NOTICE

NOTICE IS HEREBY GIVEN THAT THE 9th ANNUAL GENERAL MEETING OF THE MEMBERS OF PRITIKA ENGINEERING COMPONENTS LIMITED ("THE COMPANY") WILL BE HELD ON THURSDAY, 17TH SEPTEMBER, 2026 AT 10.30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT PLOT NO. C-94, PHASE-VII, INDUSTRIAL FOCAL POINT, S.A.S NAGAR, MOHALI, PUNJAB – 160055 TO TRANSACT FOLLOWING BUSINESS:

ORDINARY BUSINESS:

ITEM NO. 1 – ADOPTION OF FINANCIAL STATEMENTS

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and auditors thereon.

ITEM NO. 2 – ADOPTION OF CONSOLIDATED FINANCIAL STATEMENTS

To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2026 and the reports of the auditors thereon.

ITEM NO. 3 - APPOINTMENT OF MR. AJAY KUMAR (DIN: 02929113) DIRECTOR RETIRING BY ROTATION

To appoint a director in place of Mr. Ajay Kumar (DIN: 02929113) who retires by rotation and being eligible, offers himself for re-appointment.

To consider and if thought fit, to pass with or without modifications the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of section 152 and other applicable provisions of Companies Act, 2013, Mr. Ajay Kumar (DIN: 02929113) who retires by rotation and being eligible offers himself for reappointment, is appointed as director of the company, liable to retire by rotation."

ITEM NO. 4 - RE-APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to provision of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification thereof for the time being in force and as may be enacted from time to time), approval of the members of the Company be and is hereby accorded for reappointment of M/s. Sunil Kumar Gupta & Co., Chartered Accountants, New Delhi (FRN: 003645N) as Statutory Auditors of the Company to hold office for the second consecutive term of two years from the conclusion of 9th Annual General Meeting until the conclusion of 11th Annual General Meeting of the Company to be held for the Financial Year 2027-28 at such remuneration as may be decided by the Board of Directors of the company (or any committee thereof) in consultation with the Statutory Auditors.

RESOLVED FURTHER THAT any of the Directors and/or Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary and expedient to give effect to this resolution."

SPECIAL BUSINESS:

ITEM NO. 5- RE-APPOINTMENT OF MR. AMAN TANDON (DIN: 02159395) FOR SECOND CONSECUTIVE TERM AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY

To consider and if thought fit, to pass with or without modification(s), the following resolution, as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 150 and 152 read with Schedule IV and other **applicable provisions, if any, of the Companies Act, 2013 ("the Act"), and Companies (**Appointment and Qualification of Directors) Rules, 2014 and Regulation 25(2A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company in their respective meeting held on 07.08.2026, Mr. Aman Tandon (DIN: 02159395), who was appointed as an Independent Director of the Company for the first term upto 24.08.2026 and who being eligible for re-appointment as an Independent Director and has submitted a declaration that he meets the criteria of Independence as provided in Section 149(6) of the Act as well as Regulation 16(1)(b) of SEBI (LODR) Regulations, 2015 along with his consent and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five consecutive years effective from 25.08.2026 to 24.08.2031.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and other applicable provisions, if any of the Companies Act, 2013 read with rules made there under (including any statutory amendment(s) or modification(s) thereto or substitution(s) or re-enactment(s) made thereof for the time being in force), Mr. Aman Tandon (DIN: 02159395) be paid such fees as the Board of Directors or the Nomination and Remuneration Committee may approve from time to time which shall however be subject to the limits prescribed in the Act from time to time.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any of the Directors and/or Company Secretary of the Company be and are hereby severally authorized, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, and to sign, execute and submit all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form with the Registrar of Comp**anies."**

ITEM No. 6- TO APPROVE PAYMENT OF REMUNERATION TO MR. AJAY KUMAR (NON-EXECUTIVE DIRECTOR) FOR THE FINANCIAL YEAR 2026-27, WHICH MAY EXCEED FIFTY PER CENT OF THE TOTAL REMUNERATION PAYABLE TO ALL THE NON-EXECUTIVE DIRECTORS OF THE COMPANY

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Regulation 17(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, as amended, approval of the members of the Company be and is hereby accorded for payment of remuneration to Mr. Ajay Kumar (DIN: 02929113), Non-Executive Director, for the Financial Year 2026-27, which may exceed fifty per cent of the total remuneration that may be payable to all Non-Executive Directors of the Company for the Financial Year 2026-27.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any of the Directors and/or Company Secretary of the Company be and are hereby severally authorized, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, and to sign, execute and submit all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-forms **with the Registrar of Companies."**

ITEM NO. 7- APPROVAL FOR RELATED PARTY TRANSACTIONS WITH PRITIKA AUTO INDUSTRIES LTD.

To consider and if thought fit, to pass with or without modifications the following resolution as an Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Section 2(76), Section 188 of the Companies Act, 2013 (Act) and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time, and in terms of Regulation 2(1) (zc) and 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **('Listing Regulations'), read with SEBI Circulars dated June 26, 2025 and October 13, 2025 with respect to revised Industry Standards on "Minimum** Information to be provided to the audit committee and shareholders for approval of Related Party Transactions**" ("SEBI Circular on RPTs Industry Standards") as amended from time to time, read with the Company's Policy on Related Party Transactions and subject to the other requisite statutory/ regulatory** approvals, if any, required, and based on the prior approva**l of the audit committee ("Audit Committee") and** the Board of Directors **of the Company (hereinafter referred to as the "Board"**), the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company for the material modification to the Related Party Transactions with Pritika Auto Industries Ltd. previously approved by the members in the Annual General Meeting held on 06.09.2024. The Company is allowed to enter into related party transaction(s) and/ or carrying out and/ or continuing with existing contracts/ arrangements/ transactions or modification(s) of contracts/ arrangements/ transactions or as fresh and independent transaction(s) or otherwise whether individually or series of transaction(s) taken together or otherwise, with Pritika Auto Industries Ltd, (CIN: L45208PB1980PLC046738), holding Company, a related party of the Company, on such material terms and conditions as may be mutually agreed for a period of five financial years from FY 2026-27 to FY 2030-31, with relation to i) purchase of Auto components/ parts, castings, scrap; ii) sale of Auto components/ parts, castings, scrap iii) taking inter-corporate loans and payment of interest thereon ; iv) availing services/ Job Work; v) providing services/Job Work ; vi) taking corporate guarantee/ security/ surety/ indemnity /comfort letter, in connection with loans/ business; vii) investment in shares, other securities and instruments by Pritika Auto Industries Limited in Pritika Engineering Components Ltd.; viii) Other residual RPT the transactions that will be purely recurring in nature for furtherance of business(including reimbursement of expenses/other expenses paid or received) (hereinafter collectively referred to as 'related party transactions') for the Cumulative value of transactions not exceeding Rs. 455.00 crore, Rs. 558.00 crore, Rs. 666.00 crore, Rs. 802.00 crore and Rs. 960.00 crore for the financial year 2026-27, 2027-28, 2028-29, 2029-30 and 2030-31 respectively, on the terms and conditions mentioned in the explanatory statement, provided herein, however that the contracts, agreements, arrangements and transactions so carried out shall be at arm's length basis and in Company's ordinary course of business.

RESOLVED FURTHER THAT Mr. Harpreet Singh Nibber, Chairman and Managing Director, Mr. Ajay Kumar, Director, Mr. Narinder Kumar Tyagi, Director & Chief Financial Officer and Mr. Karan Malhotra, Secretary of the Company be and are hereby severally authorized to do and perform all such acts, deeds, matters and things, as may be necessary and expedient, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental authorities, if any, in this regard and deal with any matters, take necessary steps as 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 or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

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 any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorised by the Board, in connection with any matter referred to or contemplated in the foregoing resolution and all related party transactions already entered into by the Company with Pritika Auto Industries Limited be and are hereby **approved, ratified and confirmed in all respects."**

ITEM NO. 8- APPROVAL FOR RELATED PARTY TRANSACTIONS WITH MEETA CASTINGS LTD.

To consider and if thought fit, to pass with or without modifications the following resolution as an Ordinary Resolution

"**RESOLVED THAT** pursuant to the provisions of Section 2(76), Section 188 of the Companies Act, 2013 (Act) and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time, and in terms of Regulation 2(1) (zc) and 23 of the SEBI (Listing **Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), read with SEBI Circulars** dated June 26, 2025 and October 13, 2025 with respect to revised Industry Stan**dards on "Minimum** Information to be provided to the audit committee and shareholders for approval of Related Party **Transactions" ("SEBI Circular on RPTs Industry Standards") as amended from time to time, read with the Company's Policy on Related Party Tra**nsactions and subject to the other requisite statutory/ regulatory **approvals, if any, required, and based on the prior approval of the audit committee ("Audit Committee") and** the Board of Directors **of the Company (hereinafter referred to as the "Board"**), the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company for the material modification to the Related Party Transactions with Meeta Castings Ltd. previously approved by the members in the Annual General Meeting held on 06.09.2024. The Company is allowed to enter into related party transaction(s) and/ or carrying out and/ or continuing with existing contracts/ arrangements/ transactions or modification(s) of contracts/ arrangements/ transactions or as fresh and independent transaction(s) or otherwise whether individually or series of transaction(s) taken together or otherwise, with Meeta Castings Ltd, (CIN: U27100PB2022PLC055438), subsidiary Company, a related party of the Company, on such material terms and conditions as may be mutually agreed for a period of five financial years from FY 2026-27 to FY 2030-31, with relation to i) purchase of Auto components/parts, castings, scrap; ii) sale of Auto components/ parts, castings, scrap iii) giving inter-corporate loans and receiving of interest thereon; iv) availing services/ Job Work; v) providing services/Job Work; vi) giving corporate guarantee/security/surety/indemnity/comfort letter, in connection with loans/ business; vii) investment by Pritika Engineering Components Ltd. in shares, securities and other instruments of Meeta Castings Ltd.; viii) Other residual RPT the transactions that will be purely recurring in nature for furtherance of business(including reimbursement of expenses/other expenses paid or received) (hereinafter collectively referred to as 'related party transactions') for the Cumulative value of transactions not exceeding Rs. 140.00 crore, Rs. 200.00 crore, Rs. 240.00 crore, Rs. 291.00 crore and Rs. 335.00 crore for the financial year 2026-27, 2027-28, 2028-29, 2029-30 and 2030-31 respectively, on the terms and conditions mentioned in the explanatory statement, provided herein, however that the contracts, agreements, arrangements and transactions so carried out shall be at arm's length basis and in Company's ordinary course of business.

RESOLVED FURTHER THAT Mr. Harpreet Singh Nibber, Chairman and Managing Director, Mr. Ajay Kumar, Director, Mr. Narinder Kumar Tyagi, Director & Chief Financial Officer and Mr. Karan Malhotra, Secretary of the Company be and are hereby severally authorized to do and perform all such acts, deeds, matters and things, as may be necessary and expedient, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental authorities, if any, in this regard and deal with any matters, take necessary steps as 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 or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

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 any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorised by the Board, in connection with any matter referred to or contemplated in the foregoing resolution and all related party transactions already entered into by the Company with Meeta Castings Limited be and are hereby approved, **ratified and confirmed in all respects."**

ITEM NO. 9- APPROVAL FOR RELATED PARTY TRANSACTIONS BY MEETA CASTINGS LTD., SUBSIDIARY OF THE COMPANY, WITH PRITIKA AUTO INDUSTRIES LTD.

To consider and if thought fit, to pass with or without modifications the following resolution as an Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Section 2(76), Section 188 of the Companies Act, 2013 (Act) and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time, and in terms of Regulation 2(1) (zc) and 23 of the SEBI (Listing Obligations and Disclosure Requirements) Re**gulations, 2015 ('Listing Regulations'), read with SEBI Circulars dated June 26, 2025 and October 13, 2025 with respect to revised Industry Standards on "Minimum** Information to be provided to the audit committee and shareholders for approval of Related Party **Transactions" ("SEBI Circular on RPTs Industry Standards") as amended from time to time, read with the Company's Policy on Related Party Transactions and subject to the other requisite statutory/ regulatory** approvals, if any, required, and based on the **prior approval of the audit committee ("Audit Committee") and** the Board of Directors **of the Company (hereinafter referred to as the "Board"**), the consent of the members of the Company be and is hereby accorded to the Board of Directors of Meeta Castings Ltd., Subsidiary Company to enter into related party transaction(s) and/ or carrying out and/ or continuing with existing contracts/ arrangements/ transactions or modification(s) of contracts/ arrangements/ transactions or as fresh and independent transaction(s) or otherwise whether individually or series of transaction(s) taken together or otherwise, by Meeta Castings Ltd, (CIN: U27100PB2022PLC055438), subsidiary Company, with Pritika Auto Industries Ltd. (CIN: L45208PB1980PLC046738) a related party of the Company, on such material terms and conditions as may be mutually agreed for a period of five financial years from FY 2026-27 to FY 2030-31, with relation to i) purchase of Auto components/ parts, castings, scrap; ii) sale of Auto components/ parts, castings, scrap iii) taking inter-corporate loans and payment of interest thereon; iv) availing services/ Job Work; v) providing services/Job Work; vi) taking corporate guarantee/security/surety/indemnity/comfort letter, in connection with loans/ business; vii) investment in shares, other securities and instruments by Pritika Auto Industries Ltd. in Meeta Castings Ltd..; viii) Other residual RPT the transactions that will be purely recurring in nature for furtherance of business(including reimbursement of expenses/other expenses paid (hereinafter collectively referred to as 'related party transactions') for the Cumulative value of transactions not exceeding Rs. 135.00 crore, Rs. 175.00 crore , Rs. 215.00 crore, Rs. 260.00 crore and Rs. 312.00 crore for the financial year 2026-27, 2027-28, 2028-29, 2029-30 and 2030-31 respectively, on the terms and conditions mentioned in the explanatory statement, provided herein, however that the contracts, agreements, arrangements and transactions so carried out shall be at arm's length basis and in Company's ordinary course of business of Meeta Castings Ltd.

RESOLVED FURTHER THAT Mr. Harpreet Singh Nibber, Mr. Ajay Kumar and Mr. Narinder Kumar Tyagi, Directors of Meeta Castings Ltd. be and are hereby severally authorized to do and perform all such acts, deeds, matters and things, as may be necessary and expedient, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental authorities, if any, in this regard and deal with any matters, take necessary steps as 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 or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

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

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorised by the Board, in connection with any matter referred to or contemplated in the foregoing resolution and all related party transactions already entered into by the Subsidiary i.e. Meeta Castings Limited with Pritika Auto Industries **Limited be and are hereby approved, ratified and confirmed in all respects."**

ITEM NO. 10- ISSUANCE OF UP TO 50,00,000 EQUITY SHARES ON PREFERENTIAL BASIS UPON CONVERSION OF OUTSTANDING UNSECURED LOAN INTO EQUITY, TO THE PERSON BELONGING TO 'PROMOTER & PROMOTER GROUP'

To consider and, if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the "Act") read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under (including any statutory modification(s) thereto or re-enactment thereof for the time being in force), enabling provisions in Memorandum and Articles of Association of Pritika Engineering Components Limited (the **Company'), provisions of the uniform listing** agreements entered into by the Company with the relevant stock exchange where the shares of the Company are listed ("Stock Exchange"), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India ("SEBI"), as amended including the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time ("SEBI ICDR Regulations"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") and the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time (the "SEBI Takeover Regulations"), as amended from time to time and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by the Ministry of Corporate Affairs, SEBI and / or any other competent authorities, and subject to the approvals, consents, permissions and/or sanctions, as may be required from the Government of India, SEBI, Stock Exchange and any other relevant statutory, regulatory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and/or modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and/or sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee, which the Board has constituted or may hereinafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), the consent of the Members of the Company be and is hereby accorded to create, issue, offer and allot, on a preferential basis, up to 50,00,000 (Fifty Lakhs) Equity Shares of face value of Rs. 5/- (Rupees Five Only) fully paid up, at a price of Rs. 64/- (Rupees Sixty Four only) per equity share [i.e. including a premium of Rs. 59/- (Rupees Fifty Nine only) per equity share, or such higher price which shall not be less than the price determined in accordance with Chapter V (Preferential Issue) of the SEBI (ICDR) Regulations to person belonging to Promoter & Promoter Group towards conversion of outstanding unsecured loan into equity shares to the extent of Rs. 32,00,00,000/- (Rupees Thirty Two Crores Only) as mentioned herein below.

S. No.	Name of the Proposed Allottee	Category	No of shares to be allotted
1	Pritika Auto Industries Limited	Promoter	50,00,000
	Total		50,00,000

RESOLVED FURTHER THAT in terms of the provisions of Chapter V of SEBI (ICDR) Regulations, the relevant date for determining the minimum issue price of Equity Shares shall be Tuesday, 18th day of August, 2026, being the date 30 days prior to the date of the Annual General Meeting of the shareholders of the Company scheduled to be held, i.e., Thursday, the 17th day of September, 2026."

RESOLVED FURTHER THAT the aforesaid issue of Equity Shares shall be subject to the following terms and conditions:

a) The outstanding unsecured loans extended by the proposed allottee shall be adjusted towards the subscription /allotment of equity shares, meaning thereby an amount required to be paid towards the consideration for the equity shares shall be set off from the outstanding unsecured loan at the time of subscription of the equity shares.

b) The pre-preferential shareholding of the Proposed Allottee and Equity Shares to be allotted to the Proposed Allottee shall be under lock in for such period as may be prescribed under Chapter V of the SEBI (ICDR) Regulations.

c) The Equity Shares to be allotted to the Proposed Allottee under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI (ICDR) Regulations except to the extent and in the manner permitted there under.

d) The Equity Shares shall be allotted within a period of 15 (fifteen) days from the date of passing shareholder's resolution in this regard, provided where the allotment of the Equity Shares is pending on account of pendency of any approval of such allotment by any regulatory authority, the allotment shall be completed within a period of 15 (fifteen) days from the date of receipt of such approval.

e) Allotment of Equity shares shall only be made in dematerialized form."

RESOLVED FURTHER THAT the Equity Shares proposed to be so allotted shall rank pari-passu in all respects including as to dividend, with the existing fully paid-up Equity Shares of face value of Rs. 5/- each of the Company, subject to the relevant provisions contained In the Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT subject to the receipt of such approvals as may be required underapplicable laws, consent of the Members of the Company be and is hereby accorded to recordthe name and details of the Proposed Allottee in Form PAS-5 and the Board be and is herebyauthorized to make an offer to the Proposed Allottee through Letter of Offer/ PrivatePlacement Offer Letter cum application letter in Form PAS 4 or such other form as prescribed under the Act and SEBI (ICDR) Regulations containing the terms and conditions **("Offer Document**"),after passing of this resolution and receiving any applicable regulatory approvals with a stipulation that the allotment would be made only upon receipt of in-principle approval from the Stock Exchange, and within the timelines prescribed under applicable laws.

RESOLVED FURTHER THAT Mr. Harpreet Singh Nibber, Managing Director (DIN: - 00239042) and / or Mr. Narinder Kumar Tyagi Director & Chief Financial Officer (DIN:- 00483827) and / or Mr. Karan Malhotra Company Secretary & Compliance Officer of the Company be and are hereby severally authorized on behalf of the Company for the purpose of giving effect to this resolution and authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient including application to Stock Exchange for obtaining of in-principle approval, listing of shares, filing of requisite documents with the Stock Exchange, SEBI, Registrar of Companies, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/or such other authorities as may be necessary for the purpose, to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said Equity Shares, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the shareholders."

ITEM NO. 11- RAISING OF FUNDS THROUGH ISSUANCE OF UPTO 12,00,000 EQUITY SHARES ON PREFERENTIAL ALLOTMENT BASIS TO THE INVESTORS - NON-PROMOTER, (PUBLIC) CATEGORY FOR CASH

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 42, 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 and applicable rules made thereunder, including the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and others rules and regulations made thereunder (including any amendment(s), statutory modification(s) or re- **enactment(s) thereof), (hereinafter referred to as the 'Act'),** in accordance with the provisions of the Memorandum and Articles of Association of Pritika Engineering Components Limited (the **Company'), and pursuant to the provisions under the Chapter V of SEBI** (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time (the **'SEBI** (ICDR) Reg**ulations'), the regulations issued by the Securities and Exchange Board of India ('SEBI'), including the SEBI (Listing** Obligations and Disclosure Requirements) Regulations,2015 as amended (the **'Listing Regulations'),** the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time (the "SEBI Takeover Regulations"), Securities And Exchange Board of India (Foreign Portfolio Investors) Regulations, 2019 , the applicable provisions of the Foreign Exchange Management Act, 1999, including any amendment(s), statutory modification(s), variation(s) or re-enactment(s) thereof **("FEMA"), the extant consolidated Foreign Direct Investment Policy, as amended and replaced from time to time ("FDI Policy")** and the Foreign Exchange Management (Non-debt Instruments) Rules, 2020, as amended, and such other applicable rules, regulations, guidelines, notifications, circulars and clarifications issued/ to be issued thereon **by the Government of India ("GOI"), Ministry of Finance (Department of Economic Affairs) ("MoF"), Department for Promotion of Industry and Internal Trade, Ministry of Corporate Affairs ("MCA"), the Reserve Bank of India ("RBI"), the Securities and Exchange Board of India ("SEBI"), the National Stock** Exchange of India Lim**ited (NSE) (the 'Stock Exchange'), any other rules, regulations, guidelines,** notifications, circulars and clarifications issued by the Government of India and subject to such other approvals, permissions, sanctions and consents, as may be necessary and on such terms and conditions (including any alterations, modifications, corrections, changes and variations, if any, that may be stipulated while granting such approvals, permissions, sanctions and consents) by any regulatory authorities and which may be acce**pted by the Board of Directors of the Company (hereinafter referred to as 'Board' which term** shall be deemed to include any duly constituted/ to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution), the consent, authority and approval of the Members of the Company be and is hereby accorded to the Board to offer, issue and allot upto 12,00,000 (Twelve Lakhs) equity shares of the face value of Rs. 5/- (Rupees Five) each fully paid up, on a preferential basis to the Proposed allottees under Non-Promoter, (Public) category as mentioned herein below at a price of Rs. 64/- (Rupees Sixty Four only) per equity share [i.e. including a premium of Rs. 59/- (Rupees Fifty Nine only) per equity share, or such higher price which shall not be less than the price determined in accordance with Chapter V (Preferential Issue) of the SEBI (ICDR) Regulations.

S. No.	Name of the Proposed Allottees	Category	No. of shares to be allotted
1	Karan Pankajbhai Shah	Non-Promoter, (Public)	2,50,000
2	Amiben Jigneshkumar Shah	Non-Promoter, (Public)	2,50,000
3	Akash Lalabhai Patel	Non-Promoter, (Public)	1,24,000
4	Kusumben Hiralal Shah	Non-Promoter, (Public)	1,26,000
5	MayurKumar A Khara	Non-Promoter, (Public)	24,000
6	AmitKumar ArunKumar Khara	Non-Promoter, (Public)	26,000
7	Shah Shilpabahen Alpesh	Non-Promoter, (Public)	50,000
8	Shah Hetalben Rajesh	Non-Promoter, (Public)	50,000
9	Chaitaliben Tejasbhai Shah	Non-Promoter, (Public)	50,000
10	Shah Nilaben C	Non-Promoter, (Public)	50,000
11	Jasjot Singh	Non-Promoter, (Public)	2,00,000
	Total		**12,00,000**

RESOLVED FURTHER THAT the equity shares of the Company being offered, issued and allotted to the Proposed Allottees by way of preferential allotment shall, *inter-alia,* be subject to the following:

a) 100% of the preferential allotment consideration shall be payable on or before the date of the allotment of the equity shares;

b) The equity shares so offered, issued and allotted to the Proposed Allottees, shall be issued by the Company for cash consideration;

c) The consideration for allotment of equity shares shall be paid to the Company by the Proposed Allottees from their respective bank accounts;

d) The equity shares shall be issued and allotted by the Company to the Proposed Allottees within a period of 15 days from the date of passing of this resolution, provided that, if any approval or permission by any regulatory authority / Stock Exchange/ the Government of India for allotment is pending, the period of 15 days shall be counted from the date of receipt of last of such approval(s);

e) The equity shares shall be issued and allotted by the Company to the Proposed Allottees in de-materialized form within the time prescribed under the applicable laws;

f) The equity shares to be offered, issued and allotted shall rank *pari passu* with the existing equity shares of the Company in all respects including the dividend and voting rights, if any;

g) The **"Relevant** Date" for the purpose of determination of the floor price of the Subscription Shares to be issued and allotted as stated above, as per the SEBI (ICDR) Regulations and other applicable laws, is Tuesday, the 18th day of August, 2026 being the date, which is 30 days prior to the date of the Annual General Meeting i.e. Thursday, the 17th day of September, 2026.

h) The equity shares to be offered, issued and allotted shall be subject to lock-in as provided under the applicable provisions of SEBI (ICDR) Regulations; and

i) The equity shares so offered, issued and allotted will be listed on National Stock Exchange of India Limited (NSE) where the equity shares of the Company are listed, subject to the receipt of necessary permissions and approvals, as the case may be.

RESOLVED FURTHER THAT the monies to be received by the Company from the Proposed Allottees towards application for subscription of the equity shares pursuant to this Preferential Issue shall be kept by the Company in a separate scheduled bank account opened by the Company and shall be utilized by the Company **in accordance with Section 42 of the Act".**

RESOLVED FURTHER THAT subject to the receipt of such approvals as may be required under applicable laws, consent of the Members of the Company be and is hereby accorded to record the name and details of the Proposed Allottees in Form PAS-5 and the Board be and is hereby authorized to make an offer to the Proposed Allottees through Letter of Offer/ Private Placement Offer Letter cum application letter in Form PAS 4 or such other form as prescribed under the Act and SEBI (ICDR) Regulations containing the terms and **conditions ("Offer Document"), after passing of this resolution and receiving any applicable regulatory** approvals with a stipulation that the allotment would be made only upon receipt of in-principle approval from the Stock Exchange, and within the timelines prescribed under applicable laws.

RESOLVED FURTHER THAT Mr. Harpreet Singh Nibber Managing Director (DIN: - 00239042) and / or Mr. Narinder Kumar Tyagi Director & Chief Financial Officer (DIN:- 00483827) and / or Mr. Karan Malhotra Company Secretary & Compliance Officer of the Company be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary or desirable for such purpose and for the purpose of giving effect to this resolution, including without limitation - (i) to vary, modify or alter any of the relevant terms and conditions, attached to the Shares to be allotted to the Proposed Allottees for effecting any modifications, changes, variations, alterations, additions and/or deletions to the preferential issue as may be required by any regulatory or other authorities or agencies involved in or concerned with the issue of the equity shares; (ii) making applications to the Stock Exchange for obtaining in-principle approvals; (iii) listing of shares; (iv) filing requisite documents with the Ministry of Corporate Affairs and other statutory / regulatory authorities; (v) filing of requisite documents with the depositories; (vi) to resolve and settle any questions and difficulties that may arise in the preferential offer; (vii) issue and allotment of the Shares; and (viii) to take all other steps including execution of any documents on behalf of the Company and to represent the Company before any governmental or regulatory authorities, and to appoint any professional advisors, bankers, consultants and advocates to give effect to this resolution and further to take all others steps which may be incidental, consequential, relevant or ancillary in this regard without being required to seek any further consent or approval of the Members of the Company, and that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution, and the decision of the Board in relation to the foregoing shall be final and conclusive."

ITEM NO. 12- RAISING OF FUNDS THROUGH ISSUANCE OF UPTO 4,00,000 WARRANTS CONVERTIBLE INTO EQUITY SHARES ON PREFERENTIAL ALLOTMENT BASIS TO THE NON-PROMOTER, (PUBLIC) CATEGORY FOR CASH

To consider and, if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 42, 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 and applicable rules made thereunder, including the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and others rules and regulations made thereunder (including any amendment(s), statutory modification(s) or re- **enactment(s) thereof), (hereinafter referred to as the 'Act'), in accordance with the** provisions of the Memorandum and Articles of Association of Pritika Engineer**ing Components Limited ('the Company'), the regulations issued by the Securities and Exchange Board of India ('SEBI'), including the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (the 'Listing Regulations'),** the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time (the "SEBI Takeover Regulations"), SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the **'SEBI** (ICDR) **Regulations'),** as amended, and such other applicable rules, regulations, guidelines, notifications, circulars and clarifications issued/ to be issued thereon by the Government of India **("GOI"),** Ministry of Finance (Department of Economic Affairs) **("MoF"), Ministry of Corporate** Affairs **("MCA"), the Securities and Exchange Board of India ("SEBI"), the National Stock Exchange of India Limited (NSE), (the 'Stock Exchange'), any other rules, regulations, guidelines, notifications, circulars and** clarifications issued by the Government of India and subject to such other approvals, permissions, sanctions and consents, as may be necessary and on such terms and conditions (including any alterations, modifications, corrections, changes and variations, if any, that may be stipulated while granting such approvals, permissions, sanctions and consents) by any regulatory authorities and which may be accepted by **the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to** include any duly constituted/ to be constituted Committee of Directors thereof to exercise its powers including powers conferred under this resolution), the approval of the members be and is hereby accorded to the Company to offer, issue and allot, upto 4,00,000 (Four Lakhs) convertible warrants (Warrants) at a price of Rs. 64/-(Sixty Four) per warrant to the proposed allottees under Non-Promoter, (Public) category each convertible into 1 (One) Equity Share of the face value of Rs. 5/- (Rupees Five only) each fully paid up and a security premium of Rs. 59/- (Rupees Fity Nine only) per share or such higher price which shall not be less than the minimum specified price of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, and such Warrants shall be convertible within a period of 18 months from the date of allotment, in one or more tranches in such manner and on such other terms and conditions, as the Board may, in its absolute discretion, think fit as per the details given herein below.

S. No.	Name of the Proposed Allottee	Category	No of Warrants to be allotted
1	Healthy Biosciences Limited	**Non-Promoter, (Public)**	**4,00,000**
	Total		**4,00,000**

RESOLVED FURTHER THAT the "Relevant Date" for the purpose of determination of the floor price of the Subscription Shares to be issued and allotted as stated above, as per the SEBI (ICDR) Regulations and other applicable laws, is - Tuesday, the 18th day of August, 2026 being the date, which is 30 days prior to the date of the Annual General Meeting i.e. Thursday, the 17th day of September, 2026.

RESOLVED FURTHER THAT:

i. The Board is authorized to issue and allot upto 4,00,000 (Four Lakhs) warrants at a price of Rs. 64/-(Sixty Four) per warrant aggregating upto Rs. 64/- (Rupees Sixty Four only), or such higher price which shall not be less than the minimum specified price as per the SEBI (ICDR) Regulations, which will entitle the holder to exercise and apply for 4,00,000 (Four Lakhs) Equity Shares of the face value of Rs. 5/- (Rupees Five only) each at a securities premium of Rs. 59/- (Rupees Fifty Nine only) per Equity share of the Company against each warrant.

ii. Each Warrant held by the Proposed Allottee shall entitle them to apply for and obtain allotment of 1 (One) Equity Share of the face value of Rs. 5/- (Rupees Five only) at a security premium of Rs. 59/- per share at any time after the date of allotment but on or before the expiry of 18 (eighteen) months from the date of allotment.

iii. The Proposed Warrant Allottee shall, on the date of allotment of Warrants, pay an amount equivalent to at least 25% of the Warrant Issue Price fixed per Warrant in terms of the SEBI (ICDR) Regulations which will be kept by the Company to be adjusted and appropriated against the Warrant issue price of the Equity Shares. The balance 75% of the Warrant issue price shall be payable by the Warrant holder at the time of exercising the Warrants.

iv. The consideration for allotment of Warrants shall be paid to the Company by the Proposed Allottee from their bank accounts;

v. Allotment of Warrants and Equity Shares arising out of conversion of warrants shall only be made in dematerialized form.

vi. In the event the Warrant holder does not exercise the option for Equity Shares within a period of 18 months, the unexercised warrants shall expire and the consideration paid in respect of such warrants shall stand forfeited.

vii. The Warrants shall be convertible into Equity Shares of the Company on subscription, exercise and application, without any further approval of the shareholders prior to or at the time of conversion.

viii. Upon receipt of the consideration against Warrants, the Board (or a Committee thereof) shall allot one equity share per warrant by appropriating Rs. 5/- towards equity share capital and Rs. 59/- towards securities premium.

ix. The Warrants by itself, until conversion and allotment of equity shares, does not give to the holder thereof any right including voting rights similar to the shareholders of the company.

x. The Warrants shall be allotted within a period of 15 days from the date of passing of this resolution, provided that if any approval or permission by any regulatory authority/ Stock Exchange/ the Central Government for allotment is pending, the period of 15 days shall be counted from the date of receipt of such approval or permission.

xi. The equity shares arising out of conversion of warrants shall be listed on the stock exchange viz. National Stock Exchange of India Limited (NSE) where the existing equity shares of the Company are listed.

xii. In the event of the company making a bonus issue of shares or making rights issue of shares or any other securities or any other corporate restructuring or arrangement including merger/ demerger/ acquisitions, in whatever proportion prior to the exercise of the rights attached to the Warrants, the entitlement of the holders shall stand augmented in the same proportion in which the equity share capital of the company increases as a consequence of such bonus / rights issues / corporate restructuring and that the exercise price of the Warrants be adjusted accordingly, subject to such approvals as may be required.

xiii. The Warrants and Equity shares arising out of exercise of right attached to the warrant(s) to be allotted to the Non-Promoter, (Public) category pursuant to the proposed Special Resolution shall be subject to lock-in as per the requirements of SEBI (ICDR) Regulations, 2018 as amended from time to time.

RESOLVED FURTHER THAT the monies to be received by the Company from the Proposed Allottee towards application for subscription of the Warrants pursuant to this Preferential Issue shall be kept by the Company in a separate scheduled bank account opened by the Company and shall be utilized by the Company in accordance with Section 42 of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue and allot such number of Securities as may be required, including issue and allotment of equity shares upon conversion of any warrants referred to above or as may be necessary in accordance with the terms of the offer, and all such equity shares shall be ranking pari passu with the then existing equity shares of the Company in all respects including dividend;

RESOLVED FURTHER THAT subject to the receipt of such approvals as may be required underapplicable laws, consent of the Members of the Company be and is hereby accorded to record the name and details of the Proposed Allottee in Form PAS-5 and the Board be and is hereby authorized to make an offer to the Proposed Allottee through Letter of Offer/ PrivatePlacement Offer Letter cum application letter in Form PAS-4 or such other form as prescribed under the Act and SEBI (ICDR) Regulations containing the terms and conditions **("Offer Document**"),after passing of this resolution and receiving any applicable regulatory approvals with a stipulation that the allotment would be made only upon receipt of in-principle approval from the Stock Exchange, and within the timelines prescribed under applicable laws.

RESOLVED FURTHER THAT Mr. Harpreet Singh Nibber Managing Director (DIN: - 00239042) and / or Mr. Narinder Kumar Tyagi Director & Chief Financial Officer (DIN:- 00483827) and / or Mr. Karan Malhotra Company Secretary & Compliance Officer of the Company be and is hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary or desirable for such purpose and for the purpose of giving effect to this resolution, including without limitation - (i) to vary, modify or alter any of the relevant termsand conditions, attached to the Warrants to be allotted to the Proposed Allottee for effecting any modifications, changes, variations, alterations, additions and/or deletions to the preferential issue as may be required by any regulatory or other authorities or agencies involved in or concerned with the issue of the warrants (ii) making applications to the Stock Exchange for obtaining in-principle approvals; (iii) listing of shares arising out of conversion of warrants (iv) filing requisite documents with the Ministry of Corporate Affairs and other statutory / regulatory authorities; (v) filing of requisite documents with the depositories; (vi) to resolve and settle any questions and difficulties that may arise in the preferential offer; (vii) issue and allotment of the warrants and (viii) to take all other steps including execution of any documents on behalfof the Company and to represent the Company before any governmental or regulatory authorities, and to appoint any professional advisors, bankers, consultants and advocates to give effect to this resolution and further to take all others steps which may be incidental, consequential, relevant or ancillary in this regard without being required to seek any further consent or approval of the Members of the Company, and that the Members shall be deemedto have given their approval thereto expressly by the authority of this resolution, and the decision of the Board in relation to the foregoing shall be final and conclusive."

For and on behalf of the Board of Directors

Sd/-
Harpreet Singh Nibber
Chairman and Managing Director
DIN: 00239042

Date: 19.08.2026
Place: Mohali

NOTES:

1. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 and rules made thereunder, relating to the Special business to be transacted at the Meeting is annexed hereto.

2. A Member entitled to attend and vote at the meeting is also entitled to appoint a proxy to attend, and on a poll, to vote instead of himself/ herself and such proxy need not be a member of the company.

3. **Proxies, if any, in order to be effective, must be received at the Company's Registered Office not later than** 48 (Forty Eight) hours before the time fixed for holding the meeting. Proxies submitted on behalf of the Companies, etc., must be supported by appropriate resolution/authority, as applicable. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided not less than three days of notice in writing is given to the Company.

4. A person can act as a proxy on behalf of members not more than fifty members holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

5. Corporate Members are requested to send a duly certified true copy of the Board Resolution authorizing their representative to attend and vote at the Meeting on the email id of the Company compliance.pecl@pritikagroup.com

6. Members/Proxies are requested to bring attendance slip to the meeting.

7. Relevant documents referred to in the accompanying Notice and the Statement, are open for inspection by the members at the registered office of the Company at Plot No. C-94, Phase 7, Industrial Focal Point, S.A.S Nagar, Mohali 160055 during the normal business hours (9.00 am to 5.00 pm) (IST) on all working days, except Saturdays and Sundays, up to the date of the Meeting.

8. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold in physical form are requested to write their folio number in the attendance slip.

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

10. Nomination facility for shares is available for Members.

11. Members who would like to receive notices, letters, annual reports, documents and any other correspondence by electronic mode are requested to register their email address with the Company.

12. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and the Secretarial Standards on General Meetings issued by ICSI Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and MCA General Circular No. 10/2022 dated 28th December, 2022 and Circular No. 09/2023 dated 25th September, 2023, General Circular No. 09/2024 dated 19th September, 2024 and Circular No. 03/2025 dated September 22, 2025 **(collectively referred to as "MCA Circulars"), the Company is providing facility** of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system will be provided by NSDL.

13. The Members, whose names appear in the Register of members / list of Beneficial Owners as on Thursday, 10th September, 2026 **("cut-off date") are entitled to vote on the Resolutions set forth in this** Notice.

14. Members who have cast their vote by remote e-voting prior to the Meeting may also attend the Meeting but shall not be entitled to cast their vote again.

15. The Company has appointed Mr. Sushil K Sikka, Practicing Company Secretary (Membership No. 4241 and C.P. No. 3582) proprietor of M/s. S. K. Sikka & Associates, Company Secretaries, as the Scrutinizer to scrutinize the entire e-voting process, in a fair and transparent manner.

    He has communicated his willingness for appointment as scrutinizer and will be available for same purpose.

16. The results declared along with the Scrutinizer's Report shall be placed on the Company's website and on the website of NSDL within two working days of the passing of the resolutions at the AGM of the Company on 17th September, 2026 and will be communicated to the Stock Exchange, where the shares of the Company are listed.

17. A route map to reach the venue of the Meeting to be attached along with this Notice in accordance with Clause No. 1.2.4 of the Secretarial Standard-2 on **"General Meetings".**

18. The members attending the meeting shall carry any one Identity proof so as to get entry in the Venue.

19. In line with the MCA General Circular No. 20/2020 dated 5/5/2020 and 02/2021 dated 13/1/2021, 02/2022 dated 5/5/2022 and SEBI Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12/5/2020, SEBI/HO/CFD/CMD 2/CIR/P/2021/11 dated 15/1/2021 and SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated 13/5/2022, SEBI/HO/CFS/PoD-2/P/CIR/2023/4 dated 5/1/2023 and SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated 7/10/2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, read with SEBI (LODR) Third Amendment Regulations dated 12/12/2024, notice of the AGM along with Annual Report 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice with Annual Report 2026 **will also be available on the Company's** website: https://www.pritikaengineering.com/annual-reports-pritika-engg.html and Website of NSE at www.nseindia.com, and on the website of NSDL at https://www.evoting.nsdl.com. Even after e-communication, members are entitled to receive copy of Notice of AGM along with Annual Report 2025-26 in physical form, upon making a request for the same, by post free of cost. The Shareholders may send requests to the Company's investor email id: compliance.pecl@pritikagroup.com for the same.

20. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the AGM. All documents referred to in the Notice will also be available for inspection at the registered office of the Company at Plot No. C-94, Phase 7, Industrial Focal Point, S.A.S Nagar, Mohali 160055 during the normal business hours (9.00 am to 5.00 pm) (IST), without any fee by the members on all working days from the date of circulation of this Notice up to the date of AGM, i.e. 17th September, 2026.

21. The Register of Members and Share Transfer Register in respect of equity shares of the Company will remain closed from **11th day of September, 2026 to 17th day of September, 2026** (both days inclusive) for the purpose of AGM.

22. Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members.

23. The members whose bank particulars are not updated with their Depositories are requested to update their details.

24. In furtherance of Green Initiative in Corporate Governance by Ministry of Corporate Affairs, the Shareholders are requested to register their email id with the Company or with the Registrar and Transfer Agents.

25. Members whose shareholding is in the electronic mode are requested to direct change of address notifications and updation of Savings Bank Account details to their respective Depository Participants.

26. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. The Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat accounts. The members holding shares in physical form are requested to submit their PAN and Bank Details (copy of PAN Card and original cancelled cheque leaf/attested copy of bank pass book showing name of account holder) to the RTA. SEBI by amendment to Regulation 40 of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 has mandated transfer of securities in dematerialized form only w.e.f. 01.04.2019. In view of this and to eliminate all risks associated with physical shares, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. However, SEBI vide its circular no. HO/38/13/11(2)2026-MIRSD-POD/I/3750/2026 dated 30th January, 2026 has authorized the investors for re-lodgement of transfer

deeds, due to deficiency in the documents/process/or otherwise, for a period of one year from 05th February, 2026 till 04th February, 2027.

27. Pursuant to Master Circular dated 7th May, 2024 and Circular dated 10th June, 2024 issued by SEBI, it shall be mandatory for the holders of physical securities to furnish PAN, contact details (Postal address with PIN and Mobile number), Bank A/c details and specimen signature for their corresponding folio numbers. Members of such folios where in any one of the above mentioned document/details are not updated shall be eligible:

a) To lodge grievance or avail any service request from the RTA ONLY after furnishing PAN and KYC details.

b) For any payment including dividend, interest or redemption payment in respect of such folios ONLY through electronic mode with effect from 1st April, 2024. Members are requested to register/update the details in prescribed Form ISR-1 and other relevant forms, duly filled along with self-attested supporting documents and other relevant forms, with M/s MUFG Intime India Private Limited (Formerly Link Intime India Private Limited), Registrar and Share Transfer Agent of the Company at mumbai@in.mpms.mufg.com Members may download the prescri**bed forms from the Company's** website at https://www.pritikaengineering.com/downloads-pritika-engg.html

28. Members seeking any information or clarification on the Annual Report are requested to write to the company at least ten days in advance from the date of Annual General Meeting, so as to enable the company to compile the information and provide replies at the meeting.

29. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 04, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_ IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, **2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of** disputes arising in the Indian Securities Market.

Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login) and the same can also be accessed through the Com**pany's website** https://www.pritikaengineering.com/smart-odr-pritika-engg.html

30. As per the provisions of Section 72 of the Act, the facility for making a nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nominations are requested to register the same by submitting Form No. SH- 13. If a Member desires to cancel the earlier nomination and record a fresh nomination, he may submit the same in Form No. SH-14. Members who are either not desiring to register for Nomination or would want to opt-out, are requested to fill out and submit Form No. ISR-3. The said forms can be downloaded from the **Company's** website at https://www.pritikaengineering.com/downloads-pritika-engg.html .Members are requested to submit the said form to their DP in case the shares are held in electronic form and to the RTA in case the share are held in physical form, quoting their folio no.

31. **Intimation of details of the agreement, if any under the SEBI (LODR) Regulations, 2015:** Members are informed that in terms of the provisions of the SEBI (LODR) Regulations, 2015, the Company is required to intimate the Stock Exchanges the details of the agreements entered into by the shareholders, promoter(s), members of the promoter(s) group, related parties, directors, key managerial personnel, employees of the Company or of its holding, subsidiary or associate company, among themselves or with the Company or with a third party, solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the Company or impose any restriction or create any liability upon the Company, including disclosure of any rescission, amendment or alteration of such agreements thereto, whether or not the Company is a party to such agreements. Accordingly, it is hereby advised to the members to inform the Company about such agreement to which the Company is not a party, within two (2) working days of entering into such agreements or signing an agreement to enter into such agreements. The Company will inform the details of such agreements to the Stock Exchanges on it becoming aware of it within the prescribed timelines.
[Explanation: For the purpose of this clause, the term "directly or indirectly" includes agreements creating an obligation on the parties to such agreements to ensure that the listed entity shall or shall not act in a particular manner.]

32. **Additional information on director recommended for appointment/reappointment as required under Regulation 36 of the Listing Regulations**

Mr. Ajay Kumar

Mr. Ajay Kumar (DIN: 02929113) aged 52 years, is a young B.E with M.B.A. He has more than 31 years experience in industry. He is associated with the group for the last 26 years and is looking after all the functional areas. He has extensive knowledge of company's operations and possesses rich experience and expertise in production & marketing. He is an approved Internal Auditor for ISO.

Disclosure of relationship between directors inter-se: He is not related to any director or Key Managerial Personnel of the company.

Mr. Ajay Kumar is Joint Managing Director on the Board of Pritika Auto Industries Ltd., a listed entity. He is a Director in Meeta Castings Limited (subsidiary of the company). He is director in Pritika Industries Ltd. He also holds membership of committees of the board. He has not resigned from any listed entity in the past three years.

He is holding two equity shares of the company.

Mr. Aman Tandon

Mr. Aman Tandon (DIN:02159395) aged 51 is B.Tech (Aeronautical). He has vast experience of more than 23 years in Industry. He has experience in operational management, corporate strategy, client engagement, capacity building and fiscal paradigms.

Disclosure of relationship between directors inter-se: He is not related to any director or Key Managerial Personnel of the company.

Mr. Aman Tandon is Managing Director of Milestone Gears Ltd. He is an Independent Director on the Board of Pritika Auto Industries Ltd., a listed entity. He also holds membership of committees of the board. He has not resigned from any listed entity in the past three years.

He is not holding any equity share of the company.

33. **VOTING THROUGH ELECTRONIC MEANS**

I. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015,the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the **business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM) ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).**

II. The Company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.

III. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. Poll will be conducted under the supervision of the Scrutinizer appointed for e-voting and poll. Scrutinizer decision on validity of vote will be final.

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

V. The **remote e-voting period commences on Monday, 14th September, 2026 at 9:00 a.m. and ends on Wednesday, 16th September, 2026 at 5:00 p.m.** During this period, members of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date of 10th September, 2026** may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

VI. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the **cut-off date** of **10th September, 2026**. Any person, who acquires shares of the Company and become member of the Company after email of the notice and holding shares as of the **cut-off date** i.e., **10th September,2026**, may obtain the login ID and password by sending a request at evoting@nsdl.com or compliance.pecl@pritikagroup.com

VII. The process and manner for remote e-voting are as under:

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Monday, 14th September, 2026 at 9:00 A.M. and ends on Wednesday, the 16th September, 2026 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e., 10th September, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date being 10th September, 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.
Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name **or e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on **the "Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After 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 and you will be able

	to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-**Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.** A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 4. Shareholders/Members can also download NSDL Mobile App **"NSDL Speede" facility by scanning the QR code mentioned** below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1 Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2 After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-**Voting service providers' website** directly. 3 If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

	4 Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. 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 a request at evoting@nsdl.com 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 a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911.

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

<u>How to Log-in to NSDL e-Voting website?</u>

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-**Voting system is launched, click on the icon "Login" which** is available **under 'Shareholder/Member' section.**
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.

b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the **'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to** change your password.

   c) **How to retrieve your 'initial password'?**

   (i) If your email ID is registe**red in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from** NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical **form. The .pdf file contains your 'User ID' and your 'initial password'.**

   (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. **If you are unable to retrieve or have not received the " Initial password" or have forgotten** your password:
   a) **Click on "[Forgot User Details/Password?](https://www.evoting.nsdl.com)"(If you are holding shares in your** demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **[Physical User Reset Password?](https://www.evoting.nsdl.com)" (If you are holding shares in physical mode)** option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. **After entering your password, tick on Agree to "Terms and Conditions" by selecting on the** check box.

8. **Now, you will have to click on "Login" button.**

9. **After you click on the "Login" button, Home page of e**-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. **After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are** holding shares and whose voting cycle is in active status.
2. **Select "EVEN" of company for which you wish to cast your vote during the remote e**-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares **for which you wish to cast your vote and click on "Submit" and also "Confirm" wh**en prompted.

5. **Upon confirmation, the message "Vote cast successfully" will be displayed.**
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to sikkasushil@gmail.com with a copy marked to evoting@nsdl.com . Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on **"Upload Board Resolution / Authority Letter"** displayed under **"e-Voting"** tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in **the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to** reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Ms.Pallavi Mhatre at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to compliance.pecl@pritikagroup.com

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to compliance.pecl@pritikagroup.com . If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode**.

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

The following Statements sets out all material facts relating to the Special Business mentioned in the accompanying Notice

Item No. 4

Though not mandatory, this statement is provided for reference.
M/s. Sunil Kumar Gupta & Co., Chartered Accountants, New Delhi were appointed as statutory auditors of the company for a period of five years in the 4th AGM i.e. till the conclusion of the 9th Annual General Meeting to be held for the FY 2025-26. Pursuant to the provisions of Section 139 (2) of the Companies Act **2013 (the "Act"), read with applicable Rules framed there under, the term of the present Statutory Auditors** expires at the conclusion of this AGM.

The Board of Directors of the Company has, based on the recommendation of the Audit Committee, proposed the reappointment of M/s. Sunil Kumar Gupta & Co., Chartered Accountants (Firm Registration No. 003645N) as Statutory Auditors of the Company for the second term of two consecutive years, to hold office from the conclusion of this AGM till the conclusion of 11th AGM to be held in the year 2028.

M/s. Sunil Kumar Gupta & Co. have consented to the aforesaid appointment and confirmed that their appointment, if made, will be in accordance with the provisions of the Sections 139, 141 and other relevant provisions the Act and the Companies (Audit and Auditors) Rules, 2014.

Details as required under Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are as under:

The fee proposed to be paid to M/s. Sunil Kumar Gupta & Co. towards statutory audit per year shall not exceed Rs. 5.00 lacs plus applicable taxes and out of pocket expenses, with the authority to the Board to make revisions as it may deem fit, based on the recommendation of the Audit Committee.

The fee for services in the nature of statutory certifications and other permissible non-audit services will be in addition to the statutory audit fee as above, and will be decided by the management in consultation with the Statutory Auditors. The provision of such permissible non-audit services will be reviewed and approved by the Audit Committee.

The Audit Committee and the Board of Directors, while recommending the re-appointment of M/s. Sunil Kumar Gupta & Co. as the Statutory Auditor of the Company, have taken into consideration, among other things, the credentials of the firm and partners, proven track record of the firm and eligibility criteria prescribed under the Act.

M/s. Sunil Kumar Gupta & Co. is a Partnership Firm incorporated in India and is a firm of Chartered **Accountants registered with the Institute of Chartered Accountants of India ("ICAI") with Registration No.** 003645N. The Firm has offices in North India. The Firm has a valid Peer Review certificate. It is primarily engaged in providing audit services, certain tax and financial accounting advisory services to its clients.

None of the Directors, Key Managerial Personnel or any of their respective relatives are, in any way, concerned or interested, whether financially or otherwise, in this resolution.

The Board of Directors recommends the resolution as an Ordinary Resolution for approval of the Members of the Company, as set out at Item No. 4 of the Notice.

Item No. 5

Re-appointment of Mr. Aman Tandon (DIN: 02159395) for second consecutive term as a Non-Executive Independent Director of the Company

Mr. Aman Tandon was appointed as an Independent Director on the Board for a period of three years w.e.f. 25.08.2023. His term will expire on 24.08.2026.Nomination and Remuneration Committee after considering the report of evaluation of the performance of Mr. Aman Tandon has recommended his re-appointment for the second term of consecutive five years. The Board on recommendation of Nomination and Remuneration Committee, in their meeting held on 07.08.2026, pursuant to the provisions of Sections 149, 150, 152, and other applicable provisions, if any, of the Companies Act, 2013, and the rules made there under, read with Schedule IV of the Companies Act, 2013, subject to approval of Members, has re-appointed Mr. Aman Tandon (DIN: 02159395), in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for second consecutive term of five years, with effect from August 25, 2026 to August 24, 2031.

The company has also received a declaration from Mr. Aman Tandon confirming that he meets the criteria of independence as prescribed under the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Mr. Aman Tandon is not disqualified from being appointed as director in terms of section 164 of the Act and has given his consent to act as Director of the company. In the opinion of the Board, Mr. Aman Tandon possesses required qualification, experience and hold high standards of integrity for the purpose of Rule 8 (5) (iii a) of the Companies Accounts Rules, 2014 and fulfils the conditions specified in Listing Regulations for re-appointment as Independent Director and he is independent of the management.

Mr. Aman Tandon (DIN:02159395) aged 51 is B.Tech (Aeronautical). He has vast experience of more than 23 years in Industry. He has experience in operational management, corporate strategy, client engagement, capacity building and fiscal paradigms. Mr. Aman Tandon is Managing Director of Milestone Gears Ltd. He is an Independent Director on the Board of Pritika Auto Industries Ltd., a listed entity.

Except Mr. Aman Tandon, the appointee, none of the Directors, Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends the resolution at Item No. 5 of this Notice for your approval by Special Resolution in the interest of the company.

Item No. 6

To approve payment of remuneration to Mr. Ajay Kumar (Non-Executive Director) for the financial year 2026-27, which may exceed fifty per cent of the total remuneration payable to all the non -executive directors of the company

The remuneration payable to Mr. Ajay Kumar, Non-Executive Director for the financial year 2026-27 may exceed fifty percent of the total remuneration that may be payable to all Non-Executive Directors of the Company.

Pursuant to Regulation 17(6)(ca) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, **2015 ("SEBI Listing Regulations"), every listed entity is required to obtain approval of members of the** Company by way of Special Resolution for payment of remuneration to a Non-Executive Director which is in excess of fifty percent of the total remuneration payable to all Non-Executive Directors of the Company during a year.

Mr. Ajay Kumar has vast experience in the automobile industry. With his in-depth knowledge in areas of technology, general management and corporate governance, he provides strategic guidance to the Company **and steers the Board functioning in the Company's best interests.**

Taking into account the experience and contribution made in the progress of the Company by Mr. Ajay Kumar, the Board recommends the Resolution as set out under item no.6 in the notice of this meeting for approval of the Members by means of a Special Resolution.

Mr. Ajay Kumar and his relatives to the extent of their shareholding, if any, in the Company, may be deemed to be concerned or interested in the resolution to the extent of remuneration that he may receive.

Save and except the above, none of the other Directors, Key Managerial Personnel of the Company and/ or their relatives is concerned or interested, financially or otherwise, in the said Resolution.

Item No. 7 & 8

Pritika Auto Industries Ltd and Meeta Castings Ltd are 'related party' of the company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Securities and Exchange Board **of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations, 2015"), hence the contracts, agreements, arrangements and transactions** by Pritika Engineering Components Ltd. with Pritika Auto Industries Ltd. and Meeta Castings Ltd. fall under the category of a related party transaction of the Company in terms of the provisions of Section 188 of the Companies Act, 2013, rules framed there under and Regulation 23 of the Listing Regulations, 2015.

In accordance with the Explanation to Regulation 23(1) of the Listing Regulations, 2015, in case of a listed entity which has listed its specified securities on the SME Exchange, a transaction with a related party is considered as material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds Rupees fifty crore or ten percent of the annual consolidated turnover of the company as per the last audited financial statements of the company, whichever is lower.

The Company had entered into Agreement for related party transactions with Pritika Auto Industries Ltd. and Meeta Castings Ltd. for a period of five years w.e.f. 1st April, 2025 to 31st March, 2030 but due to increase in volume of Related Party Transactions, there is material increase in the value of Related Party Transactions.

The Audit Committee and the Board of Directors of the Company at their meeting held on 7th August, 2026, have approved material modification in the existing related party agreement/arrangements and entering into the related party contracts, agreements, arrangements and transactions for a period of five financial years i.e. from Financial year 2026-27 to Financial year 2030-31 as more particularly described in the key details pursuant to Explanation 3 to clause 3 of Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014 which forms part of Explanatory Statement. It is envisaged that considering the threshold limits prescribed under the Listing Regulations, 2015 and the policy on material related party transactions as adopted by the Company, the related party transactions with Pritika Auto Industries Ltd and Meeta Castings Ltd. may be classified as material and may require approval of the members. Information required pursuant to SEBI Master Circular dated January 30, 2026, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025 and Industry Standards following Minimum Information is provided to the Shareholders as per Annexure 1.

While approving and recommending the Transaction, the Audit Committee and the Board considered the certificate provided by the Managing Director and the Chief Financial Officer, as required under the Industry Standards, confirming that (i) the Transaction is not prejudicial to the interests of public shareholders; and (ii) the terms are not unfavourable to the Company compared to similar transactions with unrelated parties.

The contracts, agreements, arrangements and transactions so carried out shall be at arm's length basis and in Company's ordinary course of business. Further all the factors of the contract have been considered.

Pursuant to Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure **Requirements) Regulations, 2015, all entities falling under the definition "Related Party" shall not vote to** approve the resolution proposed at item no. 7 to 8 of the notice, irrespective of whether the entity is a party to the particular transaction or not. Accordingly, the promoters and promoter group will not vote to approve the proposed resolutions.

Mr. Harpreet Singh Nibber hold in aggregate six Equity shares and M/s Pritika Auto Industries Limited holds 1,86,69,016 Equity shares of the company and being promoters are concerned or interested in the Ordinary resolutions to this notice.

Except Mr. Harpreet Singh Nibber, Mr. Ajay Kumar and Mr. Narinder Kumar Tyagi, none of the Directors and Key Managerial persons of the Company and their relatives are concerned or interested, financial or otherwise, in the resolutions set out at Item No 7 to 8.

The Board recommends the resolution no 7 and 8 as Ordinary Resolutions for the approval of the members.

Item No. 9

Meeta Castings Limited is a subsidiary of Pritika Engineering Components Ltd. Pritika Auto Industries Ltd is 'related party' of the Company and Meeta Castings Limited within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Securities and Exchange Board of India (Listing **Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations, 2015"), hence the** contracts, agreements, arrangements and transactions by Meeta Castings Ltd. with Pritika Auto Industries Ltd.. fall under the category of a related party transaction of the Company in terms of the provisions of Section 188 of the Companies Act, 2013, rules framed there under and Regulation 23 of the Listing Regulations, 2015.

Meeta Castings Limited had entered into Agreement for related party transactions with Pritika Auto Industries Ltd. for a period of five years w.e.f. 1st April, 2025 to 31st March, 2030. In the coming years there might be material increase in the volume/value of related party transactions.

The Audit Committee and the Board of Directors of the Company at their meeting held on 7th August, 2026, have approved entering into the related party contracts, agreements, arrangements and transactions for a period of five years i.e. from Financial year 2026-27 to Financial year 2030-31 as more particularly described in the key details pursuant to Explanation 3 to clause 3 of Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014 which forms part of Explanatory Statement. It is envisaged that considering the threshold limits prescribed under the Listing Regulations, 2015 and the policy on material related party transactions as adopted by the Company, the related party transactions with Pritika Auto Industries Ltd. may be classified as material and may require approval of the members. Information required pursuant to SEBI Master Circular dated January 30, 2026, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025 and Industry Standards following Minimum Information is provided to the Shareholders as per Annexure 2.

While approving and recommending the Transaction, the Audit Committee and the Board considered the certificate provided by the Managing Director and the Chief Financial Officer, as required under the Industry Standards, confirming that (i) the Transaction is not prejudicial to the interests of public shareholders; and (ii) the terms are not unfavourable to the Company compared to similar transactions with unrelated parties.

The contracts, agreements, arrangements and transactions so carried out shall be at arm's length basis and in Company's ordinary course of business. Further all the factors of the contract have been considered.

Pursuant to Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure **Requirements) Regulations, 2015, all entities falling under the definition "Related Party" shall not vote to** approve the resolution proposed at Item No. 9 of the notice, irrespective of whether the entity is a party to the particular transaction or not. Accordingly, the promoters and promoter group will not vote to approve the proposed resolution.

Mr. Harpreet Singh Nibber hold in aggregate six Equity shares and M/s Pritika Auto Industries Limited holds 1,86,69,016 Equity shares of the company and being promoters are concerned or interested in the Ordinary resolution to this notice.

Except Mr. Harpreet Singh Nibber, Mr. Ajay Kumar and Mr. Narinder Kumar Tyagi, none of the Directors and Key Managerial persons of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No 9. The Board has recommended Ordinary Resolution at Item No. 9 for approval by the Members.

Item No. 10

The Special Resolutions contained in Item No. 10 of the Notice, have been proposed pursuant to the provisions of Sections 42 and 62 of the Companies Act, 2013, to issue and allot up to 50,00,000 (Fifty Lakhs) Equity Shares of face value of Rs. 5/- (Rupees Five Only) each towards conversion of loan to the extent of Rs. 32,00,00,000/- (Rupees Thirty Two Crores only), to the person belonging to the Promoter and Promoter Group.

Pritika Auto Industries Limited the Promoter has extended loans to the Company and the Company proposes to convert loans worth Rs. 32,00,00,000/- (Rupees Thirty Two Crores only) into Equity Shares through Preferential Issue.

The proposed Preferential Issue is to be issued to the person belonging 'Promoter and Promoter Group as per the details disclosed in the respective resolution. The preferential issue shall be made in terms of Chapter V of the SEBI (ICDR) Regulations, 2018 and applicable provisions of Companies Act, 2013. The said proposal has been considered and approved by the Board in its meeting held on 19th day of August, 2026.

The approval of the members is accordingly being sought by way of passing a 'Special Resolution' under Sections 42, and 62 of the Companies Act, 2013, read with the rules made thereunder, and Regulation 160 of the SEBI (ICDR) Regulations for Item No. 10 of the Notice.

The details of the issue and other particulars as required in terms of Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014, Rule 16 of the Companies (Share Capital and Debentures) Rules, 2014 and Regulation 163 of the SEBI (ICDR), Regulations are set forth below.

Pursuant to provisions of Section 62(1)(c) read with Section 42 of the Companies Act, 2013 ("the Act"), any preferential allotment of securities needs to be approved by the shareholders by way of Special Resolution. Further, disclosures as required in accordance with the provisions of the Act and SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI (ICDR) Regulations"), are as under:

1) Particulars of the Preferential Issue including date of passing of Board resolution, kinds of securities offered and the price at which security is being offered, and the total / maximum number of securities to be issued;

The Board of Directors at its meeting held on Wednesday, 19th day of August, 2026, has, subject to the approval of the Members and such other approvals as may be required and approved the issuance and allotment of: Up to 50,00,000 (Fifty Lakhs) Equity Shares of face value of Rs. 5/- (Rupees Five Only) fully paid up fully paid up, at a price of Rs. 64/- (Rupees Sixty Four only) per equity share [i.e. including a premium of Rs. 59/- (Rupees Fifty Nine only) per equity share, or such higher price which shall not be less than the price determined in accordance with Chapter V (Preferential Issue) of the SEBI (ICDR) Regulations, to Pritika Auto Industries Limited the Promoter & Promoter Group towards conversion of outstanding unsecured loan into equity shares to the extent of Rs. 32,00,00,000/- (Rupees Thirty Two Crores Only).

2) Objects of the Issue:

There are Unsecured Loans from the Promoters & Promoter Group and the Company proposes to issue such number of Equity Shares on preferential basis in order to restructure the said unsecured loans held in the names of proposed allottee namely, Pritika Auto Industries Limited to the extent of Rs. 32,00,00,000/- (Rupees Thirty Two Crores Only) and to strengthen the Capital structure of the Company. In view of the current financial position of the Company, the Board of Directors of the Company has decided to convert the unsecured loans in to Equity Shares which is in best interest of the Company and it will also strengthen the financial position of the Company by reducing liabilities and it will also result in increase of net worth of the Company.

Allocation of Preferential Issue funds

The issue of securities as mentioned in Item No. 10 of this Notice is pursuant to conversion of unsecured loan of person belonging to the promoter category and allocation of the same is as following:

S .No.	Name of the proposed allottees	Outstanding loan proposed to be converted (Rs.)
	Person(s) belonging to the Promoter and Promoter Group	
1.	Pritika Auto Industries Limited	Rs. 32,00,00,000/-
	Total	

The Total amount of issue size as mentioned above has been fully allocated towards conversion of outstanding loans.

Schedule of implementation and Deployment of Funds

Since present preferential issue is pursuant to conversion of unsecured loan in terms of the provisions of Chapter V of the SEBI (ICDR) Regulation therefore all the outstanding unsecured loans which is proposed to be converted into equity shares, shall be considered converted immediately on the approval of the Board of Directors of the Company subject to grant of shareholder's approval along with regulatory approvals.

Interim Use of Proceeds

Not applicable as the said issue is pursuant to conversion of unsecured loans into Equity Shares and there will be no unutilized funds post allotment of Equity Shares.

3) Number of shares and Pricing of Preferential Issue:

The Company proposes to issue up to 50,00,000 (Fifty Lakhs) equity shares of the face value of Rs. 5/- (Rupees Five) each fully paid up of the Company at Rs. 64/- (Rupees Sixty Four only) each including a premium of Rs. 59/ (Rupees Fifty Nine only) per share aggregating upto Rs. 32,00,00,000/- (Rupees Thirty Two Crores Only) or such higher price, which shall not be less than the minimum specified price as per the SEBI (ICDR) Regulations to the Proposed Allottee / Investor, subject to receiving the approval of the shareholders, stock exchange and any other statutory approvals, if required. Please refer to Para 5 below for the basis for calculating the price for the preferential issue.

4) Relevant Date:

The "Relevant Date" as per SEBI (ICDR) Regulations for the determination of the minimum price for equity shares to be issued is fixed as Tuesday the 18th day of August, 2026, which is 30 (Thirty) days prior to the date of this Annual General Meeting.

5) Basis on which the price has been arrived at:

The equity shares of the Company are listed on NSE Emerge Platform of National Stock Exchange of India **Limited ("NSE").**

The issue of Equity Shares on preferential basis is to the Promoter Category will be in such manner and on such price, terms and conditions as may be determined by the Board in accordance with the Regulation 164(4) of Chapter V of SEBI (ICDR) Regulations, 2018.

As per Regulations 164(5) of SEBI (ICDR) Regulations, 2018 frequently traded shares mean the shares of an issuer, in which the traded turnover on any stock exchange during 240 trading days preceding the relevant date is at least ten percent of the total number of shares of such class of shares of the issuer.

As per the said definition, the total traded turnover of the company during the 240 trading days preceding the relevant date is more than ten percent of the total number of shares of such class of shares of the issuer. Accordingly, the shares are frequently traded.

The provisions of Regulations 164(1) of Chapter V of the SEBI (ICDR) Regulations prescribe the minimum price at which the Preferential Issue may be made.

In terms of the SEBI (ICDR) Regulations, the floor price at which the Equity Shares can be issued is Rs. 63.77 per Share, as per the pricing formula prescribed under the SEBI (ICDR) Regulations for the Preferential Issue and is the highest of the following:

a) 90 (ninety) trading days volume weighted average price (VWAP) of the equity shares of the Company preceding the Relevant Date: i.e. Rs. 63.77 per equity share;

b) 10 (ten) trading days volume weighted average price (VWAP) of the equity shares of the Company preceding the Relevant Date: i.e. Rs. 61.45 per equity share.

c) Floor price determined in accordance with the provisions of the Articles of Association of the Company. However, the Articles of Association of the Company does not provide for any method of determination for valuation of shares which results in floor price higher than determined price pursuant to SEBI (ICDR) Regulations.

The Board of Directors have decided the issue price at Rs. 64/- per Equity Share and accordingly the price at which the Preferential Issue is being made is Rs. 64/- (Rupees Sixty Four only) per Equity share which has been higher than the minimum specified price per Equity share computed in accordance with Regulation 164 (1) of the SEBI (ICDR) Regulations.

The Company has obtained a valuation report from an independent registered valuer and consider the same for determining the price under Regulation 166 A of SEBI (ICDR) Regulations, 2018.

The price of Equity Shares to be issued is based on the pricing formula prescribed under Regulation 164 of Chapter V of SEBI (ICDR) Regulations as per Valuation done by CA Dipi Jain, an Independent Registered Valuer with IBBI Registration Number: IBBI/RV/06/2024/15614 having office at House No. 1294, Sector-15, Panchkula, Haryana, 134113 and Pricing Certificate obtained from CA Rahul Goyal, (Membership No. 540880) of M/s Sunil Kumar Gupta & Co., Chartered Accountants (Firm Regn. No. 003645N).

Since the equity shares of the Company have been listed on the recognized Stock Exchange for a period of more than 90 trading days prior to the Relevant Date, it is not required to re-compute the price per equity share to be issued and therefore, the Company is not required to submit the undertakings specified under Regulations 163(1) (g) and (h) of the SEBI (ICDR) Regulations.

If the Company is required to re-compute the price, then it shall undertake such re-computation and if the amount payable on account of the re-computation of price is not paid by the Proposed Allottee within the time stipulated in the SEBI (ICDR) Regulations, the Equity Shares proposed to be issued pursuant to this resolution would have been continued to be locked in till the time such amount would have paid by the Proposed Allottees.

The Pricing Certificate shall be available for inspection by the Members and the same may be accessed on **the Company's website as the link** www.pritikaengineering.com/ca-pricing-certificate-pref-issue-19aug2026.pdf

The Equity Shares allotted pursuant to the above Resolution shall rank *pari-passu* in all respects with the existing Equity Shares of the Company.

6) The Company proposes to issue Equity Shares by way of preferential issue to the Proposed Allottee / Investor who is Promoter for conversion of loan in Equity as per the details given herein below:

Name of the Proposed subscriber	**Pre-Preferential Issue**		**New Allotment**	**Post Preferential Issue (*)**	
Category– Promoter	**No. of Shares held**	**% of Holding**	**No. of Shares**	**No of shares and warrants held and shares issued through this notice**	**% of Holding**
Pritika Auto Industries Limited	1,86,69,016	70.81	50,00,000	2,36,69,016	71.80
Total	**1,86,69,016**	**70.81**	**50,00,000**	**2,36,69,016**	**71.80**

(*) Assuming full conversion of warrants into Equity shares issued through this Notice.

7) Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the Proposed Allottee, the percentage of post preferential issue capital that may be held by them:

The Proposed Allottee is Pritika Auto Industries Limited is a public listed company and its shares are listed on BSE Limited and National Stock Exchange of India Limited (NSE). Hence no further disclosures are required.

8) Shareholding Pattern of the Company before and after the issue

Shareholding pattern before and after the proposed preferential issue of Equity Shares is provided as Annexure I to the Notice.

9) The intent of the promoters, directors or key management personnel of the issuer to subscribe to the offer:

The unsecured loan of one of the Promoters is going to get converted into Equity shares the details of which is as under.

Sr. No	Name of the Proposed Allottee	Outstanding Loan proposed to be converted (Rs)	Maximum no. of Equity Shares proposed to be allotted	Category
1.	Pritika Auto Industries Limited	Rs. 32,00,00,000/-	50,00,000	Promoter

Except aforesaid, none of the other promoter, Directors or Key Managerial Personnel of the Company intend to subscribe to any of the securities proposed to be issued under the Preferential Issue or otherwise contribute to the Preferential Issue or separately in furtherance of the objects specified hereinabove.

10) Proposed time limit within which the allotment shall be complete:

The equity shares shall be allotted within a period of 15 days from the date of passing of this resolution, provided that if any approval or permission by any regulatory authority/ Stock Exchanges/ Government of India for allotment is pending, the period of 15 days shall be counted from the date of receipt of such last approval(s) or permission(s);

11) Principal terms of assets charged as securities: Not Applicable

12) Undertaking:

None of the Company, its directors or Promoter have been declared as willful defaulter or a fraudulent borrower as defined under the SEBI (ICDR) Regulations.

None of its Directors is a fugitive economic offender as defined under the SEBI (ICDR) Regulations.

13) Change in control, if any, in the Company that would occur consequent to the preferential offer:

There shall be no change in the management or control of the Company pursuant to the aforesaid issue and allotment of the Shares.

14) No. of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

The Company has not made any preferential issue during the current financial year 2026-27 till the date of this Notice. However, the Company will ensure that the number of persons to whom allotment on preferential basis will be made during the financial year 2026-27 will not exceed the limit specified in the Act and Rules made thereunder.

15) Justification for offer being made for consideration other than cash together with the valuation report of the Registered Valuer and basis of Issue price and Relevant Date:

The proposed allotment will be made on cash basis, since the shares will be issued upon conversion of unsecured loan of the proposed allottee.

16) Listing:

The Company will make an application to National Stock Exchange of India Limited (NSE) at which the existing Equity Shares are presently listed, for listing of the Equity Shares that will be issued on conversion of loan into equity. Such Equity Shares, once allotted, shall rank pari passu with the then existing Equity Shares of the Company, including voting rights and dividend.

17) Certificate of Practicing Company Secretary:

The Certificate from M/s S. K. Sikka & Associates, Company Secretaries in Practice, (M. No.- FCS 4241, CP No. 3582), Tel: +91 9814261166, certifying that the preferential issue is being made in accordance with **the requirements contained in the SEBI (ICDR) Regulations, is hosted on the Company's website and is** accessible at link: www.pritikaengineering.com/pcs-certificate-compliance-of-sebi-icdr-reg-19aug2026.pdf

18) Other Disclosures

a) The Proposed Allottee have confirmed that they have not sold or transferred any equity shares of the Company during the 90 (ninety) Trading Days preceding the Relevant Date.

b) The issue of the Subscription Shares pursuant to the Proposed Preferential Issue would be within the authorised share capital of the Company.

c) Given that the Proposed Preferential Issue size is less than Rs. 100 crores, the requirement to appoint a monitoring agency under the provisions of Chapter V of the SEBI (ICDR) Regulations is not applicable.

d) The Company is in compliance with the conditions for continuous listing and is eligible to make the preferential issue under Chapter V of the SEBI (ICDR) Regulations.

19) The percentage (%) of Post Preferential Issue Capital that may be held by the proposed allottee and change in control, if any, consequent to the Preferential Issue:

The Investor shall hold approx. 71.80% of the post preferential issue share capital i.e. the total issued share capital of the Company as mentioned hereinabove (including the shares being issued pursuant to this preferential issue, assuming full conversion of warrants into equity and the existing shares issued by the Company). There will not be a change in control of the Issuer consequent to the preferential issue.

20) The current and proposed status of the allottee post the preferential issue namely, promoter or non-promoter:

The current status of the Proposed allottee is Promoter and after the proposed allotment also the status will remain promoter only and there will be no change in the Status of the Proposed Allottee.

21) Lock-in:

i. **The Equity Shares to be allotted shall be subject to 'lock-in' as per chapter V of the SEBI (ICDR)** Regulations.

ii. The entire pre-preferential allotment shareholding of the above Proposed Allottee, if any, shall be locked-in from the Relevant Date up to a period of 90 trading days from the date of trading approval as per the SEBI (ICDR) Regulations.

22) The Company undertakes that:

a) It would re-compute the price of the Securities specified above in terms of the provisions of the SEBI (ICDR) Regulations, 2018 where it is required to do so.

b) If the amount payable on account of re-computation of price is not paid within the time stipulated in the SEBI (ICDR) Regulations, 2018, the above specified securities shall continue to be locked in till the time such amount is paid by proposed allottee.

In terms of the provisions of Section 42 and Section 62(1)(c) of the Companies Act, 2013 as amended **including rules notified thereunder ("Act") read with the Companies (Prospectus and Allotment of** Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 as amended and other applicable provisions, if any (including any statutory modifications(s) or re-enactment thereof, for the time being in force), Regulation 160 (b) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended **SEBI ("ICDR Regulations"), Chapter V of SEBI** (ICDR) Regulations the said Equity Shares issue requires prior approval of the shareholders of the Company by way of a special resolution.

The resolution and the terms stated therein and in the explanatory statement hereinabove shall be subject to the guidelines/ regulations issued/ to be issued by the Securities and Exchange Board of India or the Ministry of Corporate Affairs or any other regulatory/ statutory authorities in that behalf and the Board shall have the absolute authority to modify the terms contained herein or in the said resolution, if required by the aforesaid regulatory/ statutory authorities or in case they do not conform with the SEBI (ICDR) Regulations including any amendment, modification, variation or re-enactment thereof.

The approval of the members is being sought to enable the Board to issue and allot the equity shares on a preferential/ private placement basis, to the extent and in the manner as set out in the resolution and the explanatory statement.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are deemed to be concerned or interested, financially or otherwise in the said resolution except Mr. Harpreet Singh Nibber to the extent of their shareholding in the Company, if any.

The documents referred to in the Notice, for which this shareholder's approval is being obtained, will be available electronically for inspection without any fee by the members from the date of circulation of this Notice upto the date of AGM i.e. 17th day of September, 2026. Members seeking to inspect such documents can send an email to compliance.pecl@pritikagroup.com.

The Board of Directors believe that the Proposed Preferential Issue is in the best interest of the Company and its Members and, therefore, recommends the Special Resolution, at Item No. 10 as set out in the accompanying Notice for approval by the Members of the Company.

Item No. 11

The Board of Directors had, at its meeting held on Wednesday, 19th day of August, 2026, subject to the **approval of the members of the Company ('Members') and such other approvals as may be required,** approved the issue of up to 12,00,000 (Twelve Lakhs) Equity Shares to the Proposed Allottees / Investors (Non-Promoters - Public Category), on a preferential basis, at a price as may be determined as per Chapter V **of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations").**

The preferential allotment of Securities to Proposed allottees / investors who are non-promoters (Public Category) would be in accordance with Chapter V of the SEBI (ICDR) Regulations, 2018 and the following parameters would be subject to such changes as may be required to conform to the SEBI (ICDR) Regulations, 2018.

The Equity Shares to be allotted pursuant to the above Resolution shall rank *pari- passu* in all respects including dividend with the existing Equity Shares of the Company.

The disclosures as required in accordance with the provisions of the Companies Act, 2013, the SEBI (ICDR) Regulations and other applicable Regulations/ laws in relation thereto are as under:

1. Objects of the Preferential Issue:

Subject to the applicable law, the funds to be raised from the proposed issue of equity shares will be utilized for a combination of part funding of the capital expenditure, support growth plans of the Company, working capital requirements, acquisition / investments of securities and general corporate purposes or any combination thereof to pursue the business objects of the Company.

The Company will have the flexibility to deploy the net proceeds of the issue as decided by the Board from time to time. Given the pending complete utilization for the objects described above, the Company intends to, inter alia, invest the net proceeds in fixed deposits in scheduled commercial banks.

The issue and allotment of Shares by way of preferential allotment to the non-Promoters is by way of cash contribution.

2. Number of shares and Pricing of Preferential Issue:

The Company proposes to issue up to 12,00,000 (Twelve Lakhs) equity shares of the face value of Rs. 5/- (Rupees Five) each fully paid up of the Company at Rs. 64/- (Rupees Sixty Four only) each including a premium of Rs. 59/ (Rupees Fifty Nine only) per share aggregating upto Rs. 7,68,00,000/- (Rupees Seven Crore and Sixty Eight Lakhs only) or such higher price, which shall not be less than the minimum specified price as per the SEBI (ICDR) Regulations to the Proposed Allottees / Investors, subject to receiving the approval of the shareholders, stock exchange and any other statutory approvals, if required. Please refer to Para 4 below for the basis for calculating the price for the preferential issue.

3. Relevant Date:

The "Relevant Date" as per SEBI (ICDR) Regulations for the determination of the minimum price for equity shares to be issued is fixed as Tuesday, the 18th day of August, 2026, which is 30 (Thirty) days prior to the date of this Annual General Meeting.

4. Basis on which the price has been arrived at:

The equity shares of the Company are listed on NSE Emerge Platform of National Stock Exchange of India **Limited ("NSE").**

The issue of Equity Shares on preferential basis is to the Non – Promoter Public Category will be in such manner and on such price, terms and conditions as may be determined by the Board in accordance with the Regulation 164(4) of Chapter V of SEBI (ICDR) Regulations, 2018.

As per Regulations 164(5) of SEBI (ICDR) Regulations, 2018 frequently traded shares mean the shares of an issuer, in which the traded turnover on any stock exchange during 240 trading days preceding the relevant date is at least ten percent of the total number of shares of such class of shares of the issuer.

As per the said definition, the total traded turnover of the company during the 240 trading days preceding the relevant date is more than ten percent of the total number of shares of such class of shares of the issuer. Accordingly, the shares are frequently traded.

The provisions of Regulations 164(1) of Chapter V of the SEBI (ICDR) Regulations prescribe the minimum price at which the Preferential Issue may be made.

In terms of the SEBI ICDR Regulations, the floor price at which the Equity Shares can be issued is Rs. 63.77 per Share, as per the pricing formula prescribed under the SEBI ICDR Regulations for the Preferential Issue and is the highest of the following:

a) 90 (ninety) trading days volume weighted average price (VWAP) of the equity shares of the Company preceding the Relevant Date: i.e. Rs. 63.77 per equity share;

b) 10 (ten) trading days volume weighted average price (VWAP) of the equity shares of the Company preceding the Relevant Date: i.e. Rs. 61.45 per equity share.

c) Floor price determined in accordance with the provisions of the Articles of Association of the Company. However, the Articles of Association of the Company does not provide for any method of determination for valuation of shares which results in floor price higher than determined price pursuant to SEBI ICDR Regulations.

The Board of Directors have decided the issue price at Rs. 64/- per Equity Share and accordingly the price at which the Preferential Issue is being made is Rs. 64/- (Rupees Sixty Four only) per Equity share which has been higher than the minimum specified price per Equity share computed in accordance with Regulation 164 (1) of the SEBI (ICDR) Regulations.

The Company has obtained a valuation report from an independent registered valuer and consider the same for determining the price under Regulation 166 A of SEBI (ICDR) Regulations, 2018.

The price of Equity Shares to be issued is based on the pricing formula prescribed under Regulation 164 of Chapter V of SEBI (ICDR) Regulations as per Valuation done by CA Dipi Jain, an Independent Registered Valuer with IBBI Registration Number: IBBI/RV/06/2024/15614 having office at House No. 1294, Sector-15, Panchkula, Haryana, 134113 and Pricing Certificate obtained from CA Rahul Goyal, (Membership No. 540880) of M/s Sunil Kumar Gupta & Co., Chartered Accountants (Firm Regn. No. 003645N).

Since the equity shares of the Company have been listed on the recognized Stock Exchange for a period of more than 90 trading days prior to the Relevant Date, it is not required to re-compute the price per equity share to be issued and therefore, the Company is not required to submit the undertakings specified under Regulations 163(1) (g) and (h) of the SEBI (ICDR) Regulations.

If the Company is required to re-compute the price, then it shall undertake such re-computation and if the amount payable on account of the re-computation of price is not paid by the Proposed Allottees within the time stipulated in the SEBI (ICDR) Regulations, the Equity Shares proposed to be issued pursuant to this resolution would have been continued to be locked in till the time such amount would have paid by the Proposed Allottees.

The Pricing Certificate shall be available for inspection by the Members and the same may be accessed on **the Company's website as the** link www.pritikaengineering.com/ca-pricing-certificate-pref-issue-19aug2026.pdf

The Equity Shares allotted pursuant to the above Resolution shall rank *pari-passu* in all respects with the existing Equity Shares of the Company

5. The Company proposes to issue Equity Shares by way of preferential issue to the Proposed Allottees / Investors who are non-Promoters for cash as per the details given herein below:

Name of the Proposed subscriber	**Pre-Preferential Issue**		**New Allotment**	**Post Preferential Issue (*)**	
Category – Non-Promoters (Public)	**No. of Shares held**	**% of Holding**	**No. of Shares**	**No of shares held and shares issued through this notice**	**% of Holding**
Karan Pankajbhai Shah	Nil	Nil	2,50,000	2,50,000	0.76
Amiben Jigneshkumar Shah	Nil	Nil	2,50,000	2,50,000	0.76
Akash Lalabhai Patel	Nil	Nil	1,24,000	1,24,000	0.38
Kusumben Hiralal Shah	Nil	Nil	1,26,000	1,26,000	0.38

MayurKumar A Khara	Nil	Nil	24,000	24,000	0.07
AmitKumar ArunKumar Khara	Nil	Nil	26,000	26,000	0.08
Shah Shilpabahen Alpesh	Nil	Nil	50,000	50,000	0.15
Shah Hetalben Rajesh	Nil	Nil	50,000	50,000	0.15
Chaitaliben Tejasbhai Shah	Nil	Nil	50,000	50,000	0.15
Shah Nilaben C	Nil	Nil	50,000	50,000	0.15
Jasjot Singh	12,000	0.05	2,00,000	2,12,000	0.64
Total	**12,000**	**0.05**	**12,00,000**	**12,12,000**	**3.68**

(*) Assuming full conversion of warrants into Equity shares issued through this Notice.

6. Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the Proposed Allottees, the percentage of post preferential issue capital that may be held by them:

Sr No.	Name of Proposed Allottee	Identity of the Natural Persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees
1.	Karan Pankajbhai Shah	Not Applicable
2	Amiben Jigneshkumar Shah	Not Applicable
3	Akash Lalabhai Patel	Not Applicable
4	Kusumben Hiralal Shah	Not Applicable
5	MayurKumar A Khara	Not Applicable
6	AmitKumar ArunKumar Khara	Not Applicable
7	Shah Shilpabahen Alpesh	Not Applicable
8	Shah Hetalben Rajesh	Not Applicable
9	Chaitaliben Tejasbhai Shah	Not Applicable
10	Shah Nilaben C	Not Applicable
11	Jasjot Singh	Not Applicable

7. Shareholding Pattern of the Company before and after the issue

Shareholding pattern before and after the proposed preferential issue of Equity Shares is provided as Annexure I to the Notice

8. Proposal / Intention of Promoters, Directors or Key Managerial Personnel to subscribe the offer:

None of the Promoters, Directors or Key Managerial Personnel of the Company, intend to subscribe to any equity shares issued pursuant to this special resolution of the preferential issue.

9. Proposed time within which the preferential issue shall be completed:

The equity shares shall be allotted within a period of 15 days from the date of passing of this resolution, provided that if any approval or permission by any regulatory authority/ Stock Exchanges/ Government of India for allotment is pending, the period of 15 days shall be counted from the date of receipt of such last approval(s) or permission(s);

10. Principal terms of assets charged as securities: Not Applicable

11. Undertaking:

None of the Company, its directors or Promoter have been declared as willful defaulter or a fraudulent borrower as defined under the SEBI (ICDR) Regulations.

None of its Directors is a fugitive economic offender as defined under the SEBI (ICDR) Regulations.

12. Change in control, if any, in the Company that would occur consequent to the preferential offer:

There shall be no change in the management or control of the Company pursuant to the aforesaid issue and allotment of the equity shares.

13. No. of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

The Company has not made any preferential issue during the current financial year 2026-27 till the date of this Notice. However, the Company will ensure that the number of persons to whom allotment on preferential basis will be made during the financial year 2026-27 will not exceed the limit specified in the Act and Rules made thereunder.

14. Valuation and justification for the allotment proposed to be made for consideration other than cash:

Not Applicable as the proposed issue is not for consideration other than cash.

15. Listing:

The Company will make an application to the Stock Exchange at which the existing shares are listed, for listing of the equity shares. Such equity shares, once allotted, shall rank pari-passu with the existing equity shares of the Company in all respects, including dividend and voting rights.

16. Certificate of Practicing Company Secretary:

The Certificate from M/s S. K. Sikka & Associates, Company Secretaries in Practice, (M. No.- FCS 4241, CP No. 3582), Tel: +91 9814261166, certifying that the preferential issue is being made in accordance with **the requirements contained in the SEBI (ICDR) Regulations, is hosted on the Company's website and is** accessible at link: www.pritikaengineering.com/pcs-certificate-compliance-of-sebi-icdr-reg-19aug2026.pdf

17. Other Disclosures

a) The Proposed Allottees have confirmed that they have not sold or transferred any equity shares of the Company during the 90 (ninety) Trading Days preceding the Relevant Date.

b) The issue of the Subscription Shares pursuant to the Proposed Preferential Issue would be within the authorised share capital of the Company

c) Given that the Proposed Preferential Issue size is less than Rs. 100 crores, the requirement to appoint a monitoring agency under the provisions of Chapter V of the SEBI (ICDR) Regulations is not applicable.

d) The Company is in compliance with the conditions for continuous listing and is eligible to make the preferential issue under Chapter V of the SEBI (ICDR) Regulations.

18. The percentage (%) of Post Preferential Issue Capital that may be held by the proposed allottees and change in control, if any, consequent to the Preferential Issue:

The Investors shall hold approx. 3.68% of the post preferential issue share capital i.e. the total issued share capital of the Company as mentioned hereinabove (including the shares being issued pursuant to this preferential issue and the existing shares issued by the Company). There will not be a change in control of the Issuer consequent to the preferential issue

19. The current and proposed status of the allottee(s) post the preferential issue namely, promoter or non-promoter:

The current status of the Proposed allottees is Non-Promoter, (Public) category and after the proposed allotment also the status will remain Non-Promoter, (Public) category only and there will be no change in the Status of the Proposed Allottees.

20. Lock-in:

i. **The Equity Shares to be allotted shall be subject to 'lock-in' as per chapter V of the SEBI (ICDR)** Regulations.

ii. The entire pre-preferential allotment shareholding of the above Proposed Allottees, if any, shall be locked-in from the Relevant Date up to a period of 90 trading days from the date of trading approval as per the SEBI (ICDR) Regulations.

21. The Company undertakes that:

a) It would re-compute the price of the Securities specified above in terms of the provisions of the SEBI (ICDR) Regulations, 2018 where it is required to do so.

b) If the amount payable on account of re-computation of price is not paid within the time stipulated in the SEBI (ICDR) Regulations, 2018, the above specified securities shall continue to be locked in till the time such amount is paid by proposed allottees.

In terms of the provisions of Section 42 and Section 62(1)(c) of the Companies Act, 2013 as amended **including rules notified thereunder ("Act") read with** the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 as amended and other applicable provisions, if any (including any statutory modifications(s) or re-enactment thereof, for the time being in force), Regulation 160 (b) of the Securities and Exchange Board of India (Issue of Capital and **Disclosure Requirements) Regulations, 2018, as amended SEBI ("ICDR Regulations"), Chapter V of** SEBI(ICDR) Regulations the said Equity Shares issue requires prior approval of the shareholders of the Company by way of a special resolution.

The resolution and the terms stated therein and in the explanatory statement hereinabove shall be subject to the guidelines/ regulations issued/ to be issued by the Securities and Exchange Board of India or the Ministry of Corporate Affairs or any other regulatory/ statutory authorities in that behalf and the Board shall have the absolute authority to modify the terms contained herein or in the said resolution, if required by the aforesaid regulatory/ statutory authorities or in case they do not conform with the SEBI (ICDR) Regulations including any amendment, modification, variation or re-enactment thereof.

The approval of the members is being sought to enable the Board to issue and allot the equity shares on a preferential/ private placement basis, to the extent and in the manner as set out in the resolution and the explanatory statement.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are deemed to be concerned or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company, if any.

The documents referred to in the Notice, for which this shareholder's approval is being obtained, will be available electronically for inspection without any fee by the members from the date of circulation of this Notice upto the date of AGM i.e. Thursday the 17th September, 2026. Members seeking to inspect such documents can send an email to compliance.pecl@pritikagroup.com.

The Board of Directors believe that the Proposed Preferential Issue is in the best interest of the Company and its Members and, therefore, recommends the Special Resolution, at Item No. 11 as set out in the accompanying Notice for approval by the Members of the Company.

Item No. 12

The Board of Directors in its meeting held on Wednesday, 19h day of August, 2026 approved to raise the funds required by way of issuance of warrants on the preferential basis. The Board decided to issue, offer and allot upto 4,00,000 Warrants convertible into upto 4,00,000 Equity Shares for cash on preferential basis to the Non- Promoter, (Public).

The Equity Shares to be allotted on exercise of option by Warrant holders pursuant to the above Resolution shall rank *pari- passu* in all respects including dividend with the existing Equity Shares of the Company.

The preferential allotment of Securities to investors would be in accordance with Chapter V of the SEBI (ICDR) Regulations, 2018. The Preferential issue would comprise of upto 4,00,000 Warrants with a right exercisable by the Warrant holders to subscribe for one Equity Share per Warrant. The holders of the Warrants shall have the option to exercise the Warrants to subscribe to Equity Shares of the Company within eighteen (18) months of its allotment.

The warrants and Equity shares arising out of exercise of right attached to the warrants to be allotted to investors who are Non- Promoters, (Public) pursuant to the proposed Special Resolution shall be subject to lock-in as per the requirements of SEBI (ICDR) Regulations 2018 as amended from time to time.

1) The Objects of the Preferential Issue:

Subject to the applicable law, the funds to be raised from the proposed issue of warrants will be utilized for a combination of part funding of the capital expenditure, support growth plans of the Company, working capital requirements, investments and general corporate purposes or any combination thereof to pursue the business objects of the Company.

The Company will have the flexibility to deploy the net proceeds of the issue as decided by the Board from time to time. Given the pending complete utilization for the objects described above, the Company intends to, inter alia, invest the net proceeds in fixed deposits in scheduled commercial banks.

The issue and allotment of Warrants by way of preferential allotment to the Non-Promoters, (Public) is by way of cash contribution.

2) Number of securities to be issued and Pricing

The Company proposes to issue up to 4,00,000 (Four Lakhs) Warrants of the face value of Rs. 64 (Rupees Sixty Four) per warrant aggregating upto Rs. 2,56,00,000/- (Rupees Two Crores and Fifty Six Lakhs only) or such higher price, which shall not be less than the minimum specified price as per the SEBI (ICDR) Regulations to the Proposed Allottee, which will entitle the holder to exercise and apply for upto 4,00,000 Equity Shares at a conversion price of Rs. 64/-(Rupees Sixty Four) having the face value of Rs. 5/- (Rupees Five only) each and at a premium of Rs. 59/- (Rupees Fifty Nine only) per Equity share of the Company against each warrant subject to receiving the approval of the shareholders, stock exchange and any other statutory approvals, if required. Please refer to Para 4 below for the basis for calculating the price for the preferential issue.

3) Relevant Date:

The "Relevant Date" as per SEBI (ICDR) Regulations for the determination of the minimum price for equity shares / warrants to be issued is fixed as Tuesday, the 18th day of August, 2026, which is 30 (Thirty) days prior to the date of this Annual General Meeting.

4) Basis on which the price has been arrived at:

The equity shares of the Company are listed on NSE Emerge Platform of National Stock Exchange of **India Limited ("NSE").**

The issue of Warrants on preferential basis is to the Non- Promoter, (Public) will be in such manner and on such price, terms and conditions as may be determined by the Board in accordance with the Regulation 164(4) of Chapter V of SEBI (ICDR) Regulations, 2018.

As per Regulations 164(5) of SEBI (ICDR) Regulations, 2018 frequently traded shares mean the shares of an issuer, in which the traded turnover on any stock exchange during 240 trading days preceding the relevant date is at least ten percent of the total number of shares of such class of shares of the issuer.

As per the said definition, the total traded turnover of the company during the 240 trading days preceding the relevant date is more than ten percent of the total number of shares of such class of shares of the issuer. Accordingly, the shares are frequently traded.

The provisions of Regulations 164(1) of Chapter V of the SEBI (ICDR) Regulations prescribe the minimum price at which the Preferential Issue may be made.

In terms of the SEBI (ICDR) Regulations, the floor price at which the Warrants can be issued is Rs. 63.77 per Share, as per the pricing formula prescribed under the SEBI ICDR Regulations for the Preferential Issue and is the highest of the following:

a. 90 (ninety) trading days volume weighted average price (VWAP) of the warrants of the Company preceding the Relevant Date: i.e. Rs. 63.77 per warrant;

b. 10 (ten) trading days volume weighted average price (VWAP) of the equity shares of the Company preceding the Relevant Date: i.e. Rs. 61.45 per warrant.

c. Floor price determined in accordance with the provisions of the Articles of Association of the Company. However, the Articles of Association of the Company does not provide for any method of determination for valuation of warrants / shares which results in floor price higher than determined price pursuant to SEBI (ICDR) Regulations.

The Board of Directors have decided the issue price at Rs. 64/- per warrant and accordingly the price at which the Preferential Issue is being made is Rs. 64/- (Rupees Sixty Four only) per warrant which has been higher than the minimum specified price per warrant computed in accordance with Regulation 164 (1) of the SEBI (ICDR) Regulations.

The Company has obtained a valuation report from an independent registered valuer and consider the same for determining the price under Regulation 166 A of SEBI (ICDR) Regulations, 2018.

The price of Warrants to be issued is based on the pricing formula prescribed under Regulation 164 of Chapter V of SEBI (ICDR) Regulations as per Valuation done by CA Dipi Jain, an Independent Registered Valuer with IBBI Registration Number: IBBI/RV/06/2024/15614 having office at House No. 1294, Sector-15, Panchkula, Haryana, 134113 and Pricing Certificate obtained from CA Rahul Goyal, (Membership No. 540880) of M/s Sunil Kumar Gupta & Co., Chartered Accountants (Firm Regn. No. 003645N).

Since the equity shares of the Company have been listed on the recognized Stock Exchange for a period of more than 90 trading days prior to the Relevant Date, it is not required to re-compute the price per warrant to be issued and therefore, the Company is not required to submit the undertakings specified under Regulations 163(1) (g) and (h) of the SEBI (ICDR) Regulations.

If the Company is required to re-compute the price, then it shall undertake such re-computation and if the amount payable on account of the re-computation of price is not paid by the Proposed Allottees within the time stipulated in the SEBI (ICDR) Regulations, the warrants proposed to be issued pursuant to this resolution would have been continued to be locked in till the time such amount would have paid by the Proposed Allottees.

The Pricing Certificate shall be available for inspection by the Members and the same may be accessed on **the Company's website as the link** www.pritikaengineering.com/ca-pricing-certificate-pref-issue-19aug2026.pdf

The Equity Shares arising out of conversion of warrants allotted pursuant to the above Resolution shall rank *pari-passu* in all respects with the existing Equity Shares of the Company.

5) Particulars of Subscriber to Warrants

The Company proposes to issue Warrants by way of preferential issue to the Non-Promoter, (Public) category for cash as per the details given herein below:

Name of the Proposed subscriber	Pre-Preferential Issue		Post Preferential Issue (*)		
Category - Non-Promoter, (Public)	**No. of Shares held**	**% of Holding**	**New Allotment No. of Warrants issued**	**No of warrants and shares held and issued through this notice**	**% of Holding**
Healthy Biosciences Limited	88,000	0.33	4,00,000	4,88,000	1.48
Total	**88,000**	**0.33**	**4,00,000**	**4,88,000**	**1.48**

(*) Assuming full conversion of warrants into Equity shares issued through this Notice.

6) Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the Proposed Allottees, the percentage of post preferential issue capital that may be held by them:

Sr No.	Name of Proposed Allottee	Identity of the Natural Persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottee
1.	Healthy Biosciences Limited	Rajiv Agarwal

7) Shareholding Pattern of the Company before and after the issue

Shareholding pattern before and after the proposed preferential issue of Equity Shares / Warrants is provided as **Annexure I** to the Notice

8) Proposal / Intention of Promoters, Directors or Key Managerial Personnel to subscribe the offer:

None of the Promoters, Directors or Key Managerial Personnel of the Company, intend to subscribe to any equity shares pursuant to this preferential issue.

9) Proposed time within which the preferential issue shall be completed:

The warrants shall be allotted within a period of 15 days from the date of passing of this resolution, provided that if any approval or permission by any regulatory authority/ Stock Exchange / the Central Government for allotment is pending, the period of 15 days shall be counted from the date of receipt of such approval or permission;

10) Principal terms of assets charged as securities: Not Applicable

11) Terms of Issue of Warrants to Proposed Allottees who is Non-Promoter, (Public):

a) The Board is authorized to issue and allot upto 4,00,000 (Four Lakhs) Warrants at a price of Rs. 64 (Sixty Four)/- per warrant aggregating upto Rs. 2,56,00,000/- (Rupees Two Crores and Fifty Six Lakhs only), or such higher price which shall not be less than the minimum specified price as per the SEBI (ICDR) Regulations, which will entitle the holder to exercise and apply for 4,00,000 Equity Shares of the face value of Rs. 5/- (Rupees Five only) each at a security premium of Rs. 59/- (Rupees Fifty Nine only) per Equity share of the Company against each warrant.

b) Each Warrant held by the Proposed Allottee shall entitle them to apply for and obtain allotment of 1 (One) Equity Share of the face value of Rs 5/- (Rs. Five only) at a security premium of Rs. 59/- per share at any time after the date of allotment but on or before the expiry of 18 (eighteen) months from the date of allotment.

c) The proposed Warrant allottee shall, on the date of allotment of Warrants, pay an amount equivalent to at least 25% of the Warrant Issue Price fixed per Warrant in terms of the SEBI (ICDR) Regulations which will be kept by the Company to be adjusted and appropriated against the Warrant issue price of the Equity Shares. The balance 75% of the Warrant issue price shall be payable by the Warrant holder at the time of exercising the Warrants.

d) The consideration for allotment of Warrants shall be paid to the Company by the Proposed Allottee from their bank accounts;

e) Allotment of Warrants and Equity Shares arising out of conversion of warrants shall only be made in dematerialized form.

f) In the event the Warrant holder does not exercise the option for Equity Shares within a period of 18 months, the unexercised warrants shall expire and the consideration paid in respect of such warrants shall stand forfeited.

g) The Warrants shall be convertible into Equity Shares of the Company on subscription, exercise and application, without any further approval of the shareholders prior to or at the time of conversion.

h) Upon receipt of the consideration against warrant the Board (or a Committee thereof) shall allot one equity share per warrant by appropriating Rs. 5/- towards equity share capital and Rs. 59/- towards Securities Premium.

i) The warrant by itself, until conversion and allotment of equity shares, does not give to the holder thereof any rights including voting rights similar to the shareholders of the company.

j) The Warrants shall be allotted within a period of 15 days from the date of passing of this resolution, provided that if any approval or permission by any regulatory authority/ Stock Exchange/ the Central Government for allotment is pending, the period of 15 days shall be counted from the date of receipt of such approval or permission.

k) The equity shares arising out of conversion of warrants shall be listed on the stock exchange viz. National Stock Exchange of India Limited (NSE) where the existing equity shares of the Company are listed.

l) In the event of the company making a bonus issue of shares or making rights issue of shares or any other securities or any other corporate restructuring or arrangement including merger/ demerger/ acquisitions, in whatever proportion prior to the exercise of the rights attached to the Warrants, the entitlement of the holders shall stand augmented in the same proportion in which the equity share capital of the company increases as a consequence of such bonus / rights issues / corporate restructuring and that the exercise price of the Warrants be adjusted accordingly, subject to such approvals as may be required.

m) The Warrants and Equity shares arising out of exercise of right attached to the warrant(s) to be allotted to the non-promoter, public pursuant to the proposed Special Resolution shall be subject to lock-in as per the requirements of SEBI (ICDR) Regulations 2018 as amended from time to time.

12) Undertaking:

None of the Company, its directors or Promoter have been declared as willful defaulter or a fraudulent borrower as defined under the SEBI (ICDR) Regulations.

None of its Directors is a fugitive economic offender as defined under the SEBI (ICDR) Regulations.

13) Change in control, if any, in the Company that would occur consequent to the preferential offer:

There shall be no change in the management or control of the Company pursuant to the aforesaid issue and allotment of the Warrants.

14) No. of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

The Company has not made any preferential allotment during the current financial year 2026-27 till the date of this Notice. However, the Company will ensure that the number of persons to whom allotment on preferential basis will be made during the financial year 2026-27 will not exceed the limit specified in the Act and Rules made thereunder.

15) Valuation and justification for the allotment proposed to be made for consideration other than cash:

Not Applicable as the proposed issue is not for consideration other than cash.

16) Listing:

The Company will make an application to National Stock Exchange of India Limited (NSE) at which the existing Equity Shares are presently listed, for listing of the Equity Shares that will be issued on conversion of warrants. Such Equity Shares, once allotted, shall rank pari passu with the then existing Equity Shares of the Company, including voting rights and dividend.

17) Certificate of Practicing Company Secretary:

The Certificate from M/s S. K. Sikka & Associates, Company Secretaries in Practice, (M. No.- FCS 4241, CP No. 3582), Tel: +91 9814261166, certifying that the preferential issue is being made in accordance with the requirements contained in **the SEBI (ICDR) Regulations, is hosted on the Company's website and is** accessible at link: www.pritikaengineering.com/pcs-certificate-compliance-of-sebi-icdr-reg-19aug2026.pdf

18) Other Disclosures:

a) The Proposed Allottee has confirmed that they have not sold or transferred any equity shares of the Company during the 90 (ninety) Trading Days preceding the Relevant Date.

b) The issue of the Subscription Shares pursuant to the Proposed Preferential Issue would be within the authorised share capital of the Company.

c) Given that the Proposed Preferential Issue size is less than Rs. 100 crores, the requirement to appoint a monitoring agency under the provisions of Chapter V of the SEBI (ICDR) Regulations is not applicable.

d) The Company is in compliance with the conditions for continuous listing and is eligible to make the preferential issue under Chapter V of the SEBI (ICDR) Regulations.

19. The percentage (%) of Post Preferential Issue Capital that may be held by the proposed allottee and change in control, if any, consequent to the Preferential Issue:

The Non-Promoters, Public / Investors shall hold approx. 1.48% of the post preferential issue share capital i.e. the total issued share capital of the Company as mentioned hereinabove (including the shares being issued pursuant to this preferential issue and the existing shares issued by the Company). There will be no change in control of the Issuer consequent to the preferential issue.

20. Current and proposed status of the allottee(s) post the preferential issue namely, promoter or non-promoter:

The current status of the Proposed allottees is Non-Promoter, (Public) and after the proposed allotment the status will not change.

21. Lock-in:

a. The Warrants and Equity shares arising out of conversion of warrants into Equity shares to be allotted to the non-promoters, public on a preferential basis as set out in the resolution shall be locked in as per the requirements of SEBI (ICDR) Regulations 2018 as amended from time to time.

b. The entire pre-preferential allotment shareholding of the above Proposed Allottee, if any, shall be locked-in from the Relevant Date up to a period of 90 trading days from the date of trading approval as per the SEBI (ICDR) Regulations.

22. The Company undertakes that:

a) It would re-compute the price of the Securities specified above in terms of the provisions of the SEBI (ICDR) Regulations, 2018 where it is required to do so.

b) If the amount payable on account of re-computation of price is not paid within the time stipulated in the SEBI (ICDR) Regulations, 2018, the above specified securities shall continue to be locked in till the time such amount is paid by proposed allottees.

In terms of the provisions of Section 42 and Section 62(1)(c) of the Companies Act, 2013 as amended including rules notified thereunder ("Act") read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 as amended and other applicable provisions, if any (including any statutory modifications(s) or re-enactment thereof, for the time being in force), Regulation 160 (b) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended SEBI ("ICDR Regulations"), Chapter V of SEBI(ICDR) Regulations the said Warrants issue requires prior approval of the shareholders of the Company by way of a special resolution.

The resolution and the terms stated therein and in the explanatory statement hereinabove shall be subject to the guidelines/ regulations issued/ to be issued by the Securities and Exchange Board of India or the Ministry of Corporate Affairs or any other regulatory/ statutory authorities in that behalf and the Board shall have the absolute authority to modify the terms contained herein or in the said resolution, if required by the aforesaid regulatory/ statutory authorities or in case they do not conform with the SEBI (ICDR) Regulations including any amendment, modification, variation or re-enactment thereof.

The approval of the members is being sought to enable the Board to issue and allot the warrants on a preferential/ private placement basis, to the extent and in the manner as set out in the resolution and the explanatory statement.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are deemed to be concerned or interested, financially or otherwise in the said resolution except Mr. Harpreet Singh Nibber and to the extent of their shareholding in the Company, if any.

The documents referred to in the Notice, for which this shareholder's approval is being obtained, will be available electronically for inspection without any fee by the members from the date of circulation of this Notice upto the date of AGM i.e. Thursday the 17th September, 2026. Members seeking to inspect such documents can send an email to compliance.pecl@pritikagroup.com

The Board of Directors believe that the Proposed Preferential Issue is in the best interest of the Company and its Members and, therefore, recommends the Special Resolution, at Item No. 12 as set out in the accompanying Notice for approval by the Members of the Company.

Annexure I
Shareholding Pattern Pre and Post Preferential Issue:

Table	**A**		**B**	
Category of Shareholders	**Pre- issue % of Holding as on 30-06-2026**		**Post issue % of Holding (*)**	
	Total No. of Shares	**% of Total Voting Rights**	**Total No. of shares**	**% of Total Voting Rights**
Promoters/ **Promoters' Group**	1,86,69,022	70.81	2,36,69,022	71.80
Sub- Total (A)	**1,86,69,022**	**70.81**	**2,36,69,022**	**71.80**
Non promoters				
Mutual Funds	-	-	-	
Foreign Portfolio Investors	4,64,000	1.76	4,64,000	1.41
Financial Institutions/ Bank / Insurance Companies	-	-	-	-
Bodies Corporate	9,76,000	3.70	13,76,000	4.17
Non-Resident Indians / Overseas Corporate bodies	38,000	0.14	38,000	0.11
Individual – Public	52,32,004	19.85	64,32,004	19.51
Directors, Key Managerial Personnel and their Relatives	4	-	4	-
Hindu Undivided Family (HUF)	9,56,000	3.63	9,56,000	2.90
Investors Education and Protection Fund (IEPF)	-	-	-	-
LLP	30,000	0.11	30,000	0.09
Others – Clearing Members	-	-	-	-
Sub-Total (B)	**76,96,008**	**29.19**	**92,96,008**	**28.20**
Total (A+B)	**2,63,65,030**	**100**	**3,29,65,030**	**100**

(*) Assuming full conversion of warrants into Equity shares issued through this Notice.

The key details pursuant to Explanation 3 to clause 3 of Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014 are as below:

Item No. 8

Transactions by Pritika Engineering Components Ltd., (PECL), the Company with Pritika Auto Industries Ltd., (PAIL), the related party

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td>1</td><td>Name of the Related Party</td><td>Pritika Auto Industries Ltd. (PAIL)</td></tr>
<tr><td>2</td><td>Name of the Director or KMP who is related</td><td>Mr. Harpreet Singh Nibber, Mr. Ajay Kumar and Mr. Narinder Kumar Tyagi, Directors</td></tr>
<tr><td>3</td><td>Nature of Relationship</td><td>Mr. Harpreet Singh Nibber is Promoter & Director of the Company and PAIL. Mr. Ajay Kumar and Mr. Narinder Kumar Tyagi, directors of company are also director of PAIL. PAIL is holding Company of the company.</td></tr>
<tr><td>4</td><td>Justification as to why the RPTs are in the interest of the Company</td><td>The Related Party Transactions (RPTs) undertaken by the Company are essential for achieving its strategic, operational and financial objectives.</td></tr>
<tr><td>5</td><td>Nature, material terms, monetary value and particulars of contract or arrangements of Services/ transactions</td><td>
<table>
<tr><th rowspan="2">Sr. No.</th><th rowspan="2">Nature of transactions</th><th colspan="5">Monetary Limit
(Rs. in Crores)
Financial Years</th></tr>
<tr><th>2026-27</th><th>2027-28</th><th>2028-29</th><th>2029-30</th><th>2030-31</th></tr>
<tr><td>1</td><td>Purchase of Auto components/ parts, castings, scrap upto</td><td>25</td><td>35</td><td>40</td><td>50</td><td>60</td></tr>
<tr><td>2</td><td>Sale of Auto components/ parts, castings, scrap upto</td><td>200</td><td>250</td><td>300</td><td>360</td><td>430</td></tr>
<tr><td>3</td><td>Taking inter-corporate loans and payment of Interest thereon upto</td><td>25</td><td>20</td><td>20</td><td>25</td><td>30</td></tr>
<tr><td>4</td><td>Availing services/ Job Work upto</td><td>04</td><td>05</td><td>06</td><td>08</td><td>10</td></tr>
<tr><td>5</td><td>Providing services/ Job Work</td><td>06</td><td>08</td><td>10</td><td>12</td><td>15</td></tr>
<tr><td>6</td><td>Taking Corporate Guarantee/Security /Surety/Indemnity/ Comfort letter, in connection with loans/business upto</td><td>150</td><td>200</td><td>250</td><td>300</td><td>360</td></tr>
<tr><td>7</td><td>Investment in shares, other securities and instruments by Pritika Auto Industries Limited in Pritika Engineering Components Ltd upto</td><td>35</td><td>30</td><td>30</td><td>35</td><td>40</td></tr>
<tr><td>8</td><td>Other residual RPT the transactions that will be purely</td><td>10</td><td>10</td><td>10</td><td>12</td><td>15</td></tr>
</table>
</td></tr>
</table>

		recurring in nature for furtherance of business (including reimbursement of expenses/other expenses paid or received) upto: **Total**: **455** / **558** / **666** / **802** / **960** **Duration:** Five years (1/04/2026 to 31/03/2031) **Terms:** Consideration for each of the transactions shall be determined mutually between the parties, depending on the process and product involved and shall be at an arm's length basis considering prevalent market conditions and in the ordinary course of business.
6	Any advance paid or received for the contracts/arrangements	As per industry norms customs and usages.
7	The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of contract	The pricing/ commercial terms will be determined based on the transactions with unrelated parties for similar nature of transaction, if any. The prices/commercial terms will be determined on arm's length basis and in the ordinary course of business.
8	Any other information relevant or important for the members to take a decision on the proposed transaction.	Pritika Engineering Components Ltd. is material subsidiary of Pritika Auto Industries Ltd.

Item No. 9

Transactions by Pritika Engineering Components Ltd., (PECL) the Company with Meeta Castings Ltd, (MCL), the related party

Sr. No.	Particulars	Details
1	Name of the Related Party	Meeta Castings Ltd. (MCL)
2	Name of the Director or KMP who is related	Mr. Harpreet Singh Nibber, Mr. Ajay Kumar and Mr. Narinder Kumar Tyagi, Directors
3	Nature of Relationship	Mr. Harpreet Singh Nibber is Promoter & Director of the Company and MCL. Mr. Ajay Kumar and Mr. Narinder Kumar Tyagi, directors of company are also director of MCL. MCL is subsidiary of PECL.
4	Justification as to why the RPTs are in the interest of the Company	The Related Party Transactions (RPTs) undertaken by the Company are essential for achieving its strategic, operational and financial objectives.

<table>
<tr>
<td>5</td>
<td>Nature, material terms, monetary value and particulars of contract or arrangements of Services/ transactions</td>
<td>
<table>
<tr><th rowspan="2">Sr. No.</th><th rowspan="2">Nature of transactions</th><th colspan="5">Monetary Limit
(Rs. in Crores)
Financial Years</th></tr>
<tr><th>2026-27</th><th>2027-28</th><th>2028-29</th><th>2029-30</th><th>2030-31</th></tr>
<tr><td>1</td><td>Purchase of Auto Components /parts, Castings, Scrap upto</td><td>70</td><td>100</td><td>110</td><td>130</td><td>140</td></tr>
<tr><td>2</td><td>Sale of Auto Components /parts, Castings, Scrap upto</td><td>10</td><td>15</td><td>20</td><td>25</td><td>30</td></tr>
<tr><td>3</td><td>Giving inter-corporate loans and receiving interest theron upto</td><td>10</td><td>15</td><td>20</td><td>25</td><td>30</td></tr>
<tr><td>4</td><td>Availing services/Job work upto</td><td>03</td><td>05</td><td>10</td><td>12</td><td>15</td></tr>
<tr><td>5</td><td>Providing services/Job work upto</td><td>02</td><td>05</td><td>05</td><td>07</td><td>10</td></tr>
<tr><td>6</td><td>Giving Corporate Guarantee / Security / Surety/Indemnity/ Comfort letter, in connection with loans/ business upto</td><td>30</td><td>40</td><td>50</td><td>60</td><td>70</td></tr>
<tr><td>7</td><td>Investment by Pritika Engineering Components Limited in shares, securities & other instruments of Meeta Castings Ltd. Upto</td><td>10</td><td>15</td><td>20</td><td>25</td><td>30</td></tr>
<tr><td>8</td><td>Other residual RPT the transactions that will be purely recurring in nature for furtherance of business (including reimbursement of expenses/other expenses paid or received) upto</td><td>05</td><td>05</td><td>05</td><td>07</td><td>10</td></tr>
<tr><td></td><td>Total</td><td>140</td><td>200</td><td>240</td><td>291</td><td>335</td></tr>
</table>
Duration: Five years (1/04/2026 to 31/03/2031)
Terms: Consideration for each of the transactions shall be determined mutually between the parties, depending on the process and product involved and shall be at an arm's length basis considering prevalent market conditions and in the ordinary course of business.
</td>
</tr>
<tr>
<td>6</td>
<td>Any advance paid or received for the contracts/arrangements</td>
<td>As per industry norms customs and usages.</td>
</tr>
<tr>
<td>7</td>
<td>The manner of determining the pricing and other commercial terms, both included as part of contract and not considered</td>
<td>The pricing/ commercial terms will be determined based on the transactions with unrelated parties for similar nature of transaction, if any. The prices/commercial terms will be determined on arm's length basis and in the ordinary course of business.</td>
</tr>
</table>

	as part of contract	
8	Any other information relevant or important for the members to take a decision on the proposed transaction.	Meeta Castings Ltd. is subsidiary of Pritika Engineering Components Ltd.

Item No. 10

Transactions by Meeta Castings Ltd., (MCL) the Subsidiary with Pritika Auto Industries Ltd., (PAIL), the related party

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td>1</td><td>Name of the Related Party</td><td>Pritika Auto Industries Ltd. (PAIL)</td></tr>
<tr><td>2</td><td>Name of the Director or KMP who is related</td><td>Mr. Harpreet Singh Nibber, Mr. Ajay Kumar and Mr. Narinder Kumar Tyagi, Directors</td></tr>
<tr><td>3</td><td>Nature of Relationship</td><td>Mr. Harpreet Singh Nibber is Promoter & Director of the Company, Pritika Auto Industries Limited and Meeta Castings Limited. Mr. Ajay Kumar and Mr. Narinder Kumar Tyagi, directors of Company are also directors of Pritika Auto Industries Limited and Meeta Castings Limited. Meeta Castings Limited is the step down subsidiary of Pritika Auto Industries Limited.</td></tr>
<tr><td>4</td><td>Justification as to why the RPTs are in the interest of the Company</td><td>The Related Party Transactions (RPTs) undertaken by the Company are essential for achieving its strategic, operational and financial objectives.</td></tr>
<tr><td>5</td><td>Nature, material terms, monetary value and particulars of contract or arrangements of Services/ transactions</td><td>
<table>
<tr><th rowspan="2">Sr. No.</th><th rowspan="2">Nature of transactions</th><th colspan="5">Monetary Limit
(Rs. in Crores)
Financial Years</th></tr>
<tr><th>2026-27</th><th>2027-28</th><th>2028-29</th><th>2029-30</th><th>2030-31</th></tr>
<tr><td>1</td><td>Purchase of Auto components/ parts, castings, scrap upto</td><td>20</td><td>30</td><td>40</td><td>50</td><td>60</td></tr>
<tr><td>2</td><td>Sale of Auto components/ parts, castings, scrap upto</td><td>45</td><td>60</td><td>70</td><td>85</td><td>100</td></tr>
<tr><td>3</td><td>Taking inter-corporate loans and payment of Interest thereon upto</td><td>15</td><td>20</td><td>25</td><td>30</td><td>35</td></tr>
<tr><td>4</td><td>Availing services/Job Work upto</td><td>05</td><td>05</td><td>07</td><td>08</td><td>10</td></tr>
<tr><td>5</td><td>Providing services/Job Work upto</td><td>05</td><td>05</td><td>08</td><td>10</td><td>12</td></tr>
</table>
</td></tr>
</table>

6	Taking Corporate Guarantee/Security /Surety/Indemnity/ Comfort letter, in connection with loans/business upto	20	25	30	35	45
7	Investment in shares and other securities & instruments by Pritika Auto Industries Limited in Meeta Castings Ltd. upto	10	15	20	25	30
8	Other residual RPT the transactions that will be purely recurring in nature for furtherance of business (including reimbursement of expenses/other expenses paid or received) upto	15	15	15	17	20
	Total	**135**	**175**	**215**	**260**	**312**

Duration: Five years (1/04/2026 to 31/03/2031)

Terms: Consideration for each of the transactions shall be determined mutually between the parties, depending on the process and product involved and shall be at an arm's length basis considering prevalent market conditions and in the ordinary course of business.

6	Any advance paid or received for the contracts/arrangements	As per industry norms customs and usages.
7	The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of contract	The pricing/ commercial terms will be determined based on the transactions with unrelated parties for similar nature of transaction, if any. The prices/commercial terms will be determined on arm's length basis and in the ordinary course of business.
8	Any other information relevant or important for the members to take a decision on the proposed transaction.	Meeta Castings Ltd. is subsidiary of Pritika Engineering Components Ltd. and Step Subsidiary of Pritika Auto Industries Ltd.

Pursuant to SEBI Master Circular dated January 30, 2026, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/135 dated October 13, 2025 and Industry Standards following Minimum Information is provided to the Shareholders for approval of Related Party Transactions.

Annexure-1

Transactions by Pritika Engineering Components Ltd., (PECL) with Pritika Auto Industries Ltd., (PAIL) and Meeta Castings Ltd., (MCL), the related parties

PART-A
Minimum information of the proposed RPT

Sr. No.	Particulars of information	Information provided by the Management	
A(1). Basic details of the related party		**(1)**	**(2)**
1.	Name of the related party	Pritika Auto Industries (PAIL)	Meeta Castings Ltd., (MCL)
2.	Country of incorporation of the related party	India	India
3.	Nature of business of the related party	To manufacture, sell and supply machined castings, parts/ components designed for application in tractors, commercial vehicles, material handling equipments etc.	To manufacture, sell and supply machined castings, parts/components designed for application in tractors, commercial vehicles, material handling equipments etc.
A(2). Relationship and ownership of the related party			
1.	Relationship between the listed entity and the related party – including nature of its concern (financial or otherwise) and the following:	Pritika Auto Industries Ltd. is the holding Company of Pritika Engineering Components Ltd. Mr. Harpreet Singh Nibber is Promoter & Director and Mr. Ajay Kumar, Mr. Narinder Kumar Tyagi, are directors of Pritika Auto Industries Ltd.	Meeta Castings Ltd. is subsidiary of Pritika Engineering Components Ltd. Mr. Harpreet Singh Nibber is Promoter & Director and Mr. Ajay Kumar, Mr. Narinder Kumar Tyagi, are directors of Meeta Castings Ltd.
	• Shareholding of the listed entity, whether direct or indirect, in the related party.	NIL	Pritika Engineering Components Ltd. holds 83,15,992 equity shares out of 83,15,998 equity shares in Meeta Castings Ltd. and six shares are held by others.
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital	NA	NA

	contribution, if any, made by the listed entity.			
	• Shareholding of the related party, whether direct or indirect, in the listed entity.	Pritika Auto Industries Ltd. holds 1,86,69,016 (70.81%) equity shares in Pritika Engineering Components Ltd.	NA	
			(1)	**(2)**
			Pritika Auto Industries Ltd, (PAIL)	**Meeta Castings Ltd., (MCL)**
A (3). Details of previous transactions with the related party				
1.	Total amount of all the transactions undertaken by the listed entity with the related party during the last financial year.	**Nature of transactions**	**FY 25-26 (Rs. in Crores)**	**FY 25-26 (Rs. in Crores)**
		Purchase of Auto components/ parts, castings, scrap	12.41	12.69
		Sale of Auto components/ parts, castings, scrap	124.85	1.49
		Giving inter-corporate loans and receiving interest theron	NIL	0.51
		Taking inter-corporate loans and payment of interest thereon	1.10	NIL
		Availing services/Job Work	NIL	NIL
		Providing services/Job Work	0.66	NIL
		Giving Corporate Guarantee/Security/Surety/Indemnity/Comfort letter, in connection with business	NIL	NIL
		Taking Corporate Guarantee / Security /Surety/Indemnity/ Comfort letter, in connection with business	54.00	NIL
		Investment in shares, securities & other instruments	NIL	NIL
		Other residual RPT the transactions that will be purely recurring in nature for furtherance of business(including reimbursement of expenses/other expenses paid	NIL	NIL
		Total	**193.02**	**14.69**

2.	Total amount of all the transactions undertaken by the listed entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Rs. 41.85 Crores	Rs. 7.34 Crores
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 during the last financial year	No defaults made.	No defaults made.

A(4). Amount of the proposed transactions

1. Total amount of all the proposed transactions being placed for approval in the current meeting.

(1)

Pritika Auto Industries Ltd, (PAIL)

The Company is seeking approval for consolidated transactions for each financial year for a period of up to five financial years from FY 2026–27 to 2030-31, which includes the following transactions:

Amt in Cr. (Rs.)

FY	2026-27	2027-28	2028-29	2029-30	2030-31
Limit	445	558	666	802	960

It includes the following transactions

a) Purchase of Auto Components /parts, Castings, Scrap upto:

Amt in Cr. (Rs.)

FY	2026-27	2027-28	2028-29	2029-30	2030-31
Limit	25	35	40	50	60

b) Sale of Auto Components/parts, Castings, Scrap upto:

Amt in Cr. (Rs.)

FY	2026-27	2027-28	2028-29	2029-30	2030-31
Limit	200	250	300	360	430

c) Taking inter-corporate loans and payment of interest thereon upto:

Amt in Cr. (Rs.)

FY	2026-27	2027-28	2028-29	2029-30	2030-31
Limit	25	20	20	25	30

d) Availing services/Job work upto:

Amt in Cr. (Rs.)

FY	2026-27	2027-28	2028-29	2029-30	2030-31
Limit	04	05	06	08	10

(2)

Meeta Castings Ltd., (MCL)

The Company is seeking approval for consolidated transactions for each financial year for a period of up to five financial years from FY 2026–27 to 2030-31, which includes the following transactions:

Amt in Cr. (Rs.)

FY	2026-27	2027-28	2028-29	2029-30	2030-31
Limit	140	200	240	291	335

It includes the following transactions

a) Purchase of Auto Components /parts, Castings, Scrap upto:

Amt in Cr. (Rs.)

FY	2026-27	2027-28	2028-29	2029-30	2030-31
Limit	70	100	110	130	140

b) Sale of Auto Components /parts, Castings, Scrap upto:

Amt in Cr. (Rs.)

FY	2026-27	2027-28	2028-29	2029-30	2030-31
Limit	10	15	20	25	30

c) Giving inter-corporate loans and receiving interest thereon upto:

Amt in Cr. (Rs.)

FY	2026-27	2027-28	2028-29	2029-30	2030-31
Limit	10	15	20	25	30

d) Availing services/Job work upto

Amt in Cr. (Rs.)

FY	2026-27	2027-28	2028-29	2029-30	2030-31
Limit	03	05	10	12	15

<table>
<tr>
<td colspan="3">
e) Providing services/Job work upto:
Amt in Cr. (Rs.)
<table>
<tr><th>FY</th><th>2026-27</th><th>2027-28</th><th>2028-29</th><th>2029-30</th><th>2030-31</th></tr>
<tr><td>Limit</td><td>06</td><td>08</td><td>10</td><td>12</td><td>15</td></tr>
</table>
f) Taking Corporate Guarantee/Security / Surety/ Indemnity/Comfort letter, in connection with business upto:
Amt in Cr. (Rs.)
<table>
<tr><th>FY</th><th>2026-27</th><th>2027-28</th><th>2028-29</th><th>2029-30</th><th>2030-31</th></tr>
<tr><td>Limit</td><td>150</td><td>200</td><td>250</td><td>300</td><td>360</td></tr>
</table>
g) Investment in shares and other securities and instruments by Pritika Auto Industries Limited in the Company upto:
Amt in Cr. (Rs.)
<table>
<tr><th>FY</th><th>2026-27</th><th>2027-28</th><th>2028-29</th><th>2029-30</th><th>2030-31</th></tr>
<tr><td>Limit</td><td>35</td><td>30</td><td>30</td><td>35</td><td>40</td></tr>
</table>
h) Other residual RPT the transactions that will be purely recurring in nature for furtherance of business (including reimbursement of expenses/other expenses paid or received) upto:
Amt in Cr. (Rs.)
<table>
<tr><th>FY</th><th>2026-27</th><th>2027-28</th><th>2028-29</th><th>2029-30</th><th>2030-31</th></tr>
<tr><td>Limit</td><td>10</td><td>10</td><td>10</td><td>12</td><td>15</td></tr>
</table>
</td>
<td>
e) Providing services/Job work upto:
Amt in Cr. (Rs.)
<table>
<tr><th>FY</th><th>2026-27</th><th>2027-28</th><th>2028-29</th><th>2029-30</th><th>2030-31</th></tr>
<tr><td>Limit</td><td>02</td><td>05</td><td>05</td><td>07</td><td>10</td></tr>
</table>
f) Giving Corporate Guarantee / Security / Surety/Indemnity/Comfort letter, in connection with business upto:
Amt in Cr. (Rs.)
<table>
<tr><th>FY</th><th>2026-27</th><th>2027-28</th><th>2028-29</th><th>2029-30</th><th>2030-31</th></tr>
<tr><td>Limit</td><td>30</td><td>40</td><td>50</td><td>60</td><td>70</td></tr>
</table>
g) Investment by Pritika Engineering Components Limited in shares, securities & other instruments of Meeta Castings Ltd. upto:
Amt in Cr. (Rs.)
<table>
<tr><th>FY</th><th>2026-27</th><th>2027-28</th><th>2028-29</th><th>2029-30</th><th>2030-31</th></tr>
<tr><td>Limit</td><td>10</td><td>15</td><td>20</td><td>25</td><td>30</td></tr>
</table>
h) Other residual RPT the transactions that will be purely recurring in nature for furtherance of business (including reimbursement of expenses/other expenses paid or received) upto:
Amt in Cr. (Rs.)
<table>
<tr><th>FY</th><th>2026-27</th><th>2027-28</th><th>2028-29</th><th>2029-30</th><th>2030-31</th></tr>
<tr><td>Limit</td><td>05</td><td>05</td><td>05</td><td>07</td><td>10</td></tr>
</table>
</td>
</tr>
<tr><td>2.</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td><td>Yes</td></tr>
<tr><td></td><td></td><td>FY 2026-27</td><td>FY 2026-27</td></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.</td><td>281.09%</td><td>86.49%</td></tr>
<tr><td>4.</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary</td><td>NA</td><td>NA</td></tr>
</table>

<table>
<tr><td></td><td>and where the listed entity is not a party to the transaction)</td><td></td><td colspan="2"></td></tr>
<tr><td>5.</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. (31-03-2026)</td><td>94.21%</td><td colspan="2">441.92%</td></tr>
<tr><td colspan="3" rowspan="2"></td><td>(1)</td><td>(2)</td></tr>
<tr><td>Pritika Auto Industries Ltd., (PAIL)</td><td>Meeta Castings Ltd., (MCL)</td></tr>
<tr><td rowspan="4">6.</td><td rowspan="4">Financial performance of the related party for the immediately preceding financial year:

Explanations:
The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.</td><td>Particulars (Standalone Figures)</td><td>FY 25-26 (Rs. in crores)</td><td>FY 25-26 (Rs. in crores)</td></tr>
<tr><td>Turnover</td><td>475.18</td><td>31.68</td></tr>
<tr><td>Profit After Tax</td><td>15.89</td><td>0.76</td></tr>
<tr><td>Net Worth</td><td>321.74</td><td>9.75</td></tr>
<tr><td colspan="3">A(5) Basic details for proposed transactions</td><td colspan="2"></td></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td>As per A4(1) above</td><td colspan="2">As per A4(1) above</td></tr>
<tr><td>2.</td><td>Details of each type of the proposed transaction</td><td>As per A4(1) above</td><td colspan="2">As per A4(1) above</td></tr>
<tr><td>3.</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>The tenure of the ongoing/ proposed transaction, as mentioned in A4(1) above, shall be for a period of five financial years commencing from FY 2026–27 to FY 2030-31.</td><td colspan="2">The tenure of the ongoing/ proposed transaction, as mentioned in A4(1) above, shall be for a period of five financial years commencing from FY 2026–27 to FY 2030-31.</td></tr>
<tr><td>4.</td><td>Whether omnibus approval is being sought?</td><td>Yes</td><td colspan="2">Yes</td></tr>
<tr><td>5.</td><td>Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial</td><td>As per A4(1) above</td><td colspan="2">As per A4(1) above</td></tr>
</table>

	year, provide estimated break-up financial year-wise.		
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	Given the nature of Manufacturing Company, the Company works closely with its related parties (including its promoter, promoter group, associates) to achieve its business objectives. Refer the background, details and benefit of the transaction, the proposed RPTs are undertaken in the ordinary course of business and on an **arm's length basis.** While both entities belong to the Pritika Group, each operates independently with distinct commercial responsibilities. The transactions are designed to harness group synergies, ensure continuity and reliability in the business transaction and enhance operational efficiency, without ompromising independence. The said RPTs are undertaken, as mentioned in this Notice with terms and conditions that are generally prevalent in the industry segments and the market that the Company operates in and therefore are in the best interest of the Company and its shareholders, aligning **with the Company's** strategic objectives and commitment to high standards of corporate governance.	Given the nature of Manufacturing Company, the Company works closely with its related parties (including its promoter, promoter group, associates) to achieve its business objectives. Refer the background, details and benefit of the transaction, the proposed RPTs are undertaken in the ordinary course of **business and on an arm's length basis. While** both entities belong to the Pritika Group, each operates independently with distinct commercial responsibilities. The transactions are designed to harness group synergies, ensure continuity and reliability in the business transaction and enhance operational efficiency, without compromising independence. The said RPTs are undertaken, as mentioned in this Notice with terms and conditions that are generally prevalent in the industry segments and the market that the Company operates in and therefore are in the best interest of the Company and its shareholders, aligning with **the Company's strategic** objectives and commitment to high standards of corporate governance.

		(1) **Pritika Auto Industries Ltd., (PAIL)**	(2) **Meeta Castings Ltd., (MCL)**
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control.		
	a. Name of the director/KMP	Mr. Harpreet Singh Nibber, Managing Director, Mr. Ajay Kumar, Director and Mr. Narinder Kumar Tyagi, Director and Chief Financial Officer.	Mr. Harpreet Singh Nibber, Director, Mr. Ajay Kumar, Director and Mr. Narinder Kumar Tyagi, Director.
	b. Shareholding of the director/KMP, whether direct or indirect, in the related party	Mr. Harpreet Singh Nibber, Managing Director holds 41.78% equity shares in Pritika Auto Industries Limited. Pritika Industries Limited a group entity in which Mr. Harpreet Singh Nibber is director, holds 14.14% equity shares in Pritika Auto Industries Limited. The relatives of Mr. Harpreet Singh Nibber holds 1.68% equity shares in Pritika Auto Industries Limited. Mr. Ajay Kumar, Director and his relatives holds 0.04% equity shares. Mr. Narinder Kumar, Director Tyagi holds 0.02% equity shares.	Mr. Harpreet Singh Nibber holds one equity share. However, Pritika Engineering Components Limited, in which Mr. Harpreet Singh Nibber is director holds 83,15,992 equity shares of Meeta Castings Limited.
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA	NA
9.	Other information relevant for decision making.	Nil	Nil

PART B

Information in respect of specific type of Related Party Transactions is proposed to be undertaken

B(1) Transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances			
Sr. No.	**Particulars of the information**	**Information provided by the management**	
		Pritika Auto Industries Ltd., (PAIL)	**Meeta Castings Ltd., (MCL)**
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	No	No
2.	Basis of determination of price.	The proposed transactions are in ordinary course of business and price for all the above-mentioned transactions has been **determined on an arm's** length basis, considering comparable market prices, prevailing commercial terms, and in accordance with applicable regulatory guidelines. Services are rendered /accepted with the related party based on business requirements and defined scope, timelines and responsibilities and the service charges are determined on arms length basis and in ordinary course of business.	The proposed transactions are in ordinary course of business and price for all the above-mentioned transactions has been **determined on an arm's** length basis, considering comparable market prices, prevailing commercial terms, and in accordance with applicable regulatory guidelines. Services are rendered /accepted with the related party based on business requirements and defined scope, timelines and responsibilities and the service charges are determined on arms length basis and in ordinary course of business.
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:	NA	
	a. Amount of Trade advance		Upto the amount of three months supply.
	b. Tenure		Upto 365 days.
	c. Whether same is self-liquidating?		Yes, such advances are self-liquidated, being adjusted against the Sales Invoice.

B (2) Disclosure in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity			
Sr. No.	**Particulars of the information**	**Information provided by the management**	
		Pritika Auto Industries Ltd., (PAIL)	**Meeta Castings Ltd., (MCL)**
1.	Source of funds in connection with the proposed transaction.	NA (The listed entity is not making loans and advances (other than trade advances) or inter-corporate deposits to PAIL.)	Internal Accrual
2.	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following:	NA	No
	a. Nature of indebtedness		
	b. Total cost of borrowing		
	c. Tenure		
	d. Other details		
3.	Rate of interest at which the listed entity is borrowing from its bankers/ other lenders. Note: (1) This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies. (2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.	NA	As per sanction by the Bank and prevailing rates at the time of borrowing
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	NA	The rate of interest shall not be lower than the prevailing yield of one year, three year, five year or ten year Government Security closest to the tenor of the loan.
5.	Maturity / due date	NA	The transaction shall have a pre-defined tenure with specified maturity/due date, which will be in line with the nature and purpose of the transaction, as mutually agreed upon between parties.
6.	Repayment schedule & terms	NA	The funds shall be payable in accordance with the repayment schedule or on the maturity/due date, as mutually agreed between the parties. The terms of transaction will be mutually determined by the parties

			and the same will be on **arm's length basis.**
7.	Whether secured or unsecured?	NA	Unsecured
8.	If secured, the nature of security & security coverage ratio	NA	NA
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	NA	It will be utilized for business purposes, Capital expenditure / Working capital Requirements/Debt Refinancing.

B (3) Disclosure in case of transactions relating to investment made by the listed entity

Sr. No.	**Particulars of the information**	**Information provided by the management**	
		Pritika Auto Industries Ltd., (PAIL)	**Meeta Castings Ltd., (MCL)**
1.	Source of funds in connection with the proposed transaction.	NA (The listed entity is not making any investment in PAIL.)	Internal Accrual
2.	Where any financial indebtedness is incurred to make investment, specify the following:	NA	No
	a. Nature of indebtedness		
	b. Total cost of borrowing		
	c. Tenure		
	d. Other details		
3.	Purpose for which funds shall be utilized by the investee company.	NA	It will be utilized for business purposes, Capital expenditure / Working capital Requirements/ Debt Refinancing.
4.	Material terms of the proposed transaction	NA	The investment will be made in the securities of investee in compliance with the applicable laws/provisions.

B(4) Disclosure 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

Sr. No.	**Particulars of the information**	**Information provided by the management**	
		Pritika Auto Industries Ltd., (PAIL)	**Meeta Castings Ltd., (MCL)**
1.	(a) Rationale for giving guarantee, surety, indemnity or comfort letter	NA (The listed entity is not making 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 in PAIL).	The proposed arrangements for providing guarantees, surety, indemnity, security and/or letters of comfort among related parties are intended to facilitate access to financial assistance on favourable terms and to support the funding requirements of the related party. Such support will help to ensure continuity of operations, optimal

			utilization of financial resources, and enhanced financial flexibility across the related party. These arrangements, proposed in connection with borrowings (including borrowings for capital expenditure purposes) are intended to meet lender requirements and strengthen the overall credit profile of the concerned related party. Such measures are expected to enhance the financial stability and creditworthiness of the group as a whole.
	(b) Whether it will create a legally binding obligation on listed entity?	NA	Yes
2.	Material covenants of the proposed transaction including: (i) commission, if any to be received by the listed entity	NA	NIL
	(ii) contractual provisions on how the listed entity will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.	NA	The recovery for the above Corporate Guarantee will be dependent upon the terms & conditions at the time of execution of necessary documents.
3.	The value of obligations undertaken by the listed entity, 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.	NA	Fresh guarantee etc. not exceeding Rs. 30 Crores, Rs. 40 Crores, Rs. 50 Crores, Rs. 60 Crores and Rs. 70 Crores respectively in FY 2026-27, 2027-28 , 2028-29, 2029-30 and 2030-31 together with interest, costs and expenses and all other charges/ amounts payable in accordance with the definitive documents. No provisions are required to be made in the books of account of the listed Company. However In case of providing guarantee / surety, it will be shown under contingent liability.

B(5) Disclosure in case of transactions relating to borrowings by the listed entity			
Sr. No.	**Particulars of the information**	**Information provided by the management**	
		Pritika Auto Industries Ltd., (PAIL)	**Meeta Castings Ltd., (MCL)**
1.	Material covenants of the proposed transaction	To borrow fund so that the company can meet its business requirement. The transaction is in normal course of business and in line with prevailing market practices and are not prejudicial to the interests of the Company or its shareholders.	NA (The listed entity is not making borrowings from MCL.)
2.	Interest rate (in terms of numerical value or base rate and applicable spread)	Interest rate shall not be lower than the prevailing bank rates.	NA
3.	Cost of borrowing Note: This shall include all costs associated with the borrowing	NIL	NA
4.	Maturity / due date	The transaction shall have a predefined tenure with specified maturity/ due date, which will be in line with the nature and purpose of the transaction, as mutually agreed upon between parties.	NA
5.	Repayment schedule & terms	The repayment schedule shall be on maturity/due date as per the terms agreed mutually. The terms of transaction will be mutually decided among the parties and the same will be on **arm's length basis.**	NA
6.	Whether secured or unsecured?	Unsecured	NA
7.	If secured, the nature of security & security coverage ratio	NA	NA
8.	The purpose for which the funds will be utilized by the listed entity	It will be utilised for the business purpose, Capital expenditure/ Working capital Requirements/ Debt Refinancing etc.	NA

PART-C

Information on specific type of RPT proposed to be undertaken is a material RPT and is in addition to Part A and B

C(1) Disclosure in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity			
Sr.	**Particulars of the information**	**Information provided by the management**	
		Pritika Auto Industries Ltd., (PAIL)	**Meeta Castings Ltd., (MCL)**
1.	Latest credit rating of the related party Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any	NA (The listed entity is not making any transactions relating to any loans and advances (other than trade advances), inter-corporate deposits in PAIL.)	**Facilities**: Long Term Facilities — **Rating**: CARE BBB- ,Stable
2.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request. 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 No	No No
	b) Whether the related party has been **declared a "wilful defaulter" by any of its** bankers and whether such status is currently subsisting;	No	No
	c) Whether the related party is undergoing or facing any application for commencement of	No	No

	an insolvency resolution process or liquidation;		
	d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.	No	No
	FY 2025-2026		
	FY 2024-2025		
	FY 2023-2024		

C(2) Disclosure in case of transactions relating to any investment made by the listed entity

Sr. No.	Particulars of the information	Information provided by the management	
		Pritika Auto Industries Ltd., (PAIL)	**Meeta Castings Ltd., (MCL)**
1.	Latest credit rating of the related party. Note: a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any. b. This shall be applicable in case of investment in debt securities.	NA (The listed entity is not making any transactions relating to any investment in PAIL.)	**Facilities**: Long Term Facilities **Rating**: CARE BBB- ,Stable
2.	Whether any regulatory approval is required. If yes, whether the same has been obtained.	NA	Not Required

C(3) Disclosure 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

Sr. No.	Particulars of the information	Information provided by the management	
		Pritika Auto Industries Ltd., (PAIL)	**Meeta Castings Ltd., (MCL)**
1.	If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact	NA (The listed entity is not making any guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in	**Facilities**: Long Term Facilities **Rating**: CARE BBB- ,Stable

	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. Note: a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any. b.This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.	monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter in PAIL.)	
2.	Details of solvency status and going concern status of the related party during the last three financial years: FY 2025-2026 FY 2024-2025 FY 2023-2024	NA	Solvent and going concern
3.	The value of obligations undertaken by the listed entity, 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. Additionally, any provisions required to be made in the books of account of the listed entity shall also be specified.	NA	As disclosed in B4 (3)

4.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person. Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request. In addition, the following information as follows: a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been **declared a "wilful defaulter" by any of its** bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.	NA	Nil
	FY 2025-2026	NA	Nil
	FY 2024-2025	NA	Nil
	FY 2023-2024	NA	Nil

C(4) Disclosure only in case of transactions relating to borrowings by the listed entity i.e. Pritika Engineering Components Limited											
Sr. No.	**Particulars of the information**	**Information provided by the management**									
		Pritika Auto Industries Ltd., (PAIL) Financial Years					**Meeta Castings Ltd., (MCL) Financial Years**				
		2026-27	**2027-28**	**2028-29**	**2029-30**	**2030-31**	**2026-27**	**2027-28**	**2028-29**	**2029-30**	**2030-31**
1.	Debt to Equity Ratio of the listed entity based on last audited financial statements (in times)						(The listed entity is not making any transactions relating to borrowings from MCL).				
	a.Before transaction	1.48	To be determined after execution of transaction				NA	NA	NA	NA	NA
	b. After transaction	To be determined after execution of transaction.					NA	NA	NA	NA	NA
2.	Debt Service Coverage Ratio of the listed entity based on last audited financial statements (in times)										
	a. Before transaction	1.39	To be determined after execution of transaction				NA	NA	NA	NA	NA
	b. After transaction	To be determined after execution of transaction.					NA	NA	NA	NA	NA

Annexure-2

Transactions of Meeta Castings Ltd.,(MCL) the subsidiary of Pritika Engineering Components Ltd.(PECL) with Pritika Auto Industries Ltd., (PAIL) , the related party

PART-A

<u>Minimum information of the proposed RPT, applicable to all RPTs</u>

Sr. No.	**Particulars of the information**	
A(1). Basic details of the related party		
1.	Name of the related party	Pritika Auto Industries Ltd, (PAIL)
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	To manufacture, sell and supply machined castings/parts/components designed for application in tractors, commercial vehicles, material handling equipments etc.
A(2). Relationship and ownership of the related party		
1.	Relationship between the subsidiary entity and the related party – including nature of its concern (financial or otherwise) and the following:	Meeta Castings Ltd is the step down subsidiary of Pritika Auto Industries Limited. Mr. Harpreet Singh Nibber, Promoter & Director and Mr. Ajay Kumar, Mr. Narinder Kumar Tyagi, are directors of Pritika Auto Industries Limited.
	• Shareholding of the subsidiary entity, whether direct or indirect, in the related party.	NIL

<table>
<tr><td></td><td>• 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 subsidiary entity.</td><td colspan="2">NA</td></tr>
<tr><td></td><td>• Shareholding of the related party, whether direct or indirect, in the subsidiary entity.</td><td colspan="2">NA</td></tr>
<tr><td colspan="2" rowspan="2"></td><td colspan="2">(1)</td></tr>
<tr><td colspan="2">Pritika Auto Industries Ltd., (PAIL)</td></tr>
<tr><td colspan="4">A (3). Details of previous transactions with the related party</td></tr>
<tr><td rowspan="9">1.</td><td rowspan="9">Total amount of all the transactions undertaken by the subsidiary entity with the related party during the last financial year.</td><td>Nature of transactions</td><td>FY 25-26 (Rs. in Crores)</td></tr>
<tr><td>Purchase of Auto components/ parts, castings, scrap</td><td>2.20</td></tr>
<tr><td>Sale of Auto components/ parts, castings, scrap</td><td>18.18</td></tr>
<tr><td>Taking inter-corporate loans from PAIL and payment of interest thereon</td><td>NIL</td></tr>
<tr><td>Availing services/Job Work</td><td>NIL</td></tr>
<tr><td>Providing Services/Job Work</td><td>NIL</td></tr>
<tr><td>Taking Corporate Guarantee / Security / Surety /Indemnity/Comfort letter from PAIL, in connection with business</td><td>1.00</td></tr>
<tr><td>Investment in shares and other securities & instruments by Pritika Auto Industries Limited in Meeta Castings Ltd.</td><td>NIL</td></tr>
<tr><td>Other residual RPT the transactions that will be purely recurring in nature for furtherance of business(including reimbursement of expenses/other expenses paid</td><td>NIL</td></tr>
<tr><td>2.</td><td>Total amount of all the transactions undertaken by the subsidiary entity with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td colspan="2">Rs. 2.28 Crores</td></tr>
<tr><td>3.</td><td>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 during the last financial year.</td><td colspan="2">No defaults made.</td></tr>
</table>

		(1)
		Pritika Auto Industries Ltd., (PAIL)
A(4) Amount of proposed transactions		
1.	Total amount of all the proposed transactions being placed for approval in the current meeting.	The Company is seeking approval for consolidated transactions for each financial year for a period of up to five financial years from FY 2026–27 to 2030-31 between Meeta Castings Ltd. (Subsidiary) with Pritika Auto Industries Ltd.

Amt in Cr. (Rs.)

FY	2026-27	2027-28	2028-29	2029-30	2030-31
Limit	135	175	215	260	312

It includes the following transactions:

a) Purchase of Auto Components/parts, Castings, Scrap upto:

Amt in Cr. (Rs.)

FY	2026-27	2027-28	2028-29	2029-30	2030-31
Limit	20	30	40	50	60

b) Sale of Auto Components/parts, Castings, Scrap upto:

Amt in Cr. (Rs.)

FY	2026-27	2027-28	2028-29	2029-30	2030-31
Limit	45	60	70	85	100

c) Taking inter-corporate loans and payment of interest thereon upto:

Amt in Cr. (Rs.)

FY	2026-27	2027-28	2028-29	2029-30	2030-31
Limit	15	20	25	30	35

d) Availing services/Job work upto:

Amt in Cr. (Rs.)

FY	2026-27	2027-28	2028-29	2029-30	2030-31
Limit	05	05	07	08	10

e) Providing services/ Job Work

Amt in Cr. (Rs.)

FY	2026-27	2027-28	2028-29	2029-30	2030-31
Limit	05	05	08	10	12

f) Taking Corporate Guarantee / Security / Surety / Indemnity/ Comfort letter, in connection with business upto:

Amt in Cr. (Rs.)

FY	2026-27	2027-28	2028-29	2029-30	2030-31
Limit	20	25	30	35	45

g) Investment in shares and other securities & instruments by Pritika Auto Industries Limited in Meeta Castings Ltd. upto:

Amt in Cr. (Rs.)

FY	2026-27	2027-28	2028-29	2029-30	2030-31
Limit	10	15	20	25	30

<table>
<tr><td></td><td></td><td>h) Other residual RPT the transactions that will be purely recurring in nature for furtherance of business (including reimbursement of expenses/other expenses paid or received) upto:
Amt in Cr. (Rs.)
<table><tr><th>FY</th><th>2026-27</th><th>2027-28</th><th>2028-29</th><th>2029-30</th><th>2030-31</th></tr><tr><td>Limit</td><td>15</td><td>15</td><td>15</td><td>17</td><td>20</td></tr></table></td></tr>
<tr><td>2.</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.</td><td>NA</td></tr>
<tr><td>4.</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)</td><td>426.14 % (proposed transaction for FY 2026-27)</td></tr>
<tr><td>5.</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. (31-03-2026)</td><td>27.95 % (proposed transaction for FY 2026-27)</td></tr>
<tr><td colspan="2"></td><td>(1)
Pritika Auto Industries Ltd., (PAIL)</td></tr>
<tr><td>6.</td><td>Financial performance of the related party for the immediately preceding financial year:
Explanations:
The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.</td><td><table><tr><th>Particulars
(Standalone Figures)</th><th>FY 25-26
(Rs. in crores)</th></tr><tr><td>Turnover</td><td>475.18</td></tr><tr><td>Profit After Tax</td><td>15.89</td></tr><tr><td>Net Worth</td><td>321.74</td></tr></table></td></tr>
<tr><td colspan="3">A(5) Basic details for proposed transactions</td></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td>As per A4(1) above</td></tr>
</table>

2.	Details of each type of the proposed transaction	As per A4(1) above
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	The tenure of the ongoing/ proposed transaction, as mentioned in A4(1) above, shall be for a period of up to five financial years commencing from FY 2026–27 to FY 2030-31.
4.	Whether omnibus approval is being sought?	Yes
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	As per A4(1) above
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity.	Given the nature of Manufacturing Company, the Company works closely with its related parties (including its promoter, promoter group, associates) to achieve its business objectives. Refer the background, details and benefit of the transaction, the proposed RPTs are undertaken in the ordinary course of **business and on an arm's length basis. While both entities** belong to the Pritika Group, each operates independently with distinct commercial responsibilities. The transactions are designed to harness group synergies, ensure continuity and reliability in the business transaction and enhance operational efficiency, without compromising independence. The said RPTs are undertaken, as mentioned in this Notice with terms and conditions that are generally prevalent in the industry segments and the market that the Company operates in and therefore are in the best interest of the Company and its **shareholders, aligning with the Company's strategic objectives** and commitment to high standards of corporate governance.
7.	**(1) Pritika Auto Industries Limited., (PAIL)**	
	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control.	
	a. Name of the director/KMP	Mr. Harpreet Singh Nibber is Promoter & Director. Mr. Ajay Kumar, Director and Mr. Narinder Kumar Tyagi, director of company.
	b. Shareholding of the director/KMP, whether direct or indirect, in the related party	Mr. Harpreet Singh Nibber, Managing Director holds 41.78% equity shares in Pritika Auto Industries Ltd. Pritika Industries Ltd, a group Company holds 14.14% equity shares in Pritika Auto Industries Ltd. The relatives of Mr. Harpreet Singh Nibber holds 1.68% equity shares in Pritika Auto Industries Ltd. Mr. Ajay Kumar, Director and his relatives holds 0.04% equity shares in Pritika Auto Industries Limited. Mr. Narinder Kumar Tyagi, Director holds 0.02% equity shares in Pritika Auto Industries Limited.
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.	Nil

PART B

Information in respect of specific type of Related Party Transactions proposed to be undertaken

B(1) In case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances		
Sr. No.	**Particulars of the information**	**Information provided by the management**
		Pritika Auto Industries Ltd., (PAIL)
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	No
2.	Basis of determination of price.	The proposed transactions are in ordinary course of business and price for all the above-mentioned **transactions has been determined on an arm's length** basis, considering comparable market prices, prevailing commercial terms, and in accordance with applicable regulatory guidelines. Services are rendered /accepted with the related party based on business requirements and defined scope, timelines and responsibilities and the service charges are determined on **arm's length** basis and in ordinary course of business.
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:	NA (The subsidiary entity is not giving any Trade Advances to Pritika Auto Industries Limited).
	a. Amount of Trade advance	
	b. Tenure	
	c. Whether same is self-liquidating?	
B (2) Disclosure in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the subsidiary entity: NA		
Sr. No.	**Particulars of the information**	**Information provided by the management**
		Pritika Auto Industries Ltd., (PAIL)
1.	Source of funds in connection with the proposed transaction.	NA (The subsidiary entity is not making any transactions relating to loans and advances (other than trade advances) or inter-corporate deposits with PAIL).
2.	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following:	NA
	a. Nature of indebtedness	
	b. Total cost of borrowing	
	c. Tenure	
	d. Other details	
3.	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders.	NA

	Note: (1) This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies. (2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.	
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	NA
5.	Maturity / due date	NA
6.	Repayment schedule & terms	NA
7.	Whether secured or unsecured?	NA
8.	If secured, the nature of security & security coverage ratio	NA
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	NA
B (3) Disclosure in case of transactions relating to investment made by the subsidiary entity: NA		
Sr. No.	**Particulars of the information**	**Information provided by the management**
		Pritika Auto Industries Ltd., (PAIL)
1.	Source of funds in connection with the proposed transaction.	NA (The subsidiary entity is not making any transactions relating to investment in PAIL).
2.	Where any financial indebtedness is incurred to make investment, specify the following: a. Nature of indebtedness b. Total cost of borrowing c. Tenure d. Other details	NA
3.	Purpose for which funds shall be utilized by the investee company.	NA
4.	Material terms of the proposed transaction	NA

B(4) Disclosure 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 subsidiary entity: NA		
Sr. No.	**Particulars of the information**	**Information provided by the management**
		Pritika Auto Industries Ltd., (PAIL)
1.	(a) Rationale for giving guarantee, surety, indemnity or comfort letter	NA (The subsidiary entity is not making 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 in PAIL).
	(b) Whether it will create a legally binding obligation on listed entity?	NA
2.	Material covenants of the proposed transaction including: (i) commission, if any to be received by the subsidiary entity	NA
	(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.	NA
3.	The value of obligations undertaken by the its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by 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.	NA

B(5) Disclosure in case of transactions relating to borrowings by the subsidiary entity		
Sr. No.	**Particulars of the information**	**Information provided by the management**
		Pritika Auto Industries Ltd., (PAIL)
1.	Material covenants of the proposed transaction	To borrow fund so that the subsidiary can meet its business requirements. The transaction is in normal course of business and in line with prevailing market practices and are not prejudicial to the interests of the Company or its shareholders.
2.	Interest rate (in terms of numerical value or base rate and applicable spread)	Interest rate shall not be lower than the prevailing bank rates.
3.	Cost of borrowing Note: This shall include all costs associated with the borrowing	Nil

4.	Maturity / due date	The transaction shall have a predefined tenure with specified maturity/ due date, which will be in line with the nature and purpose of the transaction, as mutually agreed upon between parties.
5.	Repayment schedule & terms	The repayment schedule shall be on maturity/due date as per the terms agreed mutually. The terms of transaction will be mutually decided among the **parties and the same will be on arm's length basis.**
6.	Whether secured or unsecured?	Unsecured
7.	If secured, the nature of security & security coverage ratio	NA
8.	The purpose for which the funds will be utilized by the subsidiary	It will be utilised for the business purposes, Capital expenditure/Working capital Requirements/ Debt Refinancing etc.

PART-C

Information on specific type of RPT proposed to be undertaken is a material RPT and is in addition to Part A and B

C(1) Disclosure in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the subsidiary entity: NA		
Sr. No.	**Particulars of the information**	**Information provided by the management** **Pritika Auto Industries Ltd., (PAIL)**
1.	Latest credit rating of the related party Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any	NA (The subsidiary entity is not making any transactions relating to any loans and advances (other than trade advances), inter-corporate deposits to PAIL).
2.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request. 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;	NA

<table>
<tr><td></td><td>b) Whether the related party has been declared a “wilful defaulter” by any of its bankers and whether such status is currently subsisting;</td><td>NA</td></tr>
<tr><td></td><td>c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;</td><td>NA</td></tr>
<tr><td></td><td>d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.
Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.</td><td rowspan="4">NA</td></tr>
<tr><td></td><td>FY 2025-2026</td></tr>
<tr><td></td><td>FY 2024-2025</td></tr>
<tr><td></td><td>FY 2023-2024</td></tr>
<tr><td colspan="3">C(2) Disclosure in case of transactions relating to any investment made by the subsidiary entity: NA</td></tr>
<tr><td rowspan="2">Sr. No.</td><td rowspan="2">Particulars of the information</td><td>Information provided by the management</td></tr>
<tr><td>Pritika Auto Industries Ltd., (PAIL)</td></tr>
<tr><td>1.</td><td>Latest credit rating of the related party.
Note:
a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any.
b. This shall be applicable in case of investment in debt securities.</td><td>NA
(The subsidiary entity is not making any transactions relating to any investment in PAIL).</td></tr>
<tr><td>2.</td><td>Whether any regulatory approval is required. If yes, whether the same has been obtained.</td><td>NA</td></tr>
<tr><td colspan="3">C(3) Disclosure 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 subsidiary entity: NA</td></tr>
<tr><td rowspan="2">Sr. No.</td><td rowspan="2">Particulars of the information</td><td>Information provided by the management</td></tr>
<tr><td>Pritika Auto Industries Ltd., (PAIL)</td></tr>
<tr><td>1.</td><td>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,</td><td>NA
(The subsidiary entity is not making any 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 to PAIL).</td></tr>
</table>

	provide latest credit rating of the related party. Note: a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any. b. This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.	
2.	Details of solvency status and going concern status of the related party during the last three financial years:	NA
	FY 2025-2026	
	FY 2024-2025	
	FY 2023-2024	
3.	The value of obligations undertaken by 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 its subsidiary. Additionally, any provisions required to be made in the books of account its subsidiary shall also be specified.	NA
4.	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person. Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request. In addition, the following information as follows: a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party **has been declared a “wilful defaulter” by any of its**	NA

<table>
<tr><td></td><td>bankers and whether such status is currently subsisting;
c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;
d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.
Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.</td><td colspan="5"></td></tr>
<tr><td></td><td>FY 2025-2026</td><td colspan="5">NA</td></tr>
<tr><td></td><td>FY 2024-2025</td><td colspan="5">NA</td></tr>
<tr><td></td><td>FY 2023-2024</td><td colspan="5">NA</td></tr>
<tr><td colspan="7">C(4) Disclosure only in case of transactions relating to borrowings by the subsidiary entity i.e. Meeta Castings Limited</td></tr>
<tr><td>Sr. No.</td><td>Particulars of the information</td><td colspan="5">Information provided by the management</td></tr>
<tr><td colspan="2" rowspan="2"></td><td colspan="5">Pritika Auto Industries Ltd., (PAIL)
Financial Years</td></tr>
<tr><td>2026-27</td><td>2027-28</td><td>2028-29</td><td>2029-30</td><td>2030-31</td></tr>
<tr><td>1.</td><td>Debt to Equity Ratio of the its subsidiary based on last audited financial statements (in times)</td><td colspan="5"></td></tr>
<tr><td></td><td>a. Before transaction</td><td>2.50</td><td colspan="4">To be determined after execution of transaction.</td></tr>
<tr><td></td><td>b. After transaction</td><td colspan="5">To be determined after execution of transaction.</td></tr>
<tr><td>2.</td><td>Debt Service Coverage Ratio of its subsidiary based on last audited financial statements (in times)</td><td colspan="5"></td></tr>
<tr><td></td><td>a. Before transaction</td><td>0.14</td><td colspan="4">To be determined after execution of transaction.</td></tr>
<tr><td></td><td>b. After transaction</td><td colspan="5">To be determined after execution of transaction.</td></tr>
</table>

For and on behalf of the Board of Directors

Sd/-

Date: 19.08.2026
Place: Mohali

Harpreet Singh Nibber
Chairman and Managing Director
DIN: 00239042

Pritika Engineering Components Limited

Regd. Office: C-94, Phase-VII, Industrial Focal Point, S.A.S. Nagar, Mohali, Punjab-160055
CIN: L28999PB2018PLC047462

Form No. MGT – 11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Annual General Meeting of the Members of Pritika Engineering Components Limited to be held on Thursday, 17th September, 2026 at 10.30 am at the Registered Office of the Company

CIN : L28999PB2018PLC047462
Name of the Company : Pritika Engineering Components Limited
Registered office : Plot No. C-94, Phase-VII Industrial Focal Point, S.A.S Nagar, Mohali- 160055, Punjab

Name of the member (s):
Registered address:
E-mail Id:
Folio No. / Client Id:
DP ID:

I/We, being the member (s) of ___________________ shares of the above named company, hereby appoint:

1. Name: **Mr. /Ms.** E-mail Id:
   Address:
   Signature: ____________________________, or failing him
2. Name: **Mr. /Ms.** E-mail Id:
   Address:
   Signature: ___________________________, or failing him
3. Name: **Mr. /Ms.** E-mail Id:
   Address:
   Signature: ____________________________

as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Thursday, the 17th day of September, 2026 at 10:30 AM at the registered office at Plot No. C-94, Phase-VII Industrial Focal Point, S.A.S Nagar, Mohali-160055, Punjab, and any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	Options	
Ordinary Business		**For**	**Against**
1.	Adoption of Financial Statements.		
2.	Adoption of Consolidated Financial Statements.		
3.	Appointment of Mr. Ajay Kumar, (DIN: 02929113) Director retiring by rotation.		
4.	Re-Appointment of Statutory Auditors of the Company.		
Special Business			
5.	Re-appointment of Mr. Aman Tandon (DIN: 02159395) for second consecutive term as a Non-Executive Independent Director of the Company.		
6.	To approve payment of remuneration to Mr. Ajay Kumar (Non-Executive Director) for the Financial Year 2026-27, which may exceed fifty per cent of the total remuneration payable to all the Non-Executive Directors of the Company.		
7.	Approval for Related Party Transactions with Pritika Auto Industries Ltd.		
8.	Approval for Related Party Transactions with Meeta Castings Ltd.		
9.	Approval for Related Party Transactions of Meeta Castings Ltd., subsidiary of the company with Pritika Auto Industries Ltd.		
10.	Issuance of up to 50,00,000 equity shares on Preferential basis upon conversion of outstanding Unsecured loan into equity, to the person belonging to 'Promoter & Promoter Group'.		
11.	Raising of funds through issuance of upto 12,00,000 equity shares on preferential allotment basis to the investors - Non-Promoter, (Public) category for cash.		
12.	Raising of funds through issuance of upto 4,00,000 warrants convertible into equity shares on preferential allotment basis to the non-promoter, (public) category for cash.		

Signed this ______ day of _________________, 2026
Signature of Member: _____________________
Signature of Proxy: ____________________

Affix Revenue Stamp

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. It is optional to indicate your preference. If you leave the for or against Column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

Pritika Engineering Components Limited
Regd Office: C-94, Phase-VII, Industrial Focal Point, S.A.S. Nagar, Mohali, Punjab-160055
CIN: L28999PB2018PLC047462

ATTENDANCE SLIP
(To be presented at the entrance)

Annual General Meeting of the Members of Pritika Engineering Components Limited to be held on Thursday, 17th September, 2026 at 10.30 am at the Registered Office of the Company at Plot No. C-94, Phase-VII Industrial Focal Point, S.A.S Nagar, Mohali- 160055, Punjab

Folio No. / DPID No.: ___________________________

Client ID: ___________________________________

No. of shares held: _______________________________

I/ We record my/ our presence at the 09th Annual General Meeting of the Company held on Thursday, 17th September, 2026 at 10.30 am at the Registered Office of the Company at Plot No. C-94, Phase-VII, Industrial Focal Point, S.A.S Nagar, Mohali- 160055, Punjab

Name of the Member:_________________________ Signature: ______________________

Name of the Proxy-holder:______________________ Signature: _____________________

Note:
1. Only Member / Proxy-Holder can attend the Meeting.
2. You are requested to sign and handover this slip at the entrance of the meeting venue.

ROUTE MAP

VENUE: Plot No. C-94, Phase-VII Industrial Focal Point, S.A.S Nagar, Mohali- 160055, Punjab