - 400 051
**Trading Symbol: PARAS**

Dear Sir/Madam,

**Subject: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Postal Ballot Notice**

Pursuant to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed herewith a copy of Postal Ballot Notice dated October 29, 2026 ("Notice"), seeking approval of the members of the Company on the following resolution, by way of remote e-voting ("e-voting").

| | |
|---|---|
| 1. | Approval of Material Related Party Transaction(s) between the Company and Paras Anti-Drone Technologies Private Limited ("the Subsidiary Company") |

In accordance with circulars issued by the Ministry of Corporate Affairs, from time to time, the postal ballot notice is being sent only in electronic form to Members whose email addresses are registered with Company/ Depositories/Registrar and Transfer Agent and whose names are recorded in the Register of Members / Register of Beneficial Owners as on the cut-off date i.e. Thursday, October 29, 2026.

The Company has engaged the services of MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) ("MUFG") to provide e-voting facility to its members. The voting rights of the Members shall be in proportion to their holding of Equity shares with the paid-up equity share capital of the Company as on Thursday, October 29, 2026 ("cut-off date"). The remote e-voting period shall commence from Thursday, November 05, 2026, at 9:00 a.m. (IST) and end on Friday, December 04, 2026, at 5:00 p.m. (IST).

This Postal Ballot Notice will also be available on the Company's website at www.parasdefence.com and on the website of MUFG at https://instavote.linkintime.co.in.

Kindly take the above information on record and acknowledge the receipt.

Thanking you,

**For Paras Defence and Space Technologies Limited**

MINAL B BHATE
Digitally signed by MINAL B BHATE
Date: 2026.11.03 10:56:30 +05'30'

**Minal Bhate**
Company Secretary and Compliance Officer
M. No.: A20188

*Encl.: as above*

**Heavy Engineering Divn.:** M-6, Addl. MIDC, Ambernath (E), Thane - 421 506, India | Cell. : +91-98676 75696
**R & D Centre :** #23, 2nd Floor, Sankey Square, Lower Palace Orchards, Bengaluru - 560 003, India | Tel : +91-80-2441 9999 | Fax : +91-80-2346 4142

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**POSTAL BALLOT NOTICE**

*[Pursuant to Sections 108 and 110 of the Companies Act, 2013, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014] each as amended, and the applicable Circulars issued by the Ministry of Corporate Affairs ('MCA'), Government of India, from time to time*

| E-VOTING STARTS ON | E-VOTING ENDS ON |
|---|---|
| Thursday, November 05, 2026, at 9:00 a.m. (IST) | Friday, December 04, 2026, at 5:00 p.m. (IST) |

To the Members of the Company,

Notice is hereby given that the resolution set out below is proposed for approval by the members of **PARAS DEFENCE AND SPACE TECHNOLOGIES LIMITED** ("the Company") by means of Postal Ballot, only by remote e-voting process ("e-voting") being provided by the Company to all its members to cast their votes electronically, pursuant to Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014, as amended (**"Management Rules"**) read with the Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 08, 2021, Circular No. 03/2022 dated May 5, 2022, Circular No. 10/2022 and 11/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023, Circular No. 09/2024 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (**"MCA"**) (hereinafter collectively referred to as **"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(s) or re-enactment(s) thereof for the time being in force)

In compliance with the aforesaid Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Shareholders whose e-mail addresses are registered with the Company/Depositories. If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the Notes.

The Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolution proposed in this Postal Ballot Notice and additional information as required under the Listing Regulations and circulars issued thereunder is attached.

**SPECIAL BUSINESS:**

**APPROVAL OF MATERIAL RELATED PARTY TRANSACTION(S) BETWEEN THE COMPANY AND PARAS ANTI-DRONE TECHNOLOGIES PRIVATE LIMITED ("THE SUBSIDIARY COMPANY")**

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

**"RESOLVED THAT** pursuant to Regulation 2(1)(zc), 23 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations") and the applicable provisions of the Companies Act, 2013 ("the Act"), if any, read with relevant Rules made thereunder, if any, (including any statutory modification(s) or re-enactment thereof for the time being in force) and, in accordance with the Memorandum and Articles of Association of the Company and as per the Company's Policy on Materiality of Related Party Transactions and, on the basis of approval and recommendation of the Audit Committee and Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include, unless the context otherwise required, any duly constituted Committee thereof or any Director or officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution), consent of the Members of the Company be and is hereby accorded to the Board to enter/continue to enter into and/or execute any contract(s)/ arrangement(s)/transaction(s), whether by way of individual or multiple transaction(s) taken together, between the Company and Paras Anti Drone Technologies Private Limited (hereinafter referred to as "the Subsidiary Company" under Section 2(87) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations) for a period from date of this

Annual General Meeting till the date of next Annual General Meeting, for an aggregate amount upto Rs. 1,50,00,00,000 (Rupees One Hundred and Fifty Crores Only), plus applicable taxes, in the ordinary course of business of the Company and on such terms and conditions as detailed in the explanatory statement to this resolution pursuant to Section 102 and other applicable provisions of the Act read with relevant Rules and on such terms and conditions as may be mutually agreed between the Company and the Subsidiary Company.

**RESOLVED FURTHER THAT** the aforesaid transactions shall comprise transactions up to Rs. 1,50,00,00,000/- (Rupees One Hundred and Fifty Crores only) towards the supply & purchase of goods, services, materials, including technologies, and other related party transactions in the ordinary course of business and at arms' length, including but not limited to the granting of loans / inter-corporate deposits (ICDs), payment or receipt of lease rent, investments, corporate guarantees, and such other transactions as may be mutually agreed between the Company and the Subsidiary Company.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary, including finalizing the terms and conditions, methods and modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other document(s), file application(s) and make representation(s) in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s) as 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** any Director and / or the Company Secretary of the Company be and are hereby jointly / severally authorized to sign such forms/returns as may be required to be submitted to the Registrar of Companies, or such other authorities as may be required and to do all the acts, deeds and things which may be necessary to give effect to the above said resolution."

**By Order of the Board of Directors**
**For Paras Defence and Space Technologies Limited**

**Sd/-**
**Minal Bhate**
Company Secretary and Compliance Officer
M.No. A20188

**Date:** 29-10-2026
**Place:** Navi Mumbai

**Registered Office:**
D - 112, TTC Industrial Area, MIDC,
Nerul, Navi Mumbai – 400706
CIN: L29253MH2009PLC193352
Email: cs@parasdefence.com
Website: www.parasdefence.com
Tel: +91 22 6919 9999
Fax: +91 22 6919 9990

**NOTES:**

1. The Explanatory Statement pursuant to Section 102 read with Section 110 of the Act along with details in terms of relevant Regulation of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, stating all material facts and the reasons for the proposal set out above is annexed hereto.

2. The Postal Ballot Notice is being sent to all the Members, whose names appear in the Register of Members / List of beneficial owners, received from National Securities Depository Limited ("NSDL") and Central Depository Services India Limited ("CDSL") as on close of the business hours on Thursday, 29th October 2026 ("cut-off date") and who have registered their email addresses with the Company or RTA or with the Depositories/ Depository Participants.

3. Members who have not registered their e-mail address are requested to register/update their email address, in respect of electronic holdings with the Depository through the concerned Depository Participants by following due procedure.

4. Likewise, the Members whose names appear as on the cut-off date will be considered for the purpose of voting and those who are not the Members on the said date shall treat this Notice for information purpose only. It is however, clarified that all the persons who are 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 email ID with the Company or the Depositories/Depository Participants) shall be entitled to vote in relation to the resolution specified in this Notice.

5. The Notice and Explanatory Statement with requisite enclosures, if any, have also been made available on the website of the Company i.e. https://www.parasdefence.com, website of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and on the website of Registrar and Share Transfer Agent of the Company i.e. MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) at enotices@in.mpms.mufg.com

6. In compliance with Regulation 44 of SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting the postal ballot form. Accordingly, the physical copy of the Notice along with the postal ballot form and the pre-paid business reply envelope are not being sent to the members. The communication of the assent or dissent of the members would only take place through the e-voting system. The Company has engaged the services of MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited for this purpose.

7. The e-voting period begins on Thursday, November 05, 2026, at 9:00 a.m. (IST) and will end on Friday December 04, 2026, at 5:00 p.m. (IST). During this period, Members of the Company, as on cut-off date i.e. Thursday, 29th October 2026, may cast their vote electronically in the manner and process as set out hereinbelow. The e-voting module shall be disabled by MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) for voting thereafter. Once the vote on a resolution is cast by the Members, the Members shall not be allowed to change it subsequently.

8. The Board of Directors of your Company has appointed Mr. Dinesh Kumar Deora (Membership No. FCS 5683, CP No. 4119) or failing him Mr. Tribhuwneshwar Kaushik (Membership No. FCS 10607, CP No. 16207), M/s. DM & Associates Company Secretaries LLP, Practicing Company Secretaries, Mumbai, as the Scrutiniser to conduct the Postal Ballot through remote e-voting process in a fair and transparent manner.

9. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on cut-off date.

10. A Member cannot exercise his/her/its vote by proxy on Postal Ballot.

11. A Member need not use all his/her/its votes nor does he/she/it need to cast all his/her/its votes in the same way.

12. The advertisement confirming dispatch of this Notice, by electronic mode, is also being published in the newspapers. Requisite related filings made with the Stock Exchange(s), are available on the website of the Company and can be accessed by the Members on the website of the Company at https://www.parasdefence.com.

13. All the material documents referred to in the accompanying Notice are open for electronic inspection by the Members of the Company upto the closure of the remote e-voting period. Members seeking to inspect such documents can send an email to cs@parasdefence.com.

14. Resolution passed by the Members through Postal Ballot is deemed to have been passed as if the same has been passed at a general meeting of the Members.

15. The results of the Postal Ballot will be announced within two working days from the conclusion of remote e-voting by the Chairman or any other person authorised by him at the Registered Office of the Company and also by placing the same on the Company's website: https://www.parasdefence.com and on the website of MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited: https://instavote.linkintime.co.in and the results will simultaneously be communicated to the Stock Exchanges.

16. The Scrutinizer's decision on the validity of e-voting shall be final and binding.

17. Please mention your 16-digit Demat Account no. or Folio No., as the case may be, in all your communication with the Company or the RTA.

18. The manner of voting remotely by Members is provided in the instructions given below.

19. **Remote e-Voting Instructions for shareholders:**

    In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, 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 correctly in their demat accounts to access e-Voting facility.*

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

    **Individual Shareholders holding securities in demat mode with NSDL**

**METHOD 1 - NSDL IDeAS facility**

**Shareholders registered for NSDL IDeAS facility:**

a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "IDeAS Login Section ".
b) Click on "Beneficial Owner" icon under "IDeAS Login Section".
c) Post successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**METHOD 2 – NSDL e-voting website**

a) Visit URL: https://www.evoting.nsdl.com
b) Click on the "Login" tab available under 'Shareholder/Member' section.
c) Enter User ID (i.e., your sixteen-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen.
d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**Shareholders not registered for IDeAS facility**:

a) To register, visit URL: https://eservices.nsdl.com and select "Register Online for IDeAS Portal" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
c) Enter the last 4 digits of your bank account / generate 'OTP'
d) Post successful registration, user will be provided with Login ID and password.
e) Follow steps given above in points (a-d).

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




**METHOD 3 – NSDL e-voting website**

a) Visit URL: https://www.evoting.nsdl.com
b) Click on the "Login" tab available under 'Shareholder/Member' section.
c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login".
d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**Individual Shareholders holding securities in demat mode with CDSL**

**METHOD 1 - CDSL e-voting page**

a) Visit URL: https://www.cdslindia.com.
b) Go to e-voting tab.
c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**METHOD 2 - CDSL Easi/ Easiest facility:**

**Shareholders registered for Easi/ Easiest facility:**

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)".
b) Enter existing username, Password & click on "Login".
c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**Shareholders not registered for Easi/ Easiest facility:**

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration / https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration.
b) Proceed with updating the required fields for registration.

c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

**Individual Shareholders holding securities in demat mode with Depository Participant:**
Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

a) Login to DP website
b) After Successful login, user shall navigate through "e-voting" option.
c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")**

**STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration**

A. Visit URL: https://instavote.linkintime.co.in
B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"
C. Fill up your entity details and submit the form.
D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

**STEP 2 – Investor Mapping**

A. Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
B. Click on "Investor Mapping" tab under the Menu section
C. Map the Investor with the following details:
1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
2) 'Investor's Name - Enter Investor's Name as updated with DP.
3) 'Investor PAN' - Enter your 10-digit PAN.
4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

**NOTE:** File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report section".

**STEP 3 – Steps to cast vote for Resolutions through InstaVote**

The corporate shareholder can vote by two methods, during the remote e-voting period.

**METHOD 1 - VOTES ENTRY**

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
b) Click on "Votes Entry" tab under the Menu section.
c) Enter the "Event No." for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under "On-going Events".
d) Enter "16-digit Demat Account No.".
e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.
f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

**METHOD 2 - VOTES UPLOAD**

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.
b) After successful login, you will see "Notification for e-voting".
c) Select "View" icon for "Company's Name / Event number".
d) E-voting page will appear.
e) Download sample vote file from "Download Sample Vote File" tab.
f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.
g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

**NOTE:** Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

**HELPDESK:**

**Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode**:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

**Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

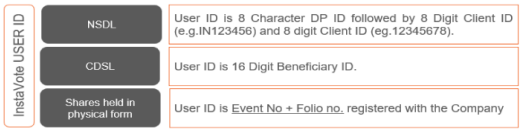
| Login type | Helpdesk details |
|---|---|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending request at evoting@nsdl.co.in or call at: 022 - 4886 7000 |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33 |

**Forgot Password:**

**Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on **"Login"** under 'SHARE HOLDER' tab.
- Further Click on "**forgot password?"**
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".




In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on **'Login'** under "Custodian / Corporate Body/ Mutual Fund" tab
- Further Click on "**forgot password?"**
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

*In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter*.

**Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:**

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

**General Instructions - Shareholders**

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 AND 110 OF THE COMPANIES ACT, 2013:**

The following Explanatory Statement pursuant to Section 102 and 110 of the Companies Act, 2013 ("Act") sets out all material facts relating to the special business accompanying Notice of Postal ballot.

**ITEM NO. 1:**

**APPROVAL OF MATERIAL RELATED PARTY TRANSACTION(S) WITH PARAS ANTI-DRONE TECHNOLOGIES PRIVATE LIMITED ("SUBSIDIARY COMPANY").**

The Company is an Indian defence engineering company engaged in providing products and solutions for Defence and Space applications through its principal business verticals, namely Optics & Optronic Systems and Defence Engineering, comprising Defence Electronics, EMP Protection Solutions and Heavy Engineering.

Paras Anti-Drone Technologies Private Limited ("Subsidiary Company") is a subsidiary of the Company in which the Company holds 55% equity stake, Subsidiary Company is engaged in the design, development and manufacture of advanced radio frequency ("RF") and defence technologies, including radars, antennas, software-defined radios ("SDRs"), drone detection and jamming systems, Electronic Warfare systems and other solutions for anti-drone, situational awareness and Intelligence, Surveillance and Reconnaissance ("ISR") applications.

In view of the growing business requirements of the Company and Subsidiary Company, approval of the Members is sought for material related party transaction(s) aggregating up to ₹150 crore (Rupees One Hundred and Fifty Crores only), plus applicable taxes, for a period of one year. The proposed transactions may include, inter alia, sale or purchase of goods and services, allocation or execution of work orders, rent or lease arrangements, subscription to Optionally Convertible Preference Shares ("OCPS"), investments, corporate guarantees, reimbursement of expenses, loans, deposits and such other transactions as may be required in the ordinary course of business from time to time.

The proposed transactions are intended to be undertaken at arm's length and in the ordinary course of business and, shall remain subject to applicable laws, regulations, internal approval processes and the Company's related party transaction framework.

The Company and its group entities, including Subsidiary Company, operate in specialised defence and technology domains and, in the ordinary course of business, secure orders and undertake projects within their respective areas of expertise. Under the existing business arrangement, work orders received by the Company may, depending upon the nature and scope of the project and the specialised expertise, technology and capabilities required for execution, be outsourced to the relevant subsidiary or group entity for undertaking the same.

Such an arrangement enables the group to efficiently utilise the specialised capabilities and resources available across its entities. The Company's established resources, including experienced manpower, engineering expertise, manufacturing infrastructure, testing facilities, quality systems, equipment and project execution capabilities, may be utilised for the efficient and cost-effective execution of projects undertaken by the group entities.

The collaborative operating model enables the respective entities to focus on their specialised areas, including technology development, product specialisation, customer engagement and market expansion, while leveraging the established capabilities and infrastructure available within the group. This facilitates effective project execution and timely delivery of products and solutions to customers.

Consequently, various operational, commercial and financial transactions may arise between the Company and its related parties in the ordinary course of business. In view of the anticipated growth in business volumes and project opportunities, the proposed increase in the related party transaction limit is intended to provide the necessary flexibility to undertake transactions relating to lease of premises, project execution, resource sharing, operational support, corporate guarantees, loans, deposits, investments and other legitimate business requirements.

The proposed enabling approval will provide the Company with the flexibility to support business growth opportunities within the group, while ensuring that all transactions are at arm's length and remain subject to applicable legal and regulatory requirements, internal approval processes and appropriate governance mechanisms.

Where considered commercially appropriate and permissible under applicable laws, financial support in the form of guarantees, loans, investments or other forms of assistance may be extended to group entities to facilitate business expansion, project execution and working capital requirements. Such support may enable the relevant entities to pursue larger business opportunities

Any such transaction will be undertaken based on the relevant business requirements and commercial considerations at arm's length and will remain subject to applicable laws, regulatory requirements, internal approval processes and appropriate oversight mechanisms.

The business activities of Subsidiary Company are aligned with the strategic objectives of the Company. The Company maintains appropriate oversight over transactions with its related parties through its established governance framework and evaluates such transactions based on business requirements, commercial considerations and the interests of the Company and its stakeholders.

The proposed resolution is therefore intended to provide enabling approvals for transactions arising from an integrated operating structure, under which the Subsidiary Company may leverage the resources, expertise, infrastructure and execution capabilities available within the group for effective implementation of projects and fulfilment of customer commitments. With the expected growth in business activities and project opportunities, the corresponding value and

volume of such transactions may also increase, necessitating appropriate approval limit under the applicable related party transaction framework.

The Audit Committee, comprising a majority of Independent Directors, had previously reviewed the proposed related party transaction at its meeting held on August 7, 2026. The proposal was subsequently placed before the Members for approval at the 17th Annual General Meeting ("AGM") held on September 11, 2026. While the resolution was not carried out at the AGM, the Company has now provided a clearer explanation of the proposal to ensure it better align with Member expectations.

Consequently, the Company is seeking fresh approval from the Members for the said material related party transaction with the Subsidiary Company, for an aggregate amount not exceeding ₹150,00,00,000 (Rupees One Hundred and Fifty Crore Only), plus applicable taxes. The proposal was comprehensively reconsidered by the Audit Committee at its meeting held on October 29, 2026, subsequent to taking on record the statutory compliance certificate jointly issued by the Managing Director and the Chief Financial Officer. This certificate affirms the financial accuracy of the underlying transaction data, the arm's-length nature of the pricing frameworks, and compliance of internal controls with RPT Industry Standards. The resubmitted proposal stands supported by exhaustive disclosures and a robust business rationale detailing the mutual synergies and operational benefits accruing to both entities.

Based on the information and details placed before it, the Audit Committee satisfied itself that the proposed related party transaction was in the ordinary course of business, on an arm's length basis, and in the interest of the Company. The Audit Committee also reviews related party transactions on a quarterly basis.

Based on the recommendation of the Audit Committee at its meeting held on October 29, 2026, the Board of Directors, at its meeting held on even date, approved the proposed material related party transactions, subject to the approval of the Members, for a period of one year.

The Board of Directors is of the view that the proposed resolution will provide the Company with the necessary flexibility to pursue business opportunities, optimise utilisation of resources and capabilities across the group, facilitate efficient execution of projects and support the Company's long-term business objectives, while maintaining appropriate governance, regulatory oversight and compliance

Accordingly, the Board recommends the resolutions set out in the accompanying Notice for approval of the Members. The requisite disclosures under the applicable RPT Industry Standards and the SEBI Master Circular dated January 30, 2026, read with the SEBI Circular dated June 26, 2025, are set out below:

| **Sr. No.** | **Particulars of the information** | **Details** |
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| **A** | **Details of the Related Party Transactions with the Related Party** | |
| **A(1)** | **Basics of the Related Party** | |
| 1 | Name | Paras Anti-Drone Technologies Private Limited (Subsidiary Company) |
| 2 | Country of Incorporation | India |
| 3 | Nature of Business | The company is into manufacturing innovative RF system solutions such as antennas, radars & radar sub-systems, software defined radios (SDR), TR modules, drone detection & jamming systems, EW systems, SIGNIT, COMINT, radio relays, direction finding systems etc. The focus is on delivering high end systems & solutions for anti-drone technologies, situational awareness and ISR (intelligence, surveillance, and reconnaissance) systems. |
| **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: | Subsidiary Company |
| (a) | Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary),whether direct or indirect, in the related party. | Paras Defence and Space Technologies Limited ("the Company") directly holds 55% of the paid-up share capital of Paras Anti-Drone Technologies Private Limited (Subsidiary Company). |
| (b) | 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) | Not Applicable |
| (c) | Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). | Not Applicable |

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| **A(3)** | **While calculating indirect shareholding, shareholding held by relatives shall also be considered** | |
| 1 | Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. | **Amount (in Cr.)** |
| | Nature of Transaction | |
| | Investment (OCPS) | ₹ 15.85 |
| | Sale of Goods / Services | ₹ 1.75 |
| | Purchase of Goods /Services | ₹ 0.24 |
| | Rent | ₹ 0.14 |
| | Loan /ICD/Interest on ICD | ₹ 0.45 |
| 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 (April 2026 - September 2026) immediately preceding the quarter in which the approval is sought. | ₹ 22.61 |
| 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 three financial years. | Nil. The related party has no record of defaults, write-offs, or commercial delays concerning its business obligations with the company. |
| **A(4)** | **Amount of the proposed transactions** | **Details** |
| 1 | Amount of the proposed transactions being placed for approval in the meeting of the Audit committee/ shareholder | ₹ 150.00 Crs |
| 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. The cumulative value of transactions mentioned hereunder exceeds the statutory materiality threshold under Regulation 23 of SEBI LODR. Accordingly, the proposed transactions constitute a Material Related Party Transaction requiring prior approval from the Audit Committee and shareholders. |
| 3 | Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year | 31.47% |
| 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) | Not Applicable. (The transaction does not involve any secondary flows through a subsidiary) |
| 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. | 359% |
| 6 | **Financial performance of the related party for the immediately preceding financial year i.e., FY 2026** | |
| | **Particulars** | **Amount (in Cr.)** |
| | Turnover | ₹ 41.81 |
| | Profit After tax | ₹ 6.28 |
| | Net worth | ₹ 28.71 |
| **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.) | |
| | **Nature of Transaction** | **Amount (in Cr.)** |
| | Rent (including Security Deposit) | ₹ 3.32 |
| | Loan/ICD (including Interest) | ₹ 39.20 |
| | Sale of Goods/Services (including Advances) | ₹ 35.00 |
| | Purchase of Goods/Services (including Advances) | ₹ 36.00 |

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| | Corporate Guarantee (including fees/commission) | ₹ 35.35 |
| | Reimbursement of Health Insurance | ₹ 0.13 |
| | Reimbursement of ESOP Expenses | ₹ 1.00 |
| | **Total** | **₹ 150.00** |
| 2 | Details of the proposed transaction | The proposed omnibus transactions comprise a comprehensive range of operational and financial arrangements with the Company's subsidiary, Paras Anti Drone, aggregating to an estimated value of ₹150 crore. These transactions include commercial lease arrangements, comprising rent and security deposits; financial support through Inter-Corporate Deposits (ICDs) / loans, together with reciprocal interest income; mutual transactions involving the sale and purchase of goods and services; corporate guarantees along with the corresponding fee receipts; and strategic investments through equity and/or debt instruments.<br><br>The aforesaid transactions are recurring in nature and are proposed to be undertaken in the ordinary course of business and on an arm's-length basis, in accordance with applicable laws and regulatory requirements. |
| 3 | Tenure of the proposed transaction (tenure in number of years or months to be specified) | The transaction is proposed for a period of one year. An omnibus approval is being sought and will remain valid for a period of one year from the date of approval. |
| 4 | Whether omnibus approval is being sought? | Yes. Omnibus approval is sought to facilitate routine and repetitive transactions during the year. |
| 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 | Value of proposed transactions for FY 2026-27 is ₹ 150 crore. Approval of the Members is being sought for material RPT's for one year. |
| 6 | Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity | The proposed resolution is intended to facilitate the efficient execution of business opportunities within the Paras Defence group. Company and Subsidiary Company both operate in specialized defence and technology segments and they leverages from each other's skilled manpower, engineering expertise, manufacturing infrastructure, testing facilities, quality systems and project execution capabilities to execute projects efficiently and cost-effectively within the group.<br><br>The proposed increase in Related Party Transaction limits is intended to support anticipated growth in business volumes and project opportunities through transactions such as sale and purchase of goods and services, resource sharing, leasing of premises, loans / Inter-Corporate Deposits, corporate guarantees, investments and other transactions undertaken in the ordinary course of business at arm's length pricing.<br><br>Financial support, where required, is intended to facilitate business expansion, project execution and working capital requirements for the Subsidiary Company thereby supporting operational continuity, liquidity and growth across the group. As the financials of the Subsidiary Company are consolidated with the Company, its business performance contributes directly to the consolidated financial results of the Company.<br><br>The proposed transactions are aligned with the Company's strategic and operational objectives and are intended to promote resource optimization, cost efficiencies and business synergies within the group.<br><br>All transactions will be undertaken subject to applicable laws, regulatory requirements, internal approval processes and appropriate governance oversight, and |

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| | | will be based on commercial considerations and, where applicable, on an arm's length basis.<br><br>Accordingly, the proposed resolutions provide the necessary flexibility to support the Company's growing business requirements while maintaining appropriate governance and regulatory compliance. |
| 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 | None of the Promoters, Directors, or Key Managerial Personnel (KMPs) of the Company have any direct or indirect personal financial interest in these proposed transactions, except to the extent of their shareholding and directorship, as specified below: |
| a | Name of the director / KMP | a) Mr. Munjal Sharad Shah - Managing Director in Paras Defence, is also a Managing Director of the Subsidiary Company |
| | | b) Mrs. Shilpa Amit Mahajan, Whole-time Director of Paras Defence, is also a Director of the Subsidiary Company |
| | | c) Mr. Manmohan Handa, Independent Director of Paras Defence, also serves as an Independent Director of the Subsidiary Company |
| | | d) Mr. Suresh Katyal, Independent Director of Paras Defence, also serves as an Independent Director of the Subsidiary Company |
| | | e) Mr. Harsh Dhirendra Bhansali, Chief Financial Officer of Paras Defence, also serves as the Chief Financial Officer of the Subsidiary Company |
| b | Shareholding of the director / KMP, whether direct or indirect, in the related party | a) Mr. Munjal Sharad Shah, Managing Director of Paras Defence, holds 1 share of the Subsidiary Company on behalf of Paras Defence<br>b) Mr. Harsh Dhirendra Bhansali, Chief Financial Officer (CFO) of Paras Defence, holds 101 shares of the Subsidiary Company.<br>c) Mr. Sharad Virji Shah, Chairman and Non-executive Director, of the Company, holds 101 shares of the Subsidiary Company |
| 8 | A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee. | NA |
| 9 | Other information relevant for decision making | All relevant information forms a part of this disclosure setting out requisite facts |
| **B** | **Details for specific transactions** | |
| **B(1)** | **Sale, purchase or supply of goods or services or any other similar business transactions and trade advances** | |
| 1 | Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services | As the proposed transaction is an intra-group arrangement between Paras Defence and Paras Anti-Drone Technologies Private Limited ("Subsidiary Company"), undertaken to facilitate operational efficiency, ensure consistency in quality standards and enable timely execution of projects Bids were not invited. The goods and services are being provided based on the respective technical capabilities, expertise and infrastructure available within the group, and the pricing and commercial terms are determined on an arm's length basis with reference to applicable market benchmarks.<br><br>Considering the specialised nature of the defence and technology-related products and services involved, inviting bids from external parties may result in additional time and costs without providing commensurate operational benefits to the Company. Further, the transactions may involve confidential business information, specialised technology, technical know-how and other commercially sensitive information, for which engagement with external parties may not be appropriate. |

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| | | The intra-group arrangement also enables both, Paras Defence and the Subsidiary Company to leverage each other's established technical, manufacturing, engineering and project execution capabilities, thereby facilitating efficient project execution and supporting the overall performance of the group. Accordingly, the arrangement is considered commercially and operationally appropriate for the requirements of Paras Defence and Paras Anti Drone Technologies Private Limited. |
| 2 | Basis of determination of price. | The pricing for the proposed transactions shall be determined on an arm's length basis, taking into consideration prevailing market rates, applicable pricing benchmarks and/or comparable quotations, wherever available.<br><br>Where comparable market prices or quotations are not readily available, the arm's length price may be determined with reference to a valuation, pricing analysis or other appropriate advice obtained from an independent consultant or qualified independent expert, as considered necessary.<br><br>For leasing of Company premised prevailing market rate per square feet is charged to the Subsidiary<br><br>Interest on Inter-Corporate Deposits extended / proposed to be extended to the Subsidiary will be at 12% per annum which is more than the 6-7% Bank deposit interest rate<br><br>For other related party transactions, including loans, investments corporate guarantees, and other similar arrangements, the pricing and commercial terms shall be determined with reference to prevailing market conditions, applicable interest rates, relevant industry benchmarks and comparable commercial terms, as applicable, to ensure that such transactions are undertaken on an arm's length basis and in accordance with applicable laws and regulatory requirements. |
| 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 | As may be required from time to time under the purchase order(s), subject to the approved transaction limit. |
| | Tenure | Up to 365 days or such period as per normal trade practice. |
| | Whether same is self-liquidating? | Yes. The advance is self-liquidating and will be adjusted against future supplies/invoices. |
| **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. | Internal Accruals |
| 2 | Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: | Not Applicable |
| a. | Nature of indebtedness | Not Applicable |
| b. | Total cost of borrowing | Not Applicable |
| c. | Tenure | Not Applicable |
| d. | Other details | Not Applicable |

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| 3 | Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. | Not Applicable – The proposed loan shall be funded out of the Company's internal accruals, and no external financial indebtedness has been incurred or is proposed to be incurred for providing such loan. |
| 4 | Proposed interest rate to be charged by listed entity or its subsidiary from the related party. | 12% |
| 5 | Maturity / due date | On or before 31.03.2028 |
| 6 | Repayment schedule & terms | The principal amount shall be repaid on the maturity date as specified above. Interest shall be paid along with the final repayment of the principal amount on the scheduled maturity date. |
| 7 | Whether secured or unsecured? | Unsecured |
| 8 | If secured, the nature of security & security coverage ratio | Not Applicable |
| **9** | The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction. | Working Capital Requirement |
| **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. | Internal Accruals |
| 2 | Where any financial indebtedness is incurred to make investment, specify the following: | Not Applicable |
| a. | Nature of indebtedness | Not Applicable |
| b. | Total cost of borrowing | Not Applicable |
| c. | Tenure | Not Applicable |
| d. | Other details | Not Applicable |
| 3 | Purpose for which funds shall be utilized by the investee company | The funds shall be utilized by the Subsidiary Company for financing long-term capital expenditure, creation and enhancement of manufacturing assets, and upgradation of its technological infrastructure. |
| **4** | Material terms of the proposed transaction | The investment may be made from time to time, up to the maximum limit specified above, in equity shares or convertible securities of the Subsidiary Company as may be determined by the Board of Directors of the Company based on the operational, business and capital requirements of the Subsidiary Company. |
| **B(4)** | **Disclosure only in case of guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.** | |
| 1 | (a) Rationale for giving guarantee, surety, indemnity or comfort letter | The corporate guarantee is proposed to support the financial requirements of the Subsidiary Company and facilitate its access to the necessary credit, working capital, and fund-based and non-fund-based borrowing facilities. The proposed transaction will strengthen the Subsidiary Company's operational capabilities and support its continued growth, while contributing to the broader strategic objectives of the both the entities. |
| | (b) Whether it will create a legally binding obligation on listed entity? | Yes. The corporate guarantee will constitute a legally binding and enforceable financial obligation of Paras Defence, which will arise upon a payment default by the Subsidiary Company and the subsequent invocation of the guarantee by the concerned lending bank or financial institution. |
| 2 | Material covenants of the proposed transaction including: | |
| | (i) commission, if any to be received by the listed entity or its subsidiary; | Paras Defence proposes to charge and receive a guarantee fee/commission from the Subsidiary Company for providing the corporate guarantee. The fee will be determined on an arm's length basis and in |

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| | | accordance with applicable laws, GST provisions, and the Company's Related Party Transaction Policy. |
| | (ii) contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked. | In the event of invocation of the corporate guarantee and any payment made by Paras Defence to the lender, Paras Defence shall have an absolute right of subrogation and indemnity to recover from the Subsidiary Company all amounts so paid, together with any associated costs, expenses, and interest, in accordance with the underlying agreements and applicable contractual arrangements. |
| **3** | The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified. | The maximum obligation of Paras Defence under the corporate guarantee shall be limited to the overall omnibus limit approved for this transaction, including the principal amount accrued interest, and other charges specified under the guarantee agreement. |
| **C** | **Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a material RPT and is in addition to Part A and B** | |
| **C(1)** | Disclosure only in case 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 | The Subsidiary company does not carry an external standalone credit rating as it is closely held. |
| 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. | Nil. The Subsidiary Company has not committed any defaults on borrowings from the Company or any other lenders during the last three financial years. There are no subsisting defaults. |
| | 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; | No. The accounts of the Subsidiary Company have not been classified as a non-performing asset (NPA) by any bank or financial institution. |
| | b) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; | No. The Subsidiary Company has not been declared a 'willful defaulter' by any of its lending banks. |
| | c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; | No. The Subsidiary Company is not undergoing, nor is there any legal application for, any insolvency resolution or liquidation process. |
| | 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. | No. The Subsidiary Company does not suffer from any of the statutory disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. |
| | FY 2023-24 | Nil |
| | FY 2024-25 | Nil |
| | FY 2025-26 | Nil |
| **C(2)** | **Disclosure only in case of transactions relating to any investment made by the listed entity or its subsidiary** | |
| 1 | Latest credit rating of the related party | The Subsidiary Company does not carry a standalone external credit rating, as a standalone rating is not applicable. |
| 2 | Whether any regulatory approval is required. If yes, whether the same has been obtained. | No external statutory or government approvals are required for this investment. The proposed transaction is subject entirely to internal corporate approvals under the Companies Act, 2013, and SEBI (LODR) Regulations, 2015, which are obtained via the prior recommendation of the Audit Committee and Board and |

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| | | the resolution placed before the members under this Notice. |
| **3)** | **Disclosure only in case of transactions relating to any guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary** | |
| 1 | If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party | Not Applicable. The associate company does not carry an external credit rating. |
| 2 | Details of solvency status and going concern status of the related party during the last three financial years: | |
| | FY 2025-2026 | Solvent Going Concern |
| | FY 2024-2025 | Solvent Going Concern |
| | FY 2023-2024 | Solvent Going Concern |
| 3 | The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee) surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified. | The maximum aggregate value of the guarantee obligations to be undertaken by the Company shall be strictly limited to the amount specified above. Considering the strong financial position and viability of the associate, the likelihood of invocation of such guarantees is considered remote. Accordingly, no provision is considered necessary in the Company's books of account. The approved guarantee limit shall be disclosed and accounted for as a contingent liability in accordance with the applicable accounting standards. |
| 4 | Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person. | |
| | **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; | Nil. The Subsidiary Company has committed no defaults on borrowings from the Company or any other external person during the last three financial years. The Subsidiary Company has made no defaults on borrowings from the Company or any other external person during the last three financial years. |
| | b) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; | No. The Subsidiary Company has not been declared a willful defaulter' by any of its lending banks. |
| | c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; | No. The Subsidiary Company is not undergoing, nor facing any legal application for, any insolvency resolution or liquidation process. The Subsidiary Company is not undergoing, nor is it facing any legal application for, any insolvency resolution or liquidation process. |
| | 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. | No. The Subsidiary Company does not suffer from any of the statutory disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. |
| | FY 2025-2026 | Nil |
| | FY 2024-2025 | Nil |
| | FY 2023-2024 | Nil |
| **D** | **Minimum Information to be provided to the shareholders for approval of Material RPTs** | |

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| 1 | Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable. | The comprehensive particulars and itemized transaction limits for the proposed transactions with Paras Anti Drone Technologies Private Limited have been prepared in strict accordance with the RPT Industry Standards Framework (Parts A, B, and C). |
| 2 | Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT. | Please refer A(5)(6) |
| 3 | Disclose the fact that the Audit Committee has reviewed the certificates provided by the CEO/ Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards. | Members are hereby informed that the Audit Committee has thoroughly reviewed and taken on record the statutory compliance certificate jointly issued and signed by the Managing Director and the Chief Financial Officer (CFO) of the Company. These certifications confirm that the underlying transaction data is financially accurate, the pricing frameworks reflect genuine arm's-length positions, and internal controls satisfy the RPT Industry Standards. |
| 4 | Disclosure that the material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval. | The proposed transactions with Paras Anti Drone Technologies Private Limited were placed before the Audit Committee at its meeting held on October 29, 2026, and received its unanimous prior approval. Following such approval, the Board of Directors reviewed the strategic, operational, and commercial parameters of the proposed framework and, having considered the same to be in the best interests of the Company, recommends the Resolution set out in this Postal Ballot Notice for approval by the shareholders. |
| 5 | Provide web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT. | NA |
| 6 | The Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and affirm that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision-making. | To safeguard the Group's competitive position and industrial standing in the sensitive defence sector, the Audit Committee and the Board of Directors have approved the redaction of certain proprietary engineering specifications, specialised component margin adjustments, and proprietary technology and blueprint pricing metrics.<br><br>The Board of Directors and the Audit Committee expressly confirm that such redactions are strictly limited to commercially sensitive and trade-secret information and do not affect the aggregate financial thresholds submitted for shareholders' approval. The disclosure package continues to contain all material, relevant, and necessary information required to enable shareholders to make an informed and reasoned decision. |
| 6 | Any other information that may be relevant | The interested Directors and Promoters shall recuse themselves from voting on the proposed transaction. The transaction shall be subject to ongoing monitoring through appropriate secretarial records and shall be placed before the Audit Committee for detailed compliance review on a quarterly basis throughout the financial year.<br><br>There is no other material governance or financial information pertaining to the transaction that is required to be disclosed to the members. |

Accordingly, the consent of the members is sought for passing the Ordinary Resolution as set out in this Notice in relation to the matters detailed above. The Board of Directors recommends the said Resolution for approval of the members of the Company as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out in this Notice, except to the extent of their respective Directorship and shareholding, if any, in the Company.

The Board recommends the Resolution set forth for the approval of the Members.

By the order of the Board of Directors
**For Paras Defence and Space Technologies Limited**

**Sd/-**
**Minal Bhate**
Company Secretary and Compliance Officer

Date: 29-10-2026
Place: Navi Mumbai

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