To

01st September 2026

Listing Department BSE Limited 25th Floor, P. J. Towers, Dalal Street, Mumbai – 400 001. **Scrip Code: 505368**	Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra East, Mumbai – 400 051. **Scrip Code: SEMAC**

Dear Sir / Madam,

Sub: Submission of Notice of 49th Annual General Meeting to be held on 25th September 2026.

We hereby enclose herewith the copy of the Notice of 49th Annual General Meeting of the Company to be held on Friday, 25th September 2026 at 03:00 PM through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

The Notice of the 49th Annual General Meeting of the Members along with the Annual Report for the Financial Year 2025-26 is being sent to all members whose names appeared in the Register of Members / Register of Beneficial owners as on close of the business hours 18th August, 2026 maintained by the Depository Participants (DPs) /Company/ Registrar and Share Transfer Agent.

A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. 18th September, 2026 shall be entitled to avail the facility of remote e-voting or to vote during the AGM.

Kindly take the same on your records.
Thanking you,

For Semac Construction Limited
(Formerly Known as Semac Consultants Limited)

Aakriti Gupta

Digitally signed by Aakriti Gupta
Date: 2026.09.01 17:21:32 +05'30'

Aakriti Gupta
Company Secretary and Compliance Officer

Semac Construction Ltd.
(Formerly Known as Semac Consultants Limited.)
Plot No. 505, 3rd Floor, Udyog Vihar, Phase – III, Gurugram,
Haryana – 122016, India
Email: compliance.officer@semacconstruction.com

Corporate Identity Number
L42900TZ1977PLC000780
ISO 9001 : 2015

Registered Office:
Semac Construction Ltd.
Pollachi Road, Malumachampatti.
Coimbatore - 641 021.
Tel : + 91 422 2610851
Fax : + 91 442 6655199
Website: www.semacconstruction.com

SEMAC CONSTRUCTION LIMITED

(formerly known as Semac Consultants Limited)
CIN: L42900TZ1977PLC000780
Registered Office: Pollachi Road, Malumichampatti P O., Coimbatore - 641 021
E-mail: compliance.officer@semacconstruction.com
Website: www.semacconstruction.com Phone: 0422 6655100

NOTICE TO MEMBERS

NOTICE is hereby given that the 49th Annual General Meeting of the Shareholders of the Company will be held on 25th September 2026 at 3:00 PM (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") to transact the following business(es):

Ordinary Business:

1. To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements including Balance Sheet as on 31st March, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flow for the year ended on that date together with the Directors' Report and the Auditors' Report thereon.

2. To appoint Mr. Harivansh Dalmia (DIN: 08750555), who retires by rotation as the Director of the Company at this Annual General Meeting and being eligible, offers himself for re-appointment.

Special Business:

3. To consider and approve the re-appointment and payment of remuneration to Mr. Harivansh Dalmia (DIN: 08750555) as a Whole Time Director of the Company and in this regard, to consider and if thought fit, to pass the following resolution as **a Special Resolution:**

RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 17(6)(e) and other applicable regulations, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment(s) made thereof for the time being in force) and in accordance with the Nomination and Remuneration Policy and pursuant to the Articles of Association of the Company, the consent of the members be and is hereby accorded for the re-appointment of Mr. Harivansh Dalmia (DIN: 08750555) as a Whole Time Director of the Company for a further period of 5 (five) years and payment of remuneration for a further period of 3 (three) years with effect from 29th August, 2026 on the terms and conditions as more particularly described in the statement pursuant to Section 102 of the Act, annexed to this notice as recommended by the Nomination and Remuneration Committee and approved by the Audit Committee and Board of Directors at their respective meetings held on 14th August, 2026 notwithstanding the fact that the aggregate annual remuneration payable to him in any financial year during his tenure as Whole-Time Director along with the aggregate annual remuneration payable to other executive directors who are promoters or members of the promoter group may exceed the limits as set out under the Listing Regulations or the Act for the time being in force.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year, the remuneration enumerated in the statement pursuant to Section 102 of the Act, shall be payable as minimum remuneration to Mr. Harivansh Dalmia (DIN: 08750555) Whole-Time Director, as specified in Schedule V of the Companies Act, 2013 (as amended).

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to alter and vary the terms of re-appointment and/or remuneration payable to Mr. Harivansh Dalmia (DIN: 08750555), as it may deem fit, subject to the same not exceeding the limit as approved by the shareholders.

RESOLVED FURTHER THAT the Whole-time Director shall be liable to retire by rotation and the same shall not be treated as a break in his service as Whole-time Director.

RESOLVED FURTHER THAT the Whole-time Director shall not be entitled to receive sitting fees for attending the meetings of the Board of Directors or any Committees thereof.

RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorized to take all such steps as may be necessary and/or give such directions as may be necessary, proper or expedient to give effect to the above resolution without being required to seek any further consent or approval of the members and the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

4. To consider and approve the waiver of recovery of excess sum refundable under Section 197 of Companies Act, 2013 and in this regard, to consider and if thought fit, to pass the following resolution as a **Special Resolution:**

   RESOLVED THAT pursuant to provisions of Section 197(10) and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with relevant Rules made thereunder, (including any statutory modification or re-enactment made thereof for the time being in force) or any other applicable law, if any, the consent of the members be and is hereby accorded to approve the waiver of recovery of the excess amount of Rs. 12,00,000/- (Rupees Twelve Lakhs Only) paid as managerial remuneration to Mr. Harivansh Dalmia, (DIN: 08750555) Whole Time Director for the period from 1st April 2025 to 31st March 2026.

   RESOLVED FURTHER THAT the Board of Directors be and is hereby severally authorized to take all such steps as may be necessary and/or give such directions as may be necessary, proper or expedient to give effect to the above resolution.

5. To consider and approve the Material Related Party Transaction entered into with Revathi Equipment India Limited (REIL) and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   RESOLVED THAT pursuant to the provisions of Regulation 23(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (Listing Regulations) as amended from time to time and the applicable provisions of the Companies Act, 2013 ("Act"), read with relevant rules made thereunder (including any statutory amendment(s) or modification(s) or re-enactment(s) made thereof for the time being in force), the Company's Policy on Related Party Transaction and pursuant to the approval of the Audit Committee and on the recommendation of the Board of Directors, the approval of the members of the Company be and is hereby accorded to the Company, to enter/ continue to enter into agreement/ contract/ business transactions/ arrangements with Revathi Equipment India Limited, an entity falling within the definition of 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations for an amount not exceeding Rs. 250 Crores (Rupees Two Hundred and Fifty Crores only) commencing from the date of this Annual General Meeting till the date of Annual General Meeting to be held in the year 2027, and on such terms and conditions as detailed in the explanatory statement to this resolution, notwithstanding the fact that such transactions either taken individually or together with previous transactions during the financial year may exceed 10% of the annual consolidated turnover of the Company as per the last audited financial statements as specified in Schedule XII of the Listing Regulations or such other materiality threshold as may be specified under applicable laws / regulations from time to time.

RESOLVED FURTHER THAT Board of Directors (including its Committee(s) thereof) be and are hereby severally authorised to do all such acts, deeds, matters and things, to finalise the terms and conditions of the transactions with the related party, and to execute or authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary, proper and/or expedient for giving 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.

6. To consider and approve the Material Related Party Transaction entered into with Renaissance Consultancy Services Limited (RCSL) and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

RESOLVED THAT pursuant to the provisions of Regulation 23(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (Listing Regulations) as amended from time to time and the applicable provisions of the Companies Act, 2013 ("Act"), read with rules made thereunder (including any statutory amendment(s) or modification(s) or re-enactment(s) thereof for the time being in force), the Company's Policy on Related Party Transaction and pursuant to the approval of the Audit Committee and on the recommendation of the Board of Directors, the approval of the members of the Company be and is hereby accorded to the Company, to enter/ continue to enter into agreement/ contract/ business transactions/ arrangements with Renaissance Consultancy Services Limited (RCSL), an entity falling within the definition of 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations for an amount not exceeding Rs. 250 Crores (Rupees Two Hundred and Fifty Crores only) commencing from the date of this Annual General Meeting till the date of Annual General Meeting to be held in the year 2027, and on such terms and conditions as detailed in the explanatory statement to this resolution, notwithstanding the fact that such transactions either taken individually or together with previous transactions during the financial year may exceed 10% of the annual consolidated turnover of the Company as per the last audited financial statements as specified in Schedule XII of the Listing Regulations or such other materiality threshold as may be specified under applicable laws / regulations from time to time.

RESOLVED FURTHER THAT Board of Directors (including its Committee(s) thereof) be and are hereby severally authorised to do all such acts, deeds, matters and things, to finalise the terms and conditions of the transactions with the related party, and to execute or authorize any person to execute all such documents, instruments and writings as may be considered necessary, relevant, usual, customary, proper and/or expedient for giving 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.

STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013 AND REGULATION 36 OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Item No. 3

Mr. Harivansh Dalmia (DIN: 08750555) was appointed as a Whole-time Director of the Company for a period of 3 years with effect from 29th August 2023 and accordingly, the tenure of his office as Whole-time Director of the Company expires on 28th August, 2026.

Mr. Harivansh Dalmia aged 27 years is a qualified Chartered Accountant having diversified experience in the field of Statutory Audit from a leading multinational accounting firm having listed and unlisted clients across various industries, inter alia, consumer electronics, refractories and IT services, which enables him to contribute effectively to the Company's strategic and operational decisions.

Considering the above, the Nomination and Remuneration Committee and Audit Committee at their respective meeting(s) held on 14th August 2026, recommended and approved the proposal to re-appoint Mr. Harivansh Dalmia as Whole-Time Director of the Company for a further period of 5 (Five) years and payment of remuneration, as detailed below, for a further period of 3 years commencing from 29th August, 2026, subject to the approval of Board of Directors and members of the Company.

Considering the qualification, experience, past performance and significant contribution made by Mr. Harivansh Dalmia (DIN: 08750555), Whole-time Director for the rapid growth of the Company, and upon recommendation of the Nomination and Remuneration Committee and approval of the Audit Committee, the Board of Directors of the Company ("Board") at their meeting held on 14th August 2026 have, subject to the approval of the Members at the ensuing Annual General Meeting, approved and opines that his re appointment as Whole-time Director for the further period of 5 years would be greatly beneficial to the Company and approved the following terms and conditions of appointment for a further period of 3 years with effect from 29th August, 2026:

a.	Salary / perquisites	A total remuneration comprising of salary, allowances, perquisites etc. payable by the company not exceeding Rs. 1,20,00,000/- P.A (Rupees One Crore Twenty Lakhs only per annum).
b.	Other Benefits	• Contribution to Provident Fund (PF) and Superannuation Fund as applicable to other managers of the company. • He shall be entitled for Gratuity at the rate of one month salary for each completed year of service effective from the date of his appointment. • Provision of car for use on Company's business and telephone at residence, including long distance calls shall not be considered as perquisites. • The Whole-time Director shall be entitled to reimbursement of travelling expenses and entertainment expenses actually incurred in the course of the Company's business.

b.	Other Benefits	• One month leave per year on full pay (salary plus perquisites) with liberty to accumulate such leave upto 50% of entitlement and encashment of unavailed leave at the end of tenure. In addition, the Whole-time Director shall be entitled to such casual leave and sick leave as is applicable to other managers of the company. • Contribution to PF, Superannuation, Gratuity, leave encashment, provision for car, shall not be considered as perquisites in the computation of ceiling on perquisites.
c.	Period of Remuneration	The overall limits of remuneration to be paid to Mr. Harivansh Dalmia as Whole-time Director for a period of 3 years from 29th August, 2026.

Pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013, and Regulation 17(6)(e) and other applicable Regulations, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the re-appointment of the Whole-time Director and payment of remuneration shall be subject to the approval of the shareholders of the Company by means of Special Resolution in the General Meeting. Hence, the necessary Resolution has been set out as Item No. 3 of the Notice for the approval of the Members.

The salary and perquisites mentioned above shall be the minimum remuneration payable to the Whole-time Director in the absence of inadequacy of profits in the financial year

Mr. Harivansh Dalmia, is not disqualified from being appointed as a Director in terms of Section 164 of the Act and is not debarred from holding the office of Director by virtue of any Securities and Exchange Board of India (“SEBI”) order or any other such authority.

Accordingly, the Board recommends the necessary special resolution set out in Item No. 3 of the Notice of Annual General Meeting for the approval of the members.

The general information as required under Part II of Section II of Schedule V of the Companies Act, 2013 (as amended) and the details as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, brief resume of Mr. Harivansh Dalmia and other disclosures as per Secretarial Standard 2 are furnished and forms a part of this notice.

Except Mr. Harivansh Dalmia, being the appointee director and Mr. Abhishek Dalmia, Chairman and Managing Director and Mrs. Deepali Dalmia, Director, being his relatives, none of the other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution as set out in Item Nos. 3 of this Notice.

Item No.4:

The members of the Company at the Annual General Meeting held on 27th September 2023 approved the appointment and payment of managerial remuneration inclusive of Perquisites of Rs. 36,00,000/- per annum along with other benefits to Mr. Harivansh Dalmia as Whole time Director of the Company, for a period of 3 years with effect from 29th August 2023.

Further, the Company has paid Managerial Remuneration of Rs. 48,00,000/- to Mr. Harivansh Dalmia, Whole Time Director of the

Company for the financial year 2025-26, which is in excess of the aforesaid approved limit.

Hence, the Nomination and Remuneration Committee, Audit Committee and Board of Directors at their respective Meeting(s) held on 29th May 2026 have recommended and approved the waiver of recovery of excess managerial remuneration of Rs.12,00,000/- paid to the Mr. Harivansh Dalmia, Whole Time Director of the Company during the financial year 2025–26, subject to the approval of the Members of the Company.

In terms of Section 197(10) of the Act, the Members of the Company can waive the recovery of excess remuneration paid to managerial personnel by way of passing a special resolution. Accordingly, the approval of the Members is sought to waive the recovery of excess remuneration of Rs. 12,00,000/- paid to the aforementioned Director for the period 1st April 2025 to 31st March 2026.

The Board, Audit Committee and the Nomination and Remuneration Committee have carefully reviewed the matter and are of the opinion that the excess remuneration was paid in good faith, based on projected performance, and in line with the responsibilities and contributions of the concerned Directors. The Company has not defaulted in the repayment of any of its debts or interest obligations.

Accordingly, the Board recommends the necessary special resolution as set out in Item No. 4 of the Notice of Annual General Meeting for the approval of the members.

Except Mr. Harivansh Dalmia, Whole Time Director and Mr. Abhishek Dalmia, Chairman and Managing Director and Mrs. Deepali Dalmia, Director, being his relatives, none of the other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution as set out in Item Nos. 4 of this Notice.

Item Nos. 5 & 6:

Pursuant to Regulation 23 (1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, ("Listing Regulations") a transaction with a related party shall be considered "material", if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceeds 10% of the annual consolidated turnover of the Company as per the last audited financial statements as specified in Schedule XII of the Listing Regulations.

The Company has obtained the approval of members by means of passing an ordinary resolution for Material Related Party Transaction(s) in respect of Availing and Rendering of any Services/ Transactions and Borrowing / Availing of Loans/ Advances/ Inter Corporate Deposit entered into with Renaissance Consultancy Services Limited (RCSL) and Revathi Equipment India Limited (REIL) (Formerly known as 'Renaissance Corporate Consultants Limited') for a value not exceeding Rs. 250 crores at the 48th Annual General Meeting of the Company.

Considering the business requirements, the transactions proposed to be entered by the Company with the said related parties in the forthcoming period may exceed the above threshold limits under the Companies Act, 2013, the Listing Regulations and the Related Party Transactions Policy of the Company and the same are proposed to be undertaken on an arms' length basis and in the ordinary course of business.

Pursuant to Master Circular No. HO/49/14/14(7)2025-CFD POD2/I/3762/2026 dated 30th January 2026 issued by SEBI, read with the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions", necessary disclosures are given in Annexure - 1 to this Notice for the reference of the Members for approving the transactions with a related party(ies) namely, Renaissance Consultancy Services Limited (RCSL) and Revathi Equipment India Limited (REIL) (Formerly known as 'Renaissance Corporate Consultants Limited').

Pursuant to Regulation 23(4) of the Listing Regulations, the prior approval of the Shareholders of the Company by way of an Ordinary Resolution would be required for the transactions entered with related party in excess of 10% of the annual consolidated turnover of Company as per the last audited financial statements ("material related party transaction"). Further, pursuant to third proviso to Regulation 23(4) of the Listing Regulations and SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January 2026, the omnibus approval granted by the Shareholders for the material related party transactions in an Annual General Meeting shall be valid up to the date of next Annual General Meeting.

The Audit Committee has reviewed the certificate provided by the Chief Financial Officer of the Company as required under the aforesaid Industry Standards and has granted their approval for the related party transactions to be entered into by the Company with the above-mentioned related party(ies).

Accordingly, the Board recommends and seeks the approval of the Members for the transactions proposed to be entered into with the above-mentioned related party as per the details given above and such approval shall be valid up to the date of next Annual General Meeting.

Interest of Directors:

Except Mr. Abhishek Dalmia, Chairman and Managing Director, Mr.V.V.Subramanian, Independent Director, Mr. Harivansh Dalmia, Whole-time Director and Mrs. Deepali Dalmia, Director of the Company and their relatives, none of the other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested financially or otherwise, in the resolution as set out in Item No. 5 of this Notice.

Except Mr. Abhishek Dalmia, Chairman and Managing Director, Mr. Harivansh Dalmia, Whole-time Director and Mrs. Deepali Dalmia, Director of the Company and their relatives, none of the other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested financially or otherwise, in the resolution as set out in Item No. 6 of this Notice.

The Members may please note that in terms of the provisions of the Listing Regulations, no related party(ies) as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall vote to approve the resolution under Item Nos. 5 & 6 of this Notice.

General information as required under Part II of Section ll of Schedule V of the Companies Act, 2013 (as amended) relating to the Special Resolution under Item Nos.3:

A. General information

<table>
<tr><td>Nature of industry</td><td>The Company provides EPC services including Architectural Engineering and Construction Management services etc. as consulting engineers, technical advisers, specialists, and consultants</td></tr>
<tr><td>Date or expected date of commencement of commercial production</td><td>The Company was incorporated on 30th May, 1977 and commenced commercial production subsequently in the same year.</td></tr>
<tr><td>In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus</td><td>Not Applicable</td></tr>
<tr><td>Standalone Financial performance based on given indicators</td><td>Rs. In lakhs<table>
<tr><th>Particulars</th><th>2025-26</th><th>2024-25</th></tr>
<tr><td>Sales & other income</td><td>22920.68</td><td>15,854.96</td></tr>
<tr><td>Profit/ (Loss) before tax</td><td>711.75</td><td>(789.18)</td></tr>
<tr><td>Profit/ (Loss) after tax</td><td>805.51</td><td>(611.53)</td></tr>
<tr><td>Paid-up equity capital</td><td>311.73</td><td>311.73</td></tr>
<tr><td>Reserves and Surplus</td><td>6862.60</td><td>6,077.28</td></tr>
<tr><td>Basic Earnings Per Share</td><td>25.84</td><td>(19.62)</td></tr>
</table></td></tr>
<tr><td>Foreign investments or collaborations, if any</td><td>Nil</td></tr>
<tr><td colspan="2">B. Information about the appointee:</td></tr>
<tr><td>Background details</td><td>Mr. Harivansh Dalmia aged 27 years is the Whole-time Director of the Company. He is a qualified Chartered Accountant having expertise in handing listed and unlisted clients across various industries, inter alia, consumer electronics, refractories and IT services.</td></tr>
<tr><td>Past remuneration</td><td>Rs. 48,00,000 (Forty-Eight Lakhs only)</td></tr>
<tr><td>Recognition or awards</td><td>Nil</td></tr>
<tr><td>Job profile and his suitability</td><td>Mr. Harivansh Dalmia as Whole time Director of the Company shall have all powers and duties as the Board may determine from time to time subject to the provisions of the Companies Act, 2013 and SEBI Regulations. He has been associated with the Company for the past 3 years and he is instrumental to the growth of the Company.</td></tr>
<tr><td>Remuneration proposed</td><td>As set out in Item No. 3 of the Notice</td></tr>
<tr><td>Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)</td><td>Taking into consideration the profile of Mr. Harivansh Dalmia, responsibility shouldered by him, the industry standard and the size of the Company, the remuneration paid is commensurate with the remuneration packages paid to Managerial Personnel in similar other companies.</td></tr>
</table>

Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Mr. Harivansh Dalmia, Whole time Director of the Company, is one of the promoters of the Company. He is related to Mrs. Deepali Dalmia, Director and Mr. Abhishek Dalmia, Chairman and Managing Director of the Company. Besides the remuneration being received, he does not have any pecuniary relationship with the company.
C. Other information	
Reasons for loss or inadequate profits	Not applicable as the Company has made a profit during the year.
Steps taken or proposed to be taken for improvement	The Company is continuously taking various cost control measures which would result in increased profitability in the ensuing years.
Expected increase in productivity and profits in measurable terms	The expected increase in productivity and profits in measurable terms at this stage is difficult to ascertain by the Company.
D. Disclosures	
The following disclosures shall be mentioned in the Board of Director's report under the heading "Corporate Governance", if any, attached to the Financial statement:	The same is mentioned in the Corporate Governance report which forms a part of Annual Report
a. All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the directors	
b. Details of fixed component and performance linked incentives along with the performance criteria	
c. Service contracts, notice period, severance fees	
d. Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable	

Additional information on Directors recommended for re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard issued by ICSI.

Name	**Mr. Harivansh Dalmia**
DIN	08750555
Date of Birth/Age/Nationality	01.07.1999/27 years/ Indian
Date of appointment on the Board	29.08.2023
Inter-se relationship with other directors	Mr. Harivansh Dalmia is related to Mr. Abhishek Dalmia, Chairman & Managing Director and Mrs. Deepali Dalmia, Director of the Company.
Qualification	Chartered Accountant

Name	Mr. Harivansh Dalmia
Experience/Expertise in functional areas	A qualified Chartered Accountant having diversified experience in the field of Statutory Audit from a leading multinational accounting firm having listed and unlisted clients across various industries, inter alia, consumer electronics, refractories and IT services.
No. of shares held (including shareholding as beneficial owner)	1,254 Equity Shares
Board position held	Whole-time Director
Terms and conditions of re-appointment / revision of remuneration	Whole-time Director, liable to retire by rotation
Remuneration sought to be paid	As set out in Item Nos. 3 of the Notice
Remuneration last drawn	Information disclosed in the Corporate Governance Report annexed to the Annual Report
Number of Board meetings attended during the year	Information disclosed in the Corporate Governance Report annexed to the Annual Report
Directorships held in other companies	Nil
Membership in other Committees	Nil
Names of listed entities in which the person has resigned in the past three years	Nil
Information as required pursuant to BSE circular ref no. LIST/ COMP/ 14/ 2018-19 and the National Stock Exchange of India Limited with ref no. NSE/ CML/2018/24, dated June 20, 2018.	Mr. Harivansh Dalmia is not debarred from holding the office of director pursuant to any SEBI order or any other authority.

Details as required under SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January 2026 read with the ‘Industry Standards on “Minimum Information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions” (RPT Industry Standards)’under item 5 & 6:

a) Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable

A.1 Basic details of the related party			
S.No	Particulars of the information	Information provided by the management	
1	Name of the related party	Revathi Equipment India Limited (REIL) (Formerly known as Renaissance Corporate Consultants Limited)	Renaissance Consultancy Services Limited (RCSL)

2	Country of incorporation of the related party	India	India
3	Nature of business of the related party	REIL is engaged in the Manufacturing of Drilling Equipments.	RCSL is engaged in the Management Consultant Services.
A.2 Relationship and ownership of the related party			
S.No	Particulars of the information	Information provided by the management	
1	Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Revathi Equipment India Limited (Formerly known as Renaissance Corporate Consultants Limited) (REIL) is a part of the Promoter Group Company. Mr. Abhishek Dalmia, Chairman and Managing Director, Mr.V.V.Subramanian, Independent Director and Mrs. Deepali Dalmia, Director of the Company who are interested as directors and Mr. Harivansh Dalmia, Whole-time Director of the Company who is interested as relative of directors.	Renaissance Consultancy Services Limited (RCSL) is a part of the Promoter Group Company. Mr. Abhishek Dalmia, Chairman and Managing Director, Mrs. Deepali Dalmia, Director and Mr. Harivansh Dalmia, Whole-time Director of the Company who are interested as directors of the Company.
	1. Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	The promoters/ Promoter Group of the Company are holding 63.91% of the paid-up capital/ voting power in the Related Party.	The promoters/ Promoter Group of the Company are holding 88.63% of the paid-up capital/ voting power in the Related Party.
	2.Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA	NA
	3.Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	The promoters/ Promoter Group of the related party are holding 62.85% of the paid-up capital/ voting power in the Related Party	The promoters/ Promoter Group of the Company are holding 88.63% of the paid-up capital/ voting power in the Related Party.
A.3 Details of previous transactions with the related party			
S.No	Particulars of the information	Information provided by the management	
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	RCSL: (Rs. in Lakhs)	

S. No	Nature of Transactions	FY 25-26
1.	Repayment of Inter corporate Deposits	1300.00
2.	Interest on Inter corporate Deposits	200.89

<table>
<tr><td></td><td></td><td colspan="2">REIL: (Rs. in Lakhs)<table><tr><td>S. No</td><td>Nature of Transactions</td><td>FY 25-26</td></tr><tr><td>1.</td><td>Repayment of loan</td><td>400.00</td></tr><tr><td>2.</td><td>Interest on unsecured loans and advances taken</td><td>3.84</td></tr><tr><td>3.</td><td>Intercorporate Deposit given</td><td>800.00</td></tr><tr><td>4.</td><td>Interest on Inter corporate Deposit receivable</td><td>2.50</td></tr><tr><td>5.</td><td>Corporate Bank Guarantee received</td><td>13400.00</td></tr></table></td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td colspan="2">RCSL: (Rs. in Lakhs)<table><tr><td>S. No</td><td>Nature of Transactions</td><td>Amount</td></tr><tr><td>1.</td><td>Repayment of Inter corporate Deposits</td><td>600.00</td></tr><tr><td>2.</td><td>Interest on Inter corporate Deposits</td><td>17.09</td></tr></table>REIL: (Rs. in Lakhs)<table><tr><td>S. No</td><td>Nature of Transactions</td><td>Amount</td></tr><tr><td>1.</td><td>Repayment of loan</td><td>0.00</td></tr><tr><td>2.</td><td>Interest on unsecured loans and advances taken</td><td>800.00</td></tr><tr><td>3.</td><td>Intercorporate Deposit given</td><td>0.00</td></tr><tr><td>4.</td><td>Interest on Inter corporate Deposit receivable</td><td>2.50</td></tr><tr><td>5.</td><td>Corporate Bank Guarantee received</td><td>13400.00</td></tr></table></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 or its subsidiary during the last financial year.</td><td>Nil</td><td>Nil</td></tr>
<tr><td colspan="4">A.4 Amount of the proposed transaction(s)</td></tr>
<tr><td>S.No</td><td>Particulars of the information</td><td colspan="2">Information provided by the management</td></tr>
<tr><td>1</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.</td><td>Upto Rs.250 Crores</td><td>Upto Rs.250 Crores</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>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>103.01%</td><td>103.01%</td></tr>
</table>

<table>
<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>NA</td><td>NA</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</td><td>55.77%</td><td>5.73%</td></tr>
<tr><td>6</td><td>Financial performance of the related party for the immediately preceding financial year:</td><td><table><tr><td>Particulars</td><td>FY 2025-26 (in Lakhs)</td></tr><tr><td>Turnover</td><td>13,944.00</td></tr><tr><td>Profit after Tax</td><td>1,337.00</td></tr><tr><td>Net worth</td><td>14,004.00</td></tr></table></td><td><table><tr><td>Particulars</td><td>FY 2025-26 (in Lakhs)</td></tr><tr><td>Turnover</td><td>1433.54</td></tr><tr><td>Profit after Tax</td><td>998.02</td></tr><tr><td>Net worth</td><td>17443.47</td></tr></table></td></tr>
<tr><td colspan="4">A.5 Basic details of the proposed transaction</td></tr>
<tr><td>S.No</td><td>Particulars of the information</td><td colspan="2">Information provided by the management</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>i. Purchase and/ or Sale of Goods
ii. Availing and/or rendering of Services
iii. Loans and advances (other than trade advances) or inter-corporate deposits given by the Company
iv. Borrowings</td><td>i. Purchase and/ or Sale of Goods
ii. Availing and/or rendering of Services
iii. Loans and advances (other than trade advances) or inter-corporate deposits given by the Company
iv. Borrowings</td></tr>
<tr><td>2</td><td>Details of each type of the proposed transaction</td><td>Inter- corporate Guarantees, Deposits, Borrowing, Sale/Purchase of Goods and Services.</td><td>Inter- corporate Guarantees, Deposits, Borrowings</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 Omnibus approval of shareholders for the above stated material RPT is valid from the conclusion of 49th Annual General Meeting till the conclusion of 50th Annual General Meeting subject to the period not exceeding fifteen months.</td><td>The Omnibus approval of shareholders for the above stated material RPT is valid from the conclusion of 49th Annual General Meeting till the conclusion of 50th Annual General Meeting subject to the period not exceeding fifteen months.</td></tr>
<tr><td>4</td><td>Whether omnibus approval is being sought?</td><td>Yes</td><td>Yes</td></tr>
</table>

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.	The proposed transaction is sought from the conclusion of 49th Annual General Meeting till the conclusion of 50th Annual General Meeting of the Company for an amount of up to Rs.250 crores as set out below: In the Financial Year 2026-27 – Rs 250 Crores In the Financial Year 2027-28 – Rs 250 Crores Provided that the aforementioned year wise estimated limits shall be fungible and can be utilized flexibly between the two financial years, provided that the total amount does not exceed Rs.250 crores in aggregate.	The proposed transaction is sought from the conclusion of 49th Annual General Meeting till the conclusion of 50th Annual General Meeting of the Company for an amount of up to Rs.250 crores as set out below: In the Financial Year 2026-27 – Rs 250 Crores In the Financial Year 2027-28 – Rs 250 Crores Provided that the aforementioned year wise estimated limits shall be fungible and can be utilized flexibly between the two financial years, provided that the total amount does not exceed Rs. 250 crores in aggregate.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	Revathi Equipment India Limited (Formerly known as Renaissance Corporate Consultants Limited) is a part of the Promoter Group Company and is engaged in the Manufacturing of Drilling Equipments. The proposed related party transactions, not only help smoothen business operations but also ensure a consistent flow of desired quality and quantity of goods and services without interruptions, optimum capacity utilization and generation of revenue and business of the Company	Renaissance Consultancy Services Limited (RCSL) is a part of the Promoter Group Company and is engaged in the Management Consultant Services. The proposed related party transactions, not only help smoothen business operations but also ensure a consistent flow of desired quality and quantity of goods and services without interruptions, optimum capacity utilization and generation of revenue and business of the Company

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.	All the members belonging to Promoter(s)/ Promoter Group have an interest in the proposed transactions.	All the members belonging to Promoter(s)/ Promoter Group have an interest in the proposed transactions.
	a. Name of the director / KMP	i. Mr. Abhishek Dalmia, Managing Director ii. Mr. Harivansh Dalmia, Whole Time Director iii. Mr. Deepali Dalmia, Director iv. Mr. Venkatachalam Venkata Subramanian, Independent Director	i. Mr. Abhishek Dalmia, Managing Director ii. Mr. Harivansh Dalmia, Whole Time Director iii. Mr. Deepali Dalmia, Director
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Abhishek Dalmia, Managing Director, and Mrs. Deepali Dalmia, Director of the Company along with their relatives, who forms part of Promoter and Promoter group, are holding 62.85% of the paid-up capital/ voting power in the Related Party.	Mr. Abhishek Dalmia, Managing Director, Mr. Harivansh Dalmia, Whole Time Director, and Mrs. Deepali Dalmia, Director of the Company along with their relatives, who forms part of Promoter and Promoter group, are holding 88.63% of the paid-up capital/ voting power in the Related Party.
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
B(1). Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances			
S.No	Particulars of the information	Information provided by the management	
		REIL	RCSL
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Comparative prices have been obtained. The transactions do not involve any bidding process, as they are conducted at arm's length and in line with established business practices.	Comparative prices have been obtained. The transactions do not involve any bidding process, as they are conducted at arm's length and in line with established business practices.
2	Basis of determination of price.	As mentioned above, the pricing will be on arm's length basis and in line with established business practices	As mentioned above, the pricing will be on arm's length basis and in line with established business practices

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:	Nil	Nil
	a. Amount of Trade advance	Nil	Nil
	b. Tenure	NA	NA
	C.Whether same is self-liquidating?	NA	NA
B(2): Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary			
S.No	Particulars of the information	Information provided by the management	
		REIL	RCSL
1.	Source of funds in connection with the proposed transaction.	The funds shall be sourced from the internal accruals and/or surplus funds of the Company	The funds shall be sourced from the internal accruals and/or surplus funds of the Company
2.	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following:	No financial indebtedness is proposed to be incurred for the purpose of granting the said loan. Accordingly, details relating to nature of indebtedness, cost of funds, and tenure are not applicable.	No financial indebtedness is proposed to be incurred for the purpose of granting the said loan. Accordingly, details relating to nature of indebtedness, cost of funds, and tenure are not applicable.
	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.	9% to 10.25%	9% to 10.25%
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	The interest rate applicable to the transaction shall be determined based on guidance provided in the RPT framework approved by the Audit Committee.	The interest rate applicable to the transaction shall be determined based on guidance provided in the RPT framework approved by the Audit Committee.
5.	Maturity / due date	The transaction shall have a pre-defined tenure with clearly specified maturity / due date, which will be in line with the nature and purpose of the transaction.	The transaction shall have a pre-defined tenure with clearly specified maturity / due date, which will be in line with the nature and purpose of the transaction.

6.	Repayment schedule & terms	The terms of borrowing will be on arm's length basis. The funds shall be payable as per the repayment schedule or on maturity / due date as per the terms agreed	The terms of borrowing will be on arm's length basis. The funds shall be payable as per the repayment schedule or on maturity / due date as per the terms agreed
7.	Whether secured or unsecured?	Unsecured	Unsecured
8.	If secured, the nature of security & security coverage ratio	N.A	N.A
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	The funds shall be utilized for business purposes, in the ordinary course of business.	The funds shall be utilized for business purposes, in the ordinary course of business.
C(1).Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary			
1.	Latest credit rating of the related party	CARE BBB; Stable / CARE A3+	NA
	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. In addition, state the following:	There is no Default on borrowings.	There is no Default on borrowings.
	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
	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 an insolvency resolution process or liquidation;	No	No
	d.Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016	No	No
	FY 2025-26	NA	NA
	FY 2024-25		
	FY 2023-24		

B(5): Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary			
S.No	Particulars of the information	Information provided by the management	
		REIL	RCSL
1.	Material covenants of the proposed transaction	The borrowing arrangements do not contain any material covenants beyond those which are standard and customary in nature	The borrowing arrangements do not contain any material covenants beyond those which are standard and customary in nature
2.	Interest rate (in terms of numerical value or base rate and applicable spread)	The rate of interest will be in the range of 9% to 10.25% per annum	The rate of interest will be in the range of 9% to 10.25% per annum
3.	Cost of borrowing Note: This shall include all costs associated with the borrowing	Nil	Nil
4.	Maturity / due date	The amount shall be repayable on demand, without any predetermined repayment schedule or tenure.	The amount shall be repayable on demand, without any predetermined repayment schedule or tenure.
5.	Repayment schedule & terms	Repayable on demand, as and when called upon	Repayable on demand, as and when called upon
6.	Whether secured or unsecured	unsecured	unsecured
7.	If secured, the nature of security & security coverage ratio	Not applicable	Not applicable
8.	The purpose for which the funds will be utilized by the listed entity / subsidiary	The Funds will be utilized for general business and operational requirements.	The Funds will be utilized for general business and operational equirements.
C(4): Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary			
S.No	Particulars of the information	Information provided by the management	
		REIL	RCSL
1.	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements.	0.36	0.36
	a. Before transaction	8.25:1	8.25:1
	b. After transaction	Depends on the actual borrowing by the company	Depends on the actual borrowing by the company
2.	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements	0.81	0.81
	a. Before transaction	0.81:1	0.81:1
	b. After transaction	Depends on the actual borrowing by the company	Depends on the actual borrowing by the company

b) Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT.

As stated above.

c) Whether the Audit Committee has reviewed the certificates provided by the CEO/ Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards.

The Audit Committee has reviewed the certificate provided by the Chief Financial Officer as required under the RPT Industry Standards.

d) Whether the material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval.

The Material Related Party Transaction(s) with Revathi Equipment India Limited (REIL)(Formerly known as Renaissance Corporate Consultants Limited) and Renaissance Consultancy Services Limited (RCSL) has been approved by the Audit Committee and the Board of Directors recommend the proposed transaction(s) for the approval of the shareholders.

e) Web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT.

Not Applicable as no such valuation report or other reports by external parties have been relied upon by the Audit Committee while approving the transaction.

f) Affirmation that, in its assessment, the redacted disclosures still provides all the necessary information to the public shareholders for informed decision making.

Not Applicable as there is no information which has been redacted by the Audit Committee and the Board of Directors.

g) Any other information that may be relevant: Nil

By Order of the Board
For Semac Construction Limited
(Formerly known as Semac Consultants Limited)

Place: Gurugram — **Aakriti Gupta**
Date : 14th August 2026 — **Company Secretary**

NOTES:

1. The Ministry of Corporate Affairs ("MCA") vide its General Circular No. 20/2020 dated 5th May 2020 and General Circular No.03/2025 dated 22nd September 2025 permitted the conduct of the Annual General Meeting ("AGM") through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and the MCA Circulars, the AGM of the Company is being held through VC / OAVM.

2. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

3. The explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 ("Act") with respect to the special business(es) as set out in the Notice is annexed hereto.

4. Corporate members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send scanned copy (PDF/JPG Format) of its Board or governing body Resolution/ Authorization etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting or e-voting during the meeting. The said Resolution/ Authorization shall be sent to the to the Scrutinizer by email through its registered email address to semac@mdsassociates.in with a copy marked to the Company at compliance.officer@semacconstruction.com and to its RTA at enotices@in.mpms.mufg.com.

5. Details under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standards issued by ICSI in respect of the Director seeking appointment / re-appointment / payment of remuneration at the Annual General Meeting is furnished and forms a part of the notice.

6. The register of members and share transfer books of the company will remain closed from Saturday, 19th September 2026 to Friday, 25th September 2026 (both days inclusive) as per Section 91 of the Companies Act, 2013.

7. Members whose shareholding is in electronic mode are requested to update bank account details (Bank Account Number, Name of the Bank, Branch, IFSC, MICR code and place with Postal Identification Number Code) to their respective Depository Participant(s) and not with the Company. Regular updation of bank particulars is intended to prevent fraudulent activities.

8. Member are requested to notify immediately any changes in their address to their Depository Participant(s) ("DPs") in respect of the shares held in electronic form, and to the Company or its RTA, in respect of the shares held in physical form together with a proof of address viz, Aadhaar Card /Electricity Bill/ Telephone Bill/Ration Card/Voter ID Card/ Passport etc. In case the registered mailing address is without the Postal Identification Number Code ("PIN Code"), Members are requested to kindly inform their PIN Code immediately to the Company / RTA / DPs.

9. Pursuant to SEBI Master Circular dated 6th February 2026 vide numbered HO/38/13/(4)2026-MIRSD-POD/I/4298/2026, the shareholders holding shares in Physical mode are mandatorily required to record their PAN, Address with PIN code, Email address, Mobile Number, Bank Account details, Specimen Signature and Nomination with the Company/ Registrar & Share Transfer Agent (RTA) of the Company.

10. The relevant formats for Nomination and updation of KYC details viz; Forms ISR-1, ISR-2, ISR-3, SH-13, SH-14 and SEBI circular are available on Company's website as well as the website of MUFG Intime India Private Limited, the Registrar and Share Transfer Agent of the Company. Original cancelled cheque leaf bearing the name of the first holder failing which first security holder is required to submit copy of bank passbook / statement attested by the bank which is mandatory for registering the new bank details.

11. Members desirous and requiring any information/ clarification on the accounts or operations of the Company are requested to forward his/her queries to the Company at least seven working days prior to the meeting, so that the required information may be made available at the meeting.

12. Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company or Registrar and Share Transfer Agent, the details of such folios together with the share certificates for consolidating their holding in one folio. A consolidated share certificate will be returned to such members after making requisite changes thereon.

13. a. Members may kindly note that in accordance with SEBI circular dated 31st July 2023, the Company has registered on the SMART ODR (Securities Market Approach for Resolution through Online Disputes Resolution) Portal. This platform aims to enhance investor grievance resolution by providing access to Online Dispute Resolution institutions for addressing complaints. Members can access the SMART ODR Portal via: https://smartodr.in/login. Members may utilise this online conciliation and / or arbitration facility, as outlined in the circular, to resolve any outstanding disputes between members and the Company (including RTA).

    b. A Member shall first take up his / her / their grievance with the listed entity by lodging a complaint directly with the concerned listed entity and if the grievance is not redressed satisfactorily, the Member may, in accordance with the SCORES guidelines, escalate the same through the SCORES Portal in accordance with the process laid out therein. Only after exhausting all available options for resolution of the grievance, if the Member is not satisfied with the outcome, he / she / they can initiate dispute resolution through the Online Dispute Resolution ("ODR") Portal. Members are requested to take note of the same. The aforesaid SEBI Circular can be viewed on the following link: https://www.sebi.gov.in/legal/master-circulars/dec-2023/master-circular-for-online-resolution-of-disputes-in-the-indian-securities-market_80236.html

14. The Company has entered into agreements with National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL"). The Depository System envisages the elimination of several problems involved in the scrip-based system such as bad deliveries, fraudulent transfers, fake certificates, thefts in postal transit, delay in transfers, mutilation of share certificates, etc. Simultaneously, Depository System offers several advantages like exemption from stamp duty, elimination of concept of market lot, elimination of bad deliveries, reduction in transaction costs, improved liquidity,

etc. Members, therefore, now have the option of holdings and dealing in the shares of the Company in electronic form through NSDL or CDSL.

15.

a) Securities and Exchange Board of India has mandated that the transfer of securities held in physical form, except in case of transmission or transposition, shall not be processed by the listed entities / Registrars and Share Transfer Agents with effect from 1st April, 2019. Therefore, members holding share(s) in physical form are requested to dematerialize their shareholding in the Company. Members are encouraged to convert their holdings to electronic mode.

b) Pursuant to the SEBI Master Circular dated 6th February 2026, and the operational guidelines issued by the Securities and Exchange Board of India, listed entities are mandated to effect the issuance of securities only in dematerialised (demat) form for various investor service requests (including transfer, transmission, transposition, and issue of duplicate certificates). Accordingly, for all valid service requests, the Company/Registrar and Share Transfer Agent (RTA) will now directly credit the shares to the demat account provided by the Shareholder.

c) Further, as per SEBI Master Circular dated 6th February 2026, Members holding shares in physical form, whose folio(s) lack permanent Account Number (PAN), contact details, bank account details or updated specimen signature, will be eligible for payment of dividend only through electronic mode with effect from 1st April 2024 upon updating the aforementioned details with MUFG Intime India Private Limited (formerly Link Intime India Private Limited), the Registrar and Share Transfer Agent of the Company. Therefore, Members holding shares in physical form are requested to update the mentioned details by providing the appropriate requests through relevant ISR forms with the Registrar and Share Transfer Agent to ensure receipt of dividend. Members may also note that in the absence of any of the aforementioned details, they will not be able to lodge grievances or avail any investor services until all required information and documents are duly submitted.

A copy of the said circular(s) is available on the Company's website www.semacconstruction.com.

16. As per the provisions of Section 72 of the Act, the facility for submitting nomination is available for members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The form can be downloaded from https://semacconstruction.com/. Members are requested to submit these details to their DP in case the shares are held by them in electronic form, and to the Company's RTA, in case the shares are held in physical form.

17. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in Physical form can submit their PAN to the Company or to MUFG Intime India Private Limited (formerly Link Intime India Private Limited), "Surya" 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore – 641028.

18. Members are requested to make all correspondence in connection with shares held by them by addressing their letters directly to the Registrar and Share Transfer Agent of the Company MUFG Intime India Private Limited, “Surya” 35, Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore – 641028, Tamil Nadu, India, by quoting the Folio number or the Client ID number with DP ID number.

19. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

20. In compliance with the aforesaid MCA Circulars and the Listing Regulations, Notice of the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members whose email address is registered with the Company / RTA / Depository Participants. Further, a letter providing the web link including the exact path where the complete details of the Annual Report is available will be sent to the Shareholders who have not registered their email address. Members may note that the Notice and Annual Report 2025-26 is also available on the Company’s website https://semacconstruction.com/, websites of the Stock Exchanges i.e., BSE Limited and the National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of MUGF Intime India Private Limited . Further, pursuant to the Listing Regulations, the Company will be sending a hard copy of the Annual Report to those Shareholders who request for the same at compliance.officer@semacconstruction.com.

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

22. Shareholders are advised to register/update their e-mail address with the Company/RTA in respect of shares held in physical form and with the concerned Depository Participant in respect of shares held in electronic form to enable the Company to serve documents in electronic mode.

23. Annual/provisional financial statements and related details of the wholly owned subsidiary companies viz, Semac Construction Technologies India pvt. Ltd are posted on the Company’s website and are also kept for inspection at the Registered Office of the Company and at the respective offices of the subsidiary companies. A copy of the same will be provided to the Members on request.

24. Relevant documents referred to in the Notice and the accompanying statements are open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays and Sundays, during business hours of the Company upto the date of the Meeting.

25. Compulsory transfer of Equity Shares to Investor Education and Protection Fund (IEPF) Authority:

    Pursuant to the provisions of Section 124(6) of the Act and Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, (“the IEPF Rules”) and amendments thereto, the Company has transferred the shares in respect of Members who have not claimed/ encashed dividend for the last seven consecutive years to the Demat Account of the IEPF Authority. Details of the Members whose shares have been transferred to the Demat account of the IEPF Authority are available at the Company’s website at https://semacconstruction.com/.

The shareholders whose unclaimed dividend /share has been transferred to the 'Investor Education and Protection Fund', may claim the same from IEPF authority by filing Form IEPF-5 along with requisite documents. Ms. Aakriti Gupta, Company Secretary, is the Nodal Officer of the Company for the purpose of verification of such claims.

26. Non-Resident Indian Members are requested to inform the Company or its RTA or to the concerned Depository Participants, as the case may be, immediately:

    a. Change in their residential status on account of returning to India for permanent settlement or

    b. Particulars of their NRE/ NRO account(s) maintained with a bank in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

27. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs if the shares are held by them in demat form and to Company's RTA if the shares are held by them in physical form. Regular updation of bank particulars is intended to prevent fraudulent activities.

28. Members may note that Suresh Surana & Associates LLP, Chartered Accountants (Firm Registration No. 121750W/W100010), Chartered Accountants, Noida, were appointed as Statutory Auditors of the Company at the 48th Annual General Meeting (AGM) held on 12th September 2025, to hold their office for a period of 5 consecutive years till the conclusion of the 53rd AGM to be held during the year 2030. Hence, no resolution is being proposed for appointment of Statutory Auditors at this 49th Annual General Meeting.

29. Soft copies of 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 Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the Members during the AGM.

30. Since the AGM will be held through VC / OAVM, the Route Map is not annexed to this Notice

Voting through electronic means:

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s), amendments, clarifications, exemptions or re-enactments thereof for the time being in force), and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2), the Company is providing to its Members with the facility to cast their vote electronically from a place other than the venue of the Annual General Meeting ("remote e-voting") using an electronic voting system provided by MUFG Intime India Private Limited (MIIPL) as an alternative, for all Members' of the Company to enable them to cast their votes electronically, on all the business items as set forth in the Notice of Annual General Meeting and the business may be transacted through such remote e-voting / e-voting during the AGM. Instructions to Shareholders provided hereinafter for e-voting explains the process and the manner for generating / receiving the password, and for casting of vote(s) in a secure manner.

1. Any person, who acquires shares of the Company and becomes Member of the Company after dispatch of Annual General Meeting Notice and holding shares as of the cut-off date, i.e., Friday, 18th September 2026 may refer to this Notice of the Annual General Meeting, posted on Company's website https://semacconstruction.com/ for detailed procedure with regard to remote e-voting. Any person who ceases to be a member of the Company as on the cut-off date and is in receipt of this Notice, shall treat this Notice for information purpose only.

2. The voting period begins on Tuesday, 22nd September, 2026 9.00 AM (IST) and ends on Thursday, 24th September 2026 at 5.00 PM (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday, 18th September, 2026 may cast their vote electronically. The e-voting module shall be disabled by MIIPL for voting thereafter.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 / HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access e-Voting facility.

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

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp

b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.

c) Enter the OTP received on your registered email ID/ mobile number and click on login.

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.

e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - Individual Shareholders registered with NSDL IDeAS facility

Shareholders who have registered for NSDL IDeAS facility:

a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "IDeAS Login Section ".

b) Enter IDeAS User ID, Password, Verification code & click on "Log-in".

c) 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.

d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

Shareholders who have not registered for NSDL IDeAS facility:

a) To register, visit URL: https://eservices.nsdl.com and select "Register Online for IDeAS Portal" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".

c) Enter the last 4 digits of your bank account / generate 'OTP'

d) Post successful registration, user will be provided with Login ID and password.

e) Follow steps given above in points (a-d).

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

Google Play | App Store

METHOD 3 - Individual Shareholders directly visiting the e-voting website of NSDL

a) Visit URL: https://www.evoting.nsdl.com

b) Click on the "Login" tab available under 'Shareholder/Member' section.

c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login".

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.

e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 – Individual Shareholders registered with CDSL Easi/ Easiest facility

Shareholders registered for Easi/ Easiest facility:

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)".

b) Enter existing username, Password & click on "Login".

c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

Shareholders who have not registered for CDSL Easi/ Easiest facility:

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration / https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration.

b) Proceed with updating the required fields for registration.

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

METHOD 2 - Individual Shareholders directly visiting the e-voting website of CDSL

a) Visit URL: https://www.cdslindia.com

b) Go to e-voting tab.

c) Enter 16 digit Demat Account Number (BO ID) and PAN No. and click on "Submit".

d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account

e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

a) Login to DP website

b) After Successful login, user shall navigate through "e-voting" option.

c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.

d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for InstaVote as under:

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on "Login" under 'SHARE HOLDER' tab.

b) Enter details as under:

1. User ID: Enter User ID

2. Password: Enter existing Password

3. Enter Image Verification (CAPTCHA) Code

4. Click “Submit”.

(Home page of e-voting will open. Follow the process given under “Steps to cast vote for Resolutions”)

InstaVote USER ID	
NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
CDSL	User ID is 16 Digit Beneficiary ID.
Shares held in physical form	User ID is Event No + Folio no. registered with the Company

Shareholders who have not

a) Visit URL: https://instavote.linkintime.co.in & click on “Sign Up” under ‘SHARE HOLDER’ tab & register with details as under:

A. User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

B. PAN:

Enter your 10-digit Permanent Account Number (PAN)

(Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI:

Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number:

Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

- o *Shareholders, holding shares in NSDL form, shall provide ‘point 4’ above.*
- o *Shareholders, holding shares in CDSL form, shall provide ‘point 3’ or ‘point 4’ above.*
- o *Shareholders, holding shares in physical form but have not recorded ‘point 3’ and ‘point 4’, shall provide their Folio number in ‘point 4’ above*

E. Set the password of your choice.

(The password should contain minimum 8 characters, at least one special Character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter).

F. Enter Image Verification (CAPTCHA) Code

G. Click "Submit" (You have now registered on InstaVote).

Post successful registration, click on "Login" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".

B. Select 'View' icon. E-voting page will appear.

C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.

E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

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

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

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

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

a) Visit URL: https://instavote.linkintime.co.in

b) Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"

c) Fill up your entity details and submit the form.

d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

e) Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) Click on "Investor Mapping" tab under the Menu Section

c) Map the Investor with the following details:

A. 'Investor ID' –

i. NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678

ii. CDSL demat account – User ID is 16 Digit Beneficiary ID.

B. 'Investor's Name - Enter Investor's Name as updated with DP.

C. 'Investor PAN' - Enter your 10-digit PAN.

D. 'Power of Attorney' - Attach Board resolution or Power of Attorney.

**File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.*

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

STEP 3 – Steps to cast vote for Resolutions through InstaVote

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

METHOD 1 - VOTES ENTRY

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) Click on "Votes Entry" tab under the Menu section.

c) Enter the "Event No." for which you want to cast vote.

Event No. can be viewed on the home page of InstaVote under "On-going Events".

d) Enter "16-digit Demat Account No." for which you want to cast vote.

e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.

f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

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

OR

METHOD 2 - VOTES UPLOAD

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) After successful login, you will be able to see the "Notification for e-voting".

c) Select "View" icon for "Company's Name / Event number".

d) E-voting page will appear.

e) Download sample vote file from "Download Sample Vote File" tab.

f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.

g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

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

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

Helpdesk:

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

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

Individual Shareholders holding securities in demat mode:

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

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

Forgot Password:

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

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

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

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

User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

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

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

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

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

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

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

INSTAMEET VC INSTRUCTIONS FOR SHAREHOLDERS

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 03/2025 dated 22.09.2025, the companies can continue to conduct AGMs by VC or OAVM, as per the existing procedural requirements. Till further orders, the relaxations will remain in force.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the General Meeting through InstaMeet:

a) Visit URL: https://instameet.in.mpms.mufg.com and click on “Login”.

b) Select the “Company Name” and register with your following details:

c) Select Check Box — Demat Account No. / Folio No. / PAN

- Shareholders holding shares in NSDL/CDSL demat account shall select check box — Demat Account No. and enter the 16-digit demat account number.
- Shareholders holding shares in physical form shall select check box — Folio No. and enter the Folio Number registered with the company.
- Shareholders shall select check box — PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided by MUFG Intime, if applicable.
- Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No. with the DP shall enter the mobile number.
- Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Email Id with the DP shall enter the Email Id.

d) Click “Go to Meeting”. You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

a) Shareholders who would like to speak during the meeting must register their request with the company at the company’s registered email address.

b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.

c) Shareholders will receive “speaking serial number” once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

d) Other shareholders who have not registered as “Speaker Shareholder” may still ask questions to the panellist via active chat-board during the meeting.

**Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.*

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

a) On the Shareholders VC page, click on link “Cast your vote”.

b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/registered email Id) received during registration for InstaMeet.

c) Click on ‘Submit’.

d) After successful login, you will see “Resolution Description” and against the same the option “Favour/Against” for voting.

e) Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.

f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/Members are encouraged to join the Meeting through Tablets/Laptops connected through broadband for better experience.

Shareholders/Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@ in.mpms.mufg.com or contact on: Tel: 022 – 4918 6000 / 4918 6175.

3. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of Friday, 18th September, 2026.

4. The Company has appointed Sri. M D Selvaraj, Managing Partner of MDS & Associates LLP, Company Secretaries, Coimbatore as the Scrutinizer to scrutinize the remote e-voting and e-voting during the AGM at the end of the discussion on the resolutions on which voting is to be held, allow e-voting for all those members who are present at the AGM by electronic means but have not cast their votes by availing the remote e-voting facility.

5. The Scrutinizer shall after the conclusion of voting at the Annual General Meeting, first count the votes cast by e-voting

during the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and shall make, not later than two working days of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

6. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company https://semacconstruction.com/ and on the website of MIIPL immediately after the declaration of the results by the Chairman or a person authorised by him in writing. The results shall also be immediately forwarded to the Stock Exchanges, where the shares of the Company are listed.