

SEIL/Sec./SE/2025-26/87

February 23, 2026

The Manager
Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, Bandra Kurla Complex
Bandra (East), MUMBAI 400 051
Fax # 022-2659 8237/8238/8347/8348
Symbol: SCHNEIDER

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
MUMBAI 400 001
Fax # 022-2272 3121/2037/2039
Scrip Code No. 534139

Sub: Postal Ballot Notice dated February 12, 2026 - Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/Madam,

In continuation to our letter no. SEIL/Sec./SE/2025-26/78 dated February 12, 2026, informing about the decision of the Board of Directors to conduct the Postal Ballot process and pursuant to Regulation 30 of the Listing Regulations, please find enclosed herewith the Postal Ballot Notice dated February 12, 2026 ("**Postal Ballot Notice**"), seeking approval of the Members of Schneider Electric Infrastructure Limited ("**Company**") on the following matters, only by way of remote electronic voting ("**e-voting**"):

S. No.	Description of Resolutions
Special Resolution	
1	To consider and approve Company's participation in Worldwide Employee Share Ownership Plan 2026 (2026 WESOP) and grant of loan/financial assistance and free matching shares to employees of the Company
Ordinary Resolutions	
2	To consider and approve Material Related Party Transaction(s) between the Company and Schneider Electric IT Business India Private Limited
3	To consider and approve Material Related Party Transaction(s) between the Company and Schneider Electric India Private Limited
4	To consider and approve Material Related Party Transaction(s) between the Company and Schneider Electric Industries SAS

In compliance with the relevant General Circulars issued in this regard by the Ministry of Corporate Affairs, Government of India, from time to time, the Postal Ballot Notice is being sent by electronic mode to the Members of the Company whose names appear in the Register of Members/ List of Beneficial Owners and whose e-mail addresses are registered with the Company/Depository Participants (DPs)/ Company's Registrars and Share Transfer Agents (RTA), as on **Friday, February 20, 2026 ("Cut-off Date")**. Additionally, please note that the Company has made necessary arrangements with its RTA, viz. CB Management Services (P) Limited, to enable the Members to register their e-mail addresses.

Schneider Electric Infrastructure Limited

Corporate Office: 15th Floor, DT-4, DLF Downtown, Phase 3, Sector 25A, Gurugram, Haryana – 122002

Tel. +91 9228078000

Registered Office: Milestone 87, Vadodara-Halol Highway, Village Kotambi, Post Office Jarod, Vadodara-391510 Gujarat, India | Tel. +91 0266866200

CIN: L31900GJ2011PLC064420

The Company has engaged the services of National Securities Depository Limited (NSDL) to provide electronic voting (e-voting) facility to its Members on the Postal Ballot.

The e-voting details for Postal Ballot are as under:

Particulars	Notes
e-Voting start time and date	Tuesday, February 24, 2026 [09.00 A.M. (IST)]
e-Voting end time and date	Wednesday, March 25, 2026 [05:00 P.M. (IST)]
Date on which the resolution is deemed to be passed	Wednesday, March 25, 2026

The e-voting module shall be disabled by NSDL thereafter. Voting rights of the Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on the Cut-off Date.

You may further note that the Board has appointed Mr. Sujeet Kumar, Partner of M/s. Sanjay Grover & Associates, Company Secretaries, (CP No. 22684 / Mem. No. F12562), failing him, Mr. Kapil Dev Taneja, Partner of M/s. Sanjay Grover & Associates, Company Secretaries, (CP No. 22944 / Mem. No. F4019), as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The result of the Postal Ballot shall be announced on or before Friday, March 27, 2026.

The Postal Ballot Notice is available on the Company's website at <https://infra-in.se.com/> and the website of NSDL at www.evoting.nsdl.com.

We request you to kindly take the above information on record.

Thanking you,
Yours Sincerely,

For **Schneider Electric Infrastructure Limited**

(Sumit Goel)
Company Secretary and Compliance Officer

Encl: As above

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CIN: L31900GJ2011PLC064420



SCHNEIDER ELECTRIC INFRASTRUCTURE LIMITED

CIN: L31900GJ2011PLC064420

Regd. Office: Milestone 87, Vadodara-Halol Highway, Village Kotambi, Post Office Jarod,
Vadodara 391510, Gujarat, Phone : Tel. +91 0266866200

Website : <https://infra-in.se.com>; E-mail: company.secretary@schneider-electric.com

NOTICE OF POSTAL BALLOT

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

Dear Member(s),

NOTICE is hereby given pursuant to Sections 108, 110, and all other applicable provisions of the Companies Act, 2013, (**"the Act"**) (including any statutory modification or re-enactment thereof for the time being in force), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (**"the Rules"**), Regulation 44 and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"the SEBI Listing Regulations"**), and in accordance with the requirements prescribed by the Ministry of Corporate Affairs (**'MCA'**) for conducting postal ballot through e-voting vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, read with other related circulars including General Circular No. 03/2025 dated September 22, 2025 (**"MCA Circulars"**), Secretarial Standards on General Meetings (**"SS-2"**) issued by the Institute of Company Secretaries of India (**"ICSI"**) and any other applicable law, rules, and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) that the below appended resolutions are proposed for approval of the Members of Schneider Electric Infrastructure Limited (**"the Company"**) through postal ballot (the **"Postal Ballot"**) by way of remote electronic voting (**"e-voting"**) process only i.e., by casting votes electronically instead of submitting postal ballot forms.

The proposed resolutions along with its Explanatory Statement(s) in terms of the provisions of Sections 102 and 110 of the Act, setting out the material facts and reasons thereof, form part of this Postal Ballot Notice (**"the Notice"** or **"the Postal Ballot Notice"**) for seeking the consent of the Members through remote e-voting.

In compliance with the MCA Circulars, this Postal Ballot Notice is being sent by the Company only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depository Participant(s) (**"DPs"**) / Registrar and Share Transfer Agent (**"RTA"**) and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on **Friday, February 20, 2026 ("Cut-off Date")**. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot and Members are required to communicate their assent or dissent through the remote e-voting system only. The details of the procedure for casting vote forms part of the 'Notes and Instructions' to this Notice.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules, MCA Circulars and SS-2, the Company is providing remote e-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The Company has engaged the services of the National Securities Depository Limited (“NSDL”) for facilitating remote e-voting.

In addition, the Company has made necessary arrangements with its RTA, viz. CB Management Service Private Limited to enable the Members to register their e-mail addresses. Accordingly, those Members who have not yet registered their e-mail addresses are requested to register by following the procedure set out in this Postal Ballot Notice.

The Board has appointed Mr. Sujeet Kumar, Partner of M/s. Sanjay Grover & Associates, Company Secretaries, (CP No. 22684 / Mem. No. F12562), failing him, Mr. Kapil Dev Taneja, Partner of M/s. Sanjay Grover & Associates, Company Secretaries, (CP No. 22944 / Mem. No. F4019), as the Scrutinizer (“**Scrutinizer**”) for conducting the Postal Ballot/ e-voting process in a fair and transparent manner and they have also communicated their willingness to be appointed.

The remote e-voting period shall commence at 9.00 A.M. (IST) on **Tuesday, February 24, 2026**, and shall end at 5.00 P.M. (IST) on **Wednesday, March 25, 2026**. Members desiring to exercise their vote through the e-voting process are requested to carefully read the instructions provided in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure set out in the Notes forming part of the Notice, not later than 5:00 P.M. (IST) on **Wednesday, March 25, 2026**. The e-voting facility will be disabled by NSDL immediately after that and will not be allowed beyond the said date and time.

The Scrutinizer will submit his report to the Chairperson of the Company or to any other person authorized by the Chairperson in writing, and the result of the voting by Postal Ballot will be declared and announced within the stipulated timelines, at the noticeboard of the corporate office and registered office of the Company and will also be displayed on the website of the Company <https://infra-in.se.com/> and website of NSDL at <https://www.evoting.nsdl.com/>, besides being communicated to the Stock Exchanges i.e. BSE Limited (“BSE”), National Stock Exchange of India Limited (“NSE”), where the shares of the Company are listed and to the RTA.

The last date of e-voting i.e. **Wednesday, March 25, 2026**, shall be the date on which the resolutions would be deemed to have been passed, if approved by the requisite majority and shall be deemed to have been passed as if passed at a General Meeting of the Members of the Company.

SPECIAL BUSINESSES:

- 1. To consider and approve Company’s participation in Worldwide Employee Share Ownership Plan 2026 (2026 WESOP) and grant of loan/financial assistance and free matching shares to employees of the Company**

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) (“Act”), the Memorandum and Articles of Association of the Company,

guidelines and regulations issued by the Reserve Bank of India or any other regulatory or governmental authority and such other approvals, permissions and sanctions as may be necessary, the consent of Members be and is hereby accorded for the Company to approve, participate in and implement the Worldwide Employee Share Ownership Plan 2026 (“**2026 WESOP**”) of the Ultimate Holding Company, Schneider Electric SE, France (a listed company on the French Stock Exchange, Euronext Paris), the salient features of which shall form part of 2026 WESOP Information Notice and Tax Note for India and other documents.

RESOLVED FURTHER THAT pursuant to the provisions of Section 67(3)(b) and all other applicable provisions of the Act, the Memorandum and Articles of Association of the Company, guidelines and regulations issued by the Reserve Bank of India or any other regulatory or governmental authority and such other approvals, permissions and sanctions as may be necessary, and as approved by the Board of Directors, the approval of the Members be and is hereby accorded for the Company to provide interest-free loan/financial assistance to its employees (repayable/recoverable from employees through a monthly payroll deduction starting June 2026), and grant free matching shares based on a determined ratio depending on the number of shares subscribed by the employees as set out in the 2026 WESOP rules, cumulatively not exceeding five per cent (5%) of the aggregate of the paid-up share capital and free reserves of the Company, to enable the employees to participate in 2026 WESOP of Schneider Electric SE.

RESOLVED FURTHER THAT the participation by the employees of the Company in 2026 WESOP shall be through the “Schneider Relais International 2026”, set up by Schneider Electric SE in France for the implementation of 2026 WESOP, which will be merged into the “Schneider Actionnariat Mondial” FCPE.

RESOLVED FURTHER THAT Board of Directors and Key Managerial Personnels of the Company, be and are hereby severally authorized to do all such acts, deeds and things as it may, at its discretion, deem necessary, including authorizing or directing the appointment of various experts, professionals, and other advisors, being incidental to the effective implementation and administration of 2026 WESOP, as also to prefer applications, send communications to the appropriate authorities under law, and other documents required to be filed in the above connection and to settle all questions, difficulties or doubts that may arise concerning the implementation of 2026 WESOP at any stage.”

2. To consider and approve Material Related Party Transaction(s) between the Company and Schneider Electric IT Business India Private Limited

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

“**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (“**the Rules**”) as amended till date, and other applicable Rules, if any, and Regulation 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), as amended from time to time, other applicable laws / statutory provisions, if any, (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force), the Company’s policy on Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee and the Board of Directors

of the Company, (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Board and/ or any other duly constituted committee empowered to exercise powers including powers conferred under this resolution), the approval of Members be and is hereby accorded to the Company to enter into or continue to enter into existing contract(s)/ arrangement(s)/ transaction(s) or modification(s) of earlier contract(s)/ arrangement(s)/ transaction(s), or as fresh and independent transaction(s) or otherwise, whether by way of an individual transaction or series of transaction(s) taken together or otherwise with Schneider Electric IT Business India Private Limited ("**SEITB**"), a Fellow Subsidiary of the Company and a 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations for an aggregate value up to INR 520 Crores (Indian Rupees Five Hundred and Twenty Crores) during the financial year 2026-27 in the nature of:

- a) Sale of Goods and Services, Stores and Spares;
- b) Purchase of Goods and Services, Stores and Spares; and
- c) Availing/rendering of any kind of services or any other transactions for transfer of resources, services or obligations and other reimbursement or borrowings (residual RPTs);

on such material terms and conditions as detailed in the explanatory statement pursuant to Section 102 of the Act to this resolution, as annexed to this Notice and as may be mutually agreed between the Company and SEITB, provided that the said contract(s)/arrangement(s)/ transaction(s) shall be carried out at arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and that all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

3. To consider and approve Material Related Party Transaction(s) between the Company and Schneider Electric India Private Limited

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

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 as amended till date, and other applicable Rules, if any, and Regulation 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, ("Listing Regulations"), other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company's policy on Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee, and the Board of Directors of the Company, (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Board and/ or any other duly constituted committee empowered to exercise powers

including powers conferred under this resolution), the approval of Members be and is hereby accorded to the Company to enter into or continue to enter into the Material Related Party Transaction(s)/ Contract(s)/Arrangement(s)/ Agreement(s) with Schneider Electric India Private Limited ('SEIPL'), a Fellow Subsidiary of the Company and a 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations for an aggregate value of up to INR 700 Crores (Indian Rupees Seven Hundred Crores) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) during the financial year 2026 -27 in the nature of:

- a) Sale of Goods and Services, Stores and Spares;
- b) Purchase of Goods and Services, Stores and Spares; and
- c) Availing/rendering of any kind of services or any other transactions for transfer of resources, services or obligations and other reimbursement (residual RPTs);

on such material terms and conditions as detailed in the statement pursuant to Section 102 of the Act to this resolution, as annexed to this Notice and as may be mutually agreed between the Company and SEIPL, provided that the said contract(s)/arrangement(s)/ transaction(s) shall be carried out at arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and that all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

4. To consider and approve Material Related Party Transaction(s) between the Company and Schneider Electric Industries SAS

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

RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 as amended till date, and other applicable Rules, if any, and Regulation 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, ("Listing Regulations"), other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company's policy on Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and basis the approval and recommendation of the Audit Committee, and the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Board and/ or any other duly constituted committee empowered to exercise powers including powers conferred under this resolution), the approval of Members be and is hereby accorded to the Company to enter into or continue to enter into the Material Related Party Transaction(s)/ Contract(s)/Arrangement(s)/ Agreement(s) with Schneider Electric Industries

SAS (**SE SAS**), ultimate holding company of the Company and a 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations for an aggregate value of up to INR 400 Crores (Indian Rupees Four Hundred Crores) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) during the financial year 2026 -27 in the nature of:

- a) Sale of Goods and Services, Stores and Spares;
- b) Purchase of Goods and Services, Stores and Spares; and
- c) Availing/rendering of any kind of services or any other transactions for transfer of resources, services or obligations and other reimbursements (residual RPTs);

on such material terms and conditions as detailed in the statement pursuant to Section 102 of the Act to this resolution, as annexed to this Notice and as may be mutually agreed between the Company and SE SAS, provided that the said contract(s)/arrangement(s)/ transaction(s) shall be carried out at arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board, be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and that all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

**By Order of the Board of Directors
For Schneider Electric Infrastructure Limited**

-Sd/-

Sumit Goel

Company Secretary & Compliance Officer

Membership No: FCS 6661

Date: February 12, 2026

Place: Gurugram

Regd. Office: Milestone 87,
Vadodara-Halol Highway,
Village Kotambi, Post Office Jarod,
Vadodara 391 510, Gujarat

Notes and Instructions:

1. An Explanatory Statement pursuant to Section 102 and 110 of the Companies Act, 2013 (“**the Act**”) and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“**Rules**”) setting out material facts and reasons for the proposal related to special business(es) is annexed hereto and forms part of this Notice.
2. In compliance with the MCA Circulars, Postal Ballot Notice is being sent to all the Members whose names appear on the Register of Members/ list of Beneficial Owners as received from National Securities Depository Limited (“**NSDL**”) / Central Depository Services (India) Limited (“**CDSL**”) (Depository Participant(s)/ “**DPs**”) and whose e-mail address is registered with the Company/DPs, as on **Friday, February 20, 2026 (“Cut-off Date”)**. A person who is not a member as of the Cut-off Date should treat this Postal Ballot Notice for informational purposes only. In compliance with the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 (“**SEBI Listing Regulations**”) and the relevant Circulars issued by Ministry of Corporate Affairs (“**MCA**”), the manner of voting on the proposed resolutions is restricted only to e-voting, i.e., by casting votes electronically instead of submitting physical postal ballot forms.
3. The Postal Ballot Notice will also be available for download under the ‘Investor Relations’ section on the website of the Company at <https://infra-in.se.com/> the website of BSE Limited (“**BSE**”) at www.bseindia.com and National Stock Exchange of India Limited (“**NSE**”) at www.nseindia.com, on which the equity shares of the Company are listed and the website of the e-voting agency NSDL at www.evoting.nsdl.com.
4. Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as on the Cut-off Date shall be eligible to cast their votes through postal ballot by remote e-voting. A person who is not a member on the Cut-off Date should treat this Notice for information purposes only. It is, however, clarified that all Members of the Company as on the Cut-off Date (including those Members who may not have received this Notice due to non-registration of their email addresses with the Company/RTA/Depositories) shall be entitled to vote in relation to the aforementioned Resolutions in accordance with the process specified in this Notice.
5. Members desirous of inspecting the documents referred to in the Notice or Explanatory Statement may send their requests to the Company Secretary at company.secretary@schneider-electric.com or Company’s Registrar and Share Transfer Agent (“**RTA**”) at ranu.deytalukdar@in.mpms.mufg.com from their registered e-mail address mentioning their names, folio numbers, DP ID and Client ID during the voting period of the Postal Ballot.
6. The vote in this Postal Ballot cannot be exercised through proxy.
7. We urge members to support our commitment to environment protection by choosing to receive the Company’s communication through e-mail. Accordingly, Members holding shares in Demat mode who have not registered their e-mail addresses are requested to register their e-mail addresses with their respective DPs, and Members holding shares in physical mode are requested to update their e-mail addresses with the Company

Secretary at company.secretary@schneider-electric.com or with the Company's RTA at ranu.deytalukdar@in.mpms.mufg.com.

8. We further request members holding shares in physical format to take necessary steps for dematerializing their physical shares. This can be done by opening a demat account with a SEBI-registered Depository Participant (DP) and submitting the physical share certificates along with the Dematerialization Request Form (DRF) with the Company Secretary at company.secretary@schneider-electric.com or with Company's RTA at ranu.deytalukdar@in.mpms.mufg.com. Please note that holding shares in physical form may result in restricted access to certain corporate actions and services, in line with applicable SEBI regulations.
9. Dispatch of the Notice shall be deemed to be completed on the day NSDL sends out the communication for this Postal Ballot by e-mail, to the entitled Members.
10. The Scrutinizer shall, after the conclusion of the e-voting on Wednesday, March 25, 2026, unblock the votes cast through e-voting in the presence of at least two witnesses not in the employment of the Company and shall make a report of the votes cast in favor or against, if any and shall, after the completion of scrutiny of the e-voting, submit the same to the Company Secretary, duly authorized by the Chairperson in writing. The resolutions, if approved by the requisite majority, shall be deemed to have been passed on the last date of the e-voting of the Postal Ballot, i.e., Wednesday, March 25, 2026. The result of the e-voting by Postal Ballot will be announced within two working days from the conclusion of e-voting and will also be displayed on the website of the Company at <https://infra-in.se.com/>, website of NSDL www.evoting.nsdl.com, besides being communicated to the Stock Exchanges where the shares of the Company are listed and to RTA. In addition, the results shall also be displayed at the Company's registered office and/or corporate office.
11. The decision, as declared by the Chairperson or any person authorized by the Chairperson in writing, in consultation with the Scrutinizer on the validity of the vote, cast through remote e-voting, shall be considered as final. A Member shall note that once the vote on a resolution has been cast by the member, whether partially or otherwise, by the remote e-voting process, they shall not be allowed to change it subsequently or cast a vote again.
12. In accordance with Rule 20 and 22 of the Rules, post completion of Postal Ballot Notice through email, an advertisement shall be published in one English national daily newspaper circulating throughout India (in the English language) and one regional daily newspaper, where the Registered Office of the Company is situated and will be made available on the website of Company at <https://infra-in.se.com/en/>.
13. In this Notice and the statement of material facts, the term "Shareholder(s)" and "Member(s)" are used interchangeably.
14. In case of any query/grievance, you may refer to the Frequently Asked Questions for Shareholders and e-voting User Manual for Shareholders available under the Downloads section of NSDL's e-voting website www.evoting.nsdl.com or call on toll-free no.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Assistant Vice President,

NSDL at evoting@nsdl.com or to Mr. Sumit Goel, Company Secretary and Compliance Officer at e-mail ID company.secretary@schneider-electric.com.

15. Information at a glance:

Particulars	Notes
Cut-off Date to determine eligible members to vote on the resolution	Friday, February 20, 2026
Voting start time and date	Tuesday, February 24, 2026 [09.00 A.M. (IST)]
Voting end time and date	Wednesday, March 25, 2026 [05:00 P.M. (IST)]
Date on which the resolution is deemed to be passed	Wednesday, March 25, 2026
Name, address, and contact details of Registrar and Share Transfer Agent.	CB Management Services (P) Limited <u>Regd. Office:</u> C – 101 1 st Floor, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai 400083 <u>Corporate Office:</u> Rasoi Court 5 th floor 20, Sir R N Mukherjee Road, Kolkata – 700001 Contact : +91 033 4011 6700/ 2280 6692/ 2282 3643/ 2287 0263 E-mail : ranu.deytalukdar@in.mpms.mufg.com
Name, address, and contact details of the e-voting service provider	National Securities Depository Limited Please refer Note No. 14 for contact details.
NSDL e-voting website address	www.evoting.nsdl.com

16. **Appeal and Information to Shareholders:**

- ✓ **E-mail Registration:** The members are requested to register their e-mail addresses as detailed in this Notice.
- ✓ To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. In addition, periodic statements of holdings should be obtained from the concerned DP, and holdings should be verified from time to time.
- ✓ **KYC Update:** SEBI has mandated furnishing PAN and KYC details (i.e., postal address with pin code, e-mail address, mobile number, and bank account details) and nomination details by holders of securities. RTA will not process any service requests or complaints from the member until the aforesaid details/ documents are provided to RTA. Relevant details and forms prescribed by SEBI in this regard are available on the website of the Company at https://download.schneider-electric.com/files?p_enDocType=Institutional+Document&p_Doc_Ref=Form_SH.
- ✓ **Enrollment on ODR Portal:** SEBI vide circular no. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023 and SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/191 dated December 20, 2023 read with Master Circular No. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated December 28, 2023 had issued guidelines towards an additional mechanism for investors to resolve their grievances by way of Online Dispute Resolution (“ODR”) mechanism to facilitate online resolution of all kinds of disputes arising in the Indian securities market. The ODR Portal allows investors with additional mechanism to resolve the grievances. Please be informed that the Company has also

enrolled on Smart ODR portal for shareholders to lodge grievances on ODR platform, if not satisfied with the resolution provided by the Company, RTA and SEBI Scores.

- ✓ Special Window for Transfer and Dematerialization of Physical Securities: Pursuant to SEBI Circular No. HO/38/13/11(2)2026-MIRSD-POD/ I/3750/2026 dated January 30, 2026, shareholders are hereby informed that a special window has been opened from February 5, 2026 till February 4, 2027 for transfer and Dematerialization of Physical Securities sold/purchased prior to April 01, 2019. The special window is also applicable to such transfer requests which were submitted earlier and were rejected/returned/not attended to due to deficiency in the documents/process/or otherwise. Please note that all such requests/ shares during this window shall be processed only in demat mode and due process shall be followed for such transfer-cum-demat requests. Eligible shareholders may submit their requests along with the requisite documents to the Company and/or to RTA within the afore-said period.

17. The instructions for e-voting are as under:

The way to vote electronically on NSDL e-voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-voting system

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

Step 1: Access to NSDL e-voting system

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

In terms of SEBI Master circular HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email address in their demat accounts in order to access e-voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. For OTP based login you can click on https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will

	<p>be able to see e-voting services under value added services. Click on “Access to e-voting” under e-voting services and you will be able to see e-voting page. Click on Company name or e-voting service provider i.e., NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period.</p> <ol style="list-style-type: none"> 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will be opened. You will have to enter your User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on Company name or e-voting service provider i.e., NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period. 5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login, the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period. Additionally, there are also links provided to access the system of all e-voting Service Providers, so that the user can visit the e-voting service providers’ website directly.

	<p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from an e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. Upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on Company name or e-voting service provider i.e., NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.

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

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

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

How to Log-in to NSDL e-voting website?

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will be opened. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services i.e., IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL e-

services after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e., Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e., Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***.

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password,' you need to enter the 'initial password', and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password.'
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name, and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.

9. After you click on the “Login” button, Home page of e-voting will open.

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

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

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of Company for which you wish to cast your vote during the remote e-voting period.
3. Now you are ready for e-voting as the Voting page opens.
4. Cast your vote by selecting appropriate options, i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copies (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc., with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to sanjaygrover7@gmail.com with a copy marked to evoting@nsdl.com.
Institutional shareholders (i.e., other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc., by clicking on “**Upload Board Resolution / Authority Letter**” displayed under the “**e-voting**” tab in their login.
2. It is strongly recommended not to share your password with anyone and take utmost care to keep it confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.

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

1. In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by e-mail to company.secretary@schneider-electric.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to company.secretary@schneider-electric.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method

explained at **step 1 (A)** i.e., **Login method for e-voting for Individual shareholders holding securities in demat mode.**

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

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 [THE ACT]

The following Statement sets out all material facts relating to the Special Business(es) mentioned in the Notice:

Item No. 1

Schneider Electric SE, France ("**SE France**"), the Ultimate Holding Company of the Company proposes to launch **Worldwide Employee Share Ownership Plan for year 2026 ("2026 WESOP")** for eligible employees of its group companies across various jurisdictions.

The 2026 WESOP is intended to:

- Encourage long-term employee ownership and engagement;
- Align employee interests with the long-term value creation of the Schneider Electric Group;
- Provide employees an opportunity to participate in the equity of the ultimate holding company.

SE France provides an opportunity for the Company's employees, Directors, and Key Managerial Personnel (except Independent Directors) to voluntarily subscribe to SE France's shares by way of purchasing units in *Fonds Commun de Placement d'Entreprise* (the "**FCPE**"), (refer to **point j** below).

The Employees will be issued units of the FCPE corresponding to the amount they subscribe to and the Company's Matching Contributions (refer to point g below). SE France will offer shares via FCPE under a share capital increase reserved for the employees of the SE Group.

Under 2026 WESOP, as with other Indian participating Schneider Electric Group companies, your Company will provide the facility of loan/financial assistance to the employees to subscribe to SE France shares and grant employer matching shares.

However, according to Section 67 of the Companies Act, 2013 ("**Act**"), no public company shall give, whether directly or indirectly and whether through a loan, guarantee, the provision of security or otherwise, any financial assistance for, or in connection with, the purchase or subscription made or to be made, by any person of or for any shares in the company or its holding company unless *inter alia* the same is approved by the Company through a special resolution. As prescribed under Section 67(3) of the Act, read with Rule 16 of the Companies (Share Capital and Debentures) Rules, 2014 ("**Rules**") made thereunder, as amended from time to time, the value of shares to be purchased or subscribed by the employees in the aggregate together with the money provided by the company shall not exceed five per cent (5%) of the company's aggregate paid-up capital and free reserves.

Please note that SE France shares are valued according to the French Law. In the event of stock market volatility, Schneider Electric may, at its discretion, delay the price fixing or following

the fixing, reduce the subscription price and/or change the subscription period and/or change the share issuance date.

Further, the information set out below regarding the 2026 WESOP is provided for the reference of Members:

- a) **Class of Employees:** The 2026 WESOP will be implemented, and financial assistance will be provided for the purchase and subscription of shares to benefit employees within the meaning of the Plan.

The class/ classes of eligible employees are as under:

- i. Permanent employees of the Company, including Key Managerial Personnel, as defined under 2026 WESOP.
- ii. Directors of the Company.

The following are not eligible to participate in the 2026 WESOP:

- (i) Independent Directors appointed by the Company as per the Act;
- (ii) Retired employees.

- b) **Reservation periods.** The 2026 WESOP scheme documentation, details the reservation/subscription period. All eligible employees who wish to participate must submit their subscription orders by the specified deadline.

- c) **Subscription Price or Pricing Formula.** Firstly, a reference price will be calculated, as average of the 20 consecutive opening prices of the Schneider Electric SE share recorded on the Euronext Paris preceding April 20, 2026. Once the reference price is known, the subscription price will equal the reference price, minus a 15% discount. Schneider Electric SE will set and announce the subscription price on or around April 20, 2026.

- d) **Maximum Subscription limits:** Employees can invest up to 25% (Twenty-Five per cent) of their gross annual earnings. Eligible compensation is based on the employee's total target earnings on TalentLink ("Total Target Cash") as of February 11, 2026.

- e) **Methods of payment:** As defined in 2026 WESOP plan documentation.

- f) **Amount of loan/financial assistance to employees for subscription, tenure, repayment terms, etc.** Upon specific request, your Company will offer a loan/financial facility/assistance to employees covering the total subscription price. If opted for, such financing would be in the form of a short-term 'interest-free' loan, repayable/recoverable from the employee through equal monthly payroll deductions starting in June 2026.

- g) **Matching Shares.** Each participating Schneider Electric company, including your Company, will pay a matching contribution. Hence, the employee's personal contribution will be supplemented by a matching contribution paid by your Company. The contribution done by the employer will effectively increase the subscription payment by the employee and thereby increase the number of Schneider Electric SE shares purchased on behalf of the employee. In 2026 WESOP, the employer matching contribution would be paid according to the following formula:

- up to a maximum of €700, the employee's contribution will be matched at a rate of 100%.
- the employee's contribution between €701 and €2,100 will be matched at a rate of 50%.

This leads to a maximum possible contribution from your Company of €1,400 per employee. This maximum contribution per employee may be reduced if the Plan is exceeded or oversubscribed.

- h) **Lock-Up Period.** Under 2026 WESOP, employees' investments will be subject to a 5-year lock-up period until June 30, 2031, when the employees cannot redeem their investments in the FCPE, except in certain early release/exit events as set out in 2026 WESOP.
- i) **Dividends.** Any dividends paid on the shares to the Classic FCPE during the life of 2026 WESOP will be reinvested by the FCPE in additional shares of Schneider Electric SE. Reinvesting dividends will increase the value of the units held by the employees to reflect this dividend reinvestment (no new FCPE units will be issued).
- j) **Particulars of the trustee or employees in whose favor such shares are to be registered.** The shares will be held by a FCPE, which is commonly used in France to hold and manage shares held by employees under employee share plans and is governed by the French Monetary and Financial Code.

Employees' investments and the employer matching contribution are placed in a temporary fund, "Schneider Relais International 2026", which acquires shares on employees' behalf and then, shortly afterwards, merges into the permanent "Schneider Actionnariat Mondial" FCPE, subject to the FCPE's Supervisory Board and AMF approval. Both FCPEs invest almost exclusively in Schneider Electric SE shares.

An external professional company, CACEIS Fund Administration, will manage the FCPEs subject to AMF control, acting on behalf of and in the interest of employee unitholders. CACEIS BANK will be entrusted with the FCPE's assets, which are independent of and unaffiliated with Schneider Electric SE. CACEIS BANK will also act as the account holder for the FCPE units held by the employee subscribers. Unlike shares, the units are not transferable, do not provide direct voting rights to the employees, and cannot be listed on a stock exchange market. FCPE will make the subscription to Schneider Electric SE shares and hold them on the employees' behalf. Employees will be issued units of the FCPE corresponding to the amount of their subscription. FCPE will, in turn, subscribe to Schneider Electric SE shares and hold them on behalf of the subscribing employees. For each amount invested corresponding to the subscription price of one share, employees will receive one unit of the FCPE. The units can be redeemed only in the manner provided by 2026 WESOP.

- k) **Particulars of trust and name, address, occupation and nationality of trustees and their relationship with the promoters, directors, or key managerial personnel if any:**
The concept of Trust/Trustee does not exist under French Law; Hence, details of the FCPE are being furnished.
Name and address of Depository: CACEIS BANK, 89-91 rue Gabriel Péri – 92120 Montrouge, France.
Fonds Commun de Placement d'Entreprise (the "FCPE")
"Schneider Relais International 2026" (to be merged into the "Schneider Actionnariat Mondial")
Name of the trustees, address, occupation, nationality: Not Applicable

Relationship of Trust with promoters, KMP and Directors: FCPE is independent and has no relationship with the Company's Promoters/KMPs or Directors. None of your Company's

employees is or would be associated as a depository of the FCPE. None of the depository/ managing persons of the FCPE is disqualified, as stated in Rule 16 of the Rules.

l) **Any interest of key managerial personnel, directors or promoters in such scheme or trust and effect thereof:**

None of the directors, key managerial personnel of the Company, or their relatives are concerned or interested, in this resolution, except to the extent of their respective shareholdings, if any, in Schneider Electric SE under any of the WESOP/ employee benefit plans and/or the number of units/shares which they may agree to subscribe pursuant to 2026 WESOP.

m) **Valuation, Disclosure and Accounting Policies.** Your Company will comply with all the requirements of valuation, disclosure, and accounting policies as applicable under the existing laws and as amended from time to time.

n) **Detailed particulars of benefits which will accrue to the employees from the implementation of the scheme:**

- i. The scheme will be rolled out to employees at a discounted subscription price as set out in the 2026 WESOP.
- ii. Matching contribution as explained in point (g).
- iii. Interest-free financial assistance by the Company as set out in the 2026 WESOP.
- iv. Any dividends paid by Schneider are automatically reinvested in the FCPE, increasing the value of investment for employees as set out in the 2026 WESOP.

o) **Details about who would exercise and how the voting rights in respect of the shares to be purchased or subscribed under the scheme would be exercised:**

The FCPE supervisory board will exercise any voting rights attached to the Schneider Electric SE shares on behalf of employees. For such exercise of voting rights attached to the shares, the elected members (representatives of employee unitholders) of the Supervisory Board, will appoint an agent to represent the FCPE at the shareholders' meetings of on the Schneider Electric SE.

p) FCPE is appointed as set out above.

A person shall not be appointed to the Supervisory Board of Classic FCPE if he (a) is a director, key managerial personnel or promoter of an Indian company or its subsidiary or any relative of such director, key managerial personnel or promoter as defined under the Act; or (b) beneficially holds 10% (ten per cent) or more of the Company's paid-up share capital.

The aforesaid Statement covers relevant disclosures as required under Section 67 of the Act read with Rule 16 of the prescribed Rules.

The Members may note that in terms of Section 67 of the Act, and the rules made thereunder, a company must obtain prior approval from the shareholders before providing financial assistance to employees for subscribing to any shares of the company or its holding company, as proposed in Item No. 1 of this Notice.

Since your Company is a listed entity, it cannot provide finance facility/assistance or employer matching shares to employees to subscribe to Schneider Electric SE's shares (under 2026

WESOP) unless the shareholders' approval has been obtained. Accordingly, the Company is conducting a Postal Ballot to seek shareholders' approval to avail the facility of the finance facility/assistance and employer matching shares for purchasing the shares of the Ultimate Holding Company (directly/indirectly).

The Board of Directors of your Company at its meeting held on February 12, 2026 approved the participation of employees of the Company, including Directors and Key Managerial Personnel except Independent Directors and recommended the matter for approval of the Members, in compliance with the provisions of Section 67 of the Act and rules made thereunder.

The salient feature of 2026 WESOP is available for inspection by the Members and shall remain open during the period of the Postal Ballot, during office hours, i.e., from 9:00 a.m. (IST) to 5:00 p.m. (IST) on all working days.

This Notice does not constitute an offer, invitation, or solicitation of an offer of securities to the Members of the Company or the public within or outside India other than as set out in the documentation for 2026 WESOP.

All the Directors and Key Managerial Personnel of the Company and their relatives except Independent Directors and their relatives are concerned or deemed to be interested in the resolution as set out in Item No.1 to the extent of their respective shareholdings, if any, in Schneider Electric SE under any of the previous ESOP plans and/or the number of units/shares which they may agree to subscribe pursuant to 2026 WESOP.

The Board recommends the resolution set out at Item No. 1 of the Notice for approval by the Members of the Company as a Special Resolution.

Item No. 2 to 4

Pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("Listing Regulations"), prior approval of the shareholders through ordinary resolution is required for all material related party transactions.

For this purpose, as per Scheduled XII of the Listing Regulations, where the annual consolidated turnover of the listed entity as per the last audited financial statements, is up to INR 20,000 crore, any transaction with a related party shall be considered "material", if the transaction(s) entered into/to be entered into individually or taken together with the previous transaction(s) during a financial year exceeds 10% of annual consolidated turnover of the listed entity.

In the ordinary course of its business, the Company enters into / proposes to enter into transactions / contract(s) / agreement(s) / arrangement(s) with its related parties in terms of Regulation 2(1) (zc)(i) of the Listing Regulations. Amongst these, the estimated value of the contract(s)/ arrangement(s)/ transaction(s) with certain related parties is likely to exceed the materiality threshold, on annual basis. These related parties include **Schneider Electric IT Business India Private Limited (SEITB)**, **Schneider Electric India Private Limited (SEIPL)** (fellow subsidiaries of the Company), and **Schneider Electric Industries SAS (SE SAS)**, the Ultimate Holding Company of the Company ("**Material RPTs**").

Accordingly, in compliance with Regulation 23 of the Listing Regulations, the approval of the Members is being sought for entering into such Material RPTs placed at Item No. 2, 3 & 4 of the

Notice. This approval for material RPT will include material modification in line with RPT policy of the company.

Further, SEBI vide its circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025 has mandated Industry Standards on “Minimum information to be provided to the Audit Committee and Shareholders for approval of a Related Party Transaction” (‘Industry Standards’) to facilitate uniform approach and assist listed companies in complying with the provisions of Regulation 23 of the Listing Regulations read with the SEBI Master Circular no. HO/49/14/14(7)2025-CFD-POD2/II/3762/2026 dated January 30, 2026, (‘SEBI Master Circular’). The Standards inter alia requires listed entity to provide minimum information, in specified format, relating to the proposed RPTs, to the Audit Committee and to the shareholders, while seeking approval.

All transactions between the Company and its Related Parties shall be entered at arm’s length and in the ordinary course of business.

Further, all related party transactions are undertaken after obtaining prior approval of the Audit Committee and are reviewed on a quarterly basis, pursuant to its approvals.

The mandatory disclosure in accordance with the Industry Standards along with the details under Rule 15(3) of the Companies (Meetings of Board and its Powers) Rules, 2014 for proposed material RPTs, is annexed to this Notice as **Annexure A for Item no. 2, Annexure B for Item No. 3 and Annexure C for Item No. 4.**

Pursuant to Regulation 23 of the SEBI Listing Regulations, Members may also note that no related party of the Company shall vote to approve the Ordinary Resolutions set out at Item Nos. 2,3, & 4 whether the entity is a related party to the particular transaction or not.

None of the Directors, Key Managerial Personnel (“KMP”) of the Company and their relatives are, in any way, concerned or interested financially or otherwise, in the proposed resolutions except only to the extent of their directorship / KMP position(s) in the Company, SEITB, SEIPL, and SE SAS.

The Board recommends the respective resolutions set out at Item Nos. 2,3, & 4 of the Notice for approval by the Members of the Company as Ordinary Resolution(s).

Pursuant to the SEBI Circular dated June 26, 2025 Minimum Information relating to the proposed related party transaction(s) is provided as under:

Sr. No.	Particulars of the information	Information provided by the management for Item nos. 2 to 4
a	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Refer “Annexure A” for Item no. 2, “Annexure B” for Item No. 3 and “Annexure C” for Item No. 4.
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 RPTs.	The proposed RPTs are in furtherance of the Company’s business purposes and therefore, in the interest of the Company. All RPTs are in the normal course of business and at arm’s length.

c	Disclosure of the fact that the Audit Committee has reviewed the certificates provided by the CEO/Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards	The Audit Committee has reviewed and taken note of the certificate placed before it signed by Mr. Udai Singh, Managing Director and CEO and Mr. Omkar Prasad, Chief Financial Officer of the Company, confirming that proposed RPT(s) are in the interest of the Company.
d	Disclosure that the material RPT or any material modification thereto has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval	The Board of Directors, on recommendation of the Audit Committee at its meeting held on February 12, 2026, have reviewed all necessary information, and approved the entering into Material RPTs for FY 2026-27 subject to the approval of the Members of the Company. In compliance with the applicable law and guidelines issued by SEBI, the approval of Members is being sought for entering to the said Material RPTs respectively with SEITB, SEIPL, and SE SAS, for the financial year 2026-27.
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
f	Affirmation that the Audit Committee and Board of Directors, while providing information to the shareholders, have redacted the commercial secrets and such other information that would affect competitive position of listed entity and in its assessment, the redacted disclosures still provide all the necessary information to the public shareholders for informed decision making	Not Applicable
g	Any other information that may be relevant	Nil

The members may note that as per the provisions of the SEBI Listing Regulations, all related parties (whether such related party is a party to the above-mentioned transaction or not) and members holding more than 10% of the shareholding in the Company, shall not vote to approve the resolutions set out in Item Nos. 2, 3 and 4 of the Notice.

**By Order of the Board of Director
For Schneider Electric Infrastructure Limited**

-Sd/-

Sumit Goel

Company Secretary & Compliance Officer

Membership No: FCS 6661

Date: February 12, 2026

Place: Gurugram

Regd. Office: Milestone 87,
Vadodara-Halol Highway,
Village Kotambi, Post Office Jarod,
Vadodara 391 510, Gujarat

Disclosure in accordance with Industry Standards on Minimum Information (“RPT Industry Standards”) to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions (RPTs)” dated June 26, 2025 read with SEBI Master Circular No. SEBI/HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026.

Annexure A – For SEITB

PART A: Minimum Information of the Proposed RPT, applicable to all RPTs

S. No.	Particulars of the information	Information provided by the Management
A (1)	Basic Details of Related Party	
a	Name of the Related Party	Schneider Electric IT Business India Private Limited (SEITB)
b	Country of incorporation	India
c	Nature of business	Secure Power, Energy management and automation solutions
A (2)	Relationship and Ownership of the Related Party	
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Fellow Subsidiary
a	Shareholding of the listed entity/subsidiary in related party	Nil
b	Capital contribution made by the listed entity/subsidiary, where the related party is a body corporate without share capital.	Nil
c	Shareholding of the related party in the listed entity/subsidiary	Nil
A (3)	Details of Previous Transactions with the Related Party	
	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	Please refer information below.

(Amount in INR Crores)									
Type of Transaction	Purchase - Goods	Purchase - Services	Purchase - Fixed Asset	Sale - Goods	Sale - Services	Sale - Fixed Assets	Reimbursement	Interest on loan & pref. shares	Borrowing
Transaction during last FY 2024-25	-	-	-	-	-	-	-	28	281*
Transaction during Current FY up to quarter immediately preceding the quarter in which the approval is sought i.e. April-December 2025	-	-	-	1	1	-	-	18	403*
Any default, made by related party during the Last FY	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<i>*The borrowings for the period include the outstanding long-term loan of INR 255 crores continuing from the previous year, with the balance representing actual cash-pool transactions.</i>									
A (4)	Amount of the proposed transaction(s) (in INR Crores)								
Proposed Limit	520								
	10	5	2	15	10	2	6	40	430* <i>(Continuing from previous year)</i>
Whether proposed transaction is a material RPT	Yes								

Value of the proposed transactions as a percentage of SEIL annual turnover for the immediately Preceding FY	0.4%	0.2%	0.1%	0.6%	0.4%	0.1%	0.2%	1.5%	16.3%
Value of proposed transactions as a percentage of subsidiary's annual turnover for the immediately preceding FY	Not Applicable								
Value of the proposed transactions as a percentage of related party's annual turnover for immediately preceding FY	0.1%	0.1%	0.0%	0.2%	0.1%	0.0%	0.1%	0.6%	6.1%
Financial performance of the related party for the immediately Preceding FY (*As on March 31, 2025)									
Turnover of Related Party	7,056								
Profit after Tax of Related Party	776								
Net worth of Related Party	3,042								

	<i>*The proposed borrowings comprise the outstanding long-term loan of INR 255 crores continuing from the previous year, along with INR 175 Crores under cash-pool arrangements.</i>									
A (5)	Basic Details of the Proposed Transaction(s) (Amount in INR Crores)									
	Type of Proposed Transaction	Purchase - Goods	Purchase - Services	Purchase - Fixed Asset	Sale - Goods	Sale - Services	Sale - Fixed Assets	Reimbursement	Interest on loan & pref. shares	Borrowing
	Detail of Proposed Transaction	The above proposed transactions include purchase and sale of materials, spares, components, services and operational assets, reimbursement for expenses, interest payments on loans and preference shares, and borrowings relating to ongoing loan arrangements sand cash-pooling facilities.								
	Tenure of Proposed Transaction	For FY 2026-27								
	Whether omnibus approval is being sought?	No	No	No	No	No	No	No	No	No
	Value of the proposed transaction during a financial year.	10	5	2	15	10	2	6	40	430
	Justification as to why the RPTs proposed to be entered into are in interest of entity	The proposed transactions are required to be undertaken in furtherance of the Company's business objectives, ensuring continuity of operations and achieving operational efficiencies. All transactions are proposed to be carried out on an arm's-length basis and as per the transfer pricing policy of Schneider Electric Group, thereby ensuring that the Company's interests are protected and no undue benefit is extended to any related party.								

2	Details of the promoter(s)/ director(s) /key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	None
3	A copy of the valuation or other external party report, if any	Not Applicable, as no specific valuation required. Transactions are carried out basis transfer pricing policy.
4	Other information relevant for decision making	Nil

PART B Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A:

S. No.	Particulars of the information	Information provided by the Management			
B (1)	Sale, purchase or supply of goods or services or any other similar business transaction and trade advances				
		Purchase Goods	-	Purchase – Services	Sale – Goods
					Sale Services -
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	No bidding undertaken as SEITB is a fellow subsidiary.			
2	Basis of determination of price	Transfer Pricing Policy of the Schneider Electric Group validated by the independent external consultants.			
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:	No Trade advance given			
	Amount of Trade advance	Not Applicable			
	Tenure	Not Applicable			
	Whether same is self-liquidating?	Not Applicable			
B (5)	Disclosure <i>only</i> in case of transactions relating to borrowings by the listed entity or its subsidiary				
1	Material covenants of the proposed transaction	There is no proposal for fresh borrowings for FY 2026–27. However, the Company has continuing outstanding borrowings amounting to INR 430 crores,			

		comprising a standing loan of INR 255 crores and INR 175 crores drawn under the cash-pooling arrangement for working capital requirements.
2	Interest rate (in terms of numerical value or base rate and applicable spread)	Prevailing Treasury Bill rate (Currently 5.9%)
3	Cost of borrowing <i>Note: This shall include all costs associated with the borrowing.</i>	Nil
4	Maturity / due date	Out of total borrowings, long-term Loan amounting to INR 255 crores shall mature on June 26, 2028. The Cash pooling arrangement INR 175 crores is short term in nature and is repayable within a period of 15 days.
5	Repayment schedule & terms	Long Term Loan of INR 255 crores repayable on maturity date with periodical Interest payment. Cash pooling arrangement INR 175 crores is short term in nature and is repayable within a period of 15 days.
6	Whether secured or unsecured	Unsecured
7	If secured, the nature of security & security coverage ratio	N.A.
8	The purpose for which the funds will be utilized by the listed entity	Long term business financing and to meet working capital requirement

PART C Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a material RPT and is in addition to Part A and B

S. No.	Particulars of the information	Information provided by the Management
<u>C (4)</u>	Disclosure only in case of transactions relating to borrowings by the listed entity	
1	Debt to Equity Ratio of the listed entity based on last audited financial statements	
	a. Before transaction	0.47
	b. After transaction	0.93
2	Debt Service Coverage Ratio of the listed entity based on last audited financial statements	

	a. Before transaction	32.32
	b. After transaction	13.65

PART A: Minimum Information of the Proposed RPT, applicable to all RPTs

S. No.	Particulars of the information	Information provided by the Management
A (1)	Basic Details of Related Party	
a	Name of the Related Party	Schneider Electric India Private Limited (SEIPL)
b	Country of incorporation	India
c	Nature of business	Manufacturing of electrical equipment, Energy management and automation solutions
A (2)	Relationship and Ownership of the Related Party	
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Fellow Subsidiary
a	Shareholding of the listed entity/subsidiary in related party	Nil
b	Capital contribution made by the listed entity/subsidiary, where the related party is a body corporate without share capital.	Nil
c	Shareholding of the related party in the listed entity/subsidiary	Nil
A (3)	Details of Previous Transactions with the Related Party	
	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	Please refer information below.

(Amount in INR Crores)							
Type of Transaction	Purchase - Goods	Purchase - Services	Purchase - Fixed Asset	Sale - Goods	Sale - Services	Sale - Fixed Assets	Reimbursement
Transaction during last FY 2024-25	212	45	-	254	8	-	9
Transaction during Current FY up to quarter immediately preceding the quarter in which the approval is sought i.e. April-December 2025	174	25	-	185	7	-	3
Any default, made by related party during the Last FY	Nil	Nil	Nil	Nil	Nil	Nil	Nil
A (4)	Amount of the proposed transaction(s) (in INR Crores)						
Proposed Limit	700						
	280	50	20	300	20	10	20
Whether proposed transaction is a material RPT	Yes						
Value of the proposed transactions as a percentage of SEIL annual turnover for	10.6%	1.9%	0.8%	11.4%	0.8%	0.4%	0.8%

	the immediately Preceding FY							
	Value of the proposed transactions as a percentage of subsidiary's annual turnover for the immediately Preceding FY	Not Applicable						
	Value of the proposed transactions as a percentage of related party annual turnover for the immediately Preceding FY	1.6%	0.3%	0.1%	1.7%	0.1%	0.1%	0.1%
Financial performance of the related party for the immediately Preceding FY (*As on March 31, 2025)								
	Turnover of Related Party	17,483						
	Profit after Tax of Related Party	2,020						

	aNet worth of Related Party	14,112						
A (5)	Basic Details of the Proposed Transaction (Amount in INR Crores)							
1	Type of Proposed Transaction	Purchase - Goods	Purchase - Services	Purchase - Fixed Asset	Sale - Goods	Sale - Services	Sale - Fixed Assets	Reimbursement
	Detail of Proposed Transaction	The proposed transactions include purchase and sale of materials, spares, components, services and operational assets, reimbursement for expenses						
	Tenure of Proposed Transaction	For FY 2026-27						
	Whether omnibus approval is being sought?	No	No	No	No	No	No	No
	Value of the proposed transaction during a financial year.	280	50	20	300	20	10	20
	Justification as to why the RPTs proposed to be entered into are in interest of entity	The proposed transactions are required to be undertaken in furtherance of the Company's business objectives, ensuring continuity of operations and achieving operational efficiencies. All transactions are proposed to be carried out on an arm's-length basis and as per the transfer pricing policy of Schneider Electric Group, thereby ensuring that the Company's interests are protected and no undue benefit is extended to any related party.						
2	Details of the promoter(s)/ director(s) /key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.			None of the promoter (s)/ director(s) / key managerial personnel of the listed entity have interest in the transaction(s), whether directly or indirectly, financially or otherwise except to the extent of common Directorship detailed as under:				

	a. Name of the director / KMP	Mr. Deepak Sharma, Non-Executive Director
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Nil
3	A copy of the valuation or other external party report, if any	Not Applicable, as no specific valuation required. Transactions are carried out basis transfer pricing policy.
4	Other information relevant for decision making	Nil

PART B Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A:

S. No.	Particulars of the information	Information provided by the Management			
B (1)	Sale, purchase or supply of goods or services or any other similar business transaction and trade advances				
		Purchase Goods	-	Purchase – Services	Sale – Goods
					Sale Services -
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	No bidding undertaken as SEIPL is a fellow subsidiary			
2	Basis of determination of price	Transfer Pricing Policy of Schneider Electric Group validated by the independent external consultants.			
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:	No Trade advances given			
	Amount of Trade advance	Not Applicable			
	Tenure	Not Applicable			
	Whether same is self-liquidating?	Not Applicable			

PART C Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a material RPT and is in addition to Part A and B – Not Applicable

PART A: Minimum Information of the Proposed RPT, applicable to all RPTs

S. No.	Particulars of the information	Information provided by the Management
A (1)	Basic Details of Related Party	
a	Name of the Related Party	Schneider Electric Industries SAS
b	Country of incorporation	France
c	Nature of business	Energy management and automation solutions
A (2)	Relationship and Ownership of the Related Party	
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Indirect Holding Company
a	Shareholding of the listed entity/subsidiary in related party	Nil
b	Capital contribution made by the listed entity/subsidiary, where the related party is a body corporate without share capital.	Nil
c	Shareholding of the related party in the listed entity/subsidiary	75%
A (3)	Details of Previous Transactions with the Related Party	
	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	Please refer information below.

(Amount in INR Crores)									
Type of Transaction	Purchase - Goods	Purchase - Services	Purchase - Fixed Asset	Sale - Goods	Sale - Services	Sale - Fixed Assets	Reimbursement	Bill of IT	Support Charges
Transaction during last FY 2024-25	116	6	0	1	23	0	8	31	22
Transaction during Current FY up to quarter immediately preceding the quarter in which the approval is sought i.e. April-December 2025	107	2	0	2	25	0	9	19	31
Any default, made by related party during the Last FY	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
A (4)	Amount of the proposed transaction(s): (in INR Crores)								
Proposed Limit	400								
	180	20	10	10	50	5	20	40	65
Whether proposed transaction is a material RPT	Yes								

Value of the proposed transactions as a percentage of SEIL annual turnover for the immediately Preceding FY	6.8%	0.8%	0.4%	0.4%	1.9%	0.2%	0.8%	1.5%	2.5%
Value of the proposed transactions as a percentage of subsidiary's annual turnover for the immediately Preceding FY	Not Applicable								
Value of the proposed transactions as a percentage of related party annual turnover for the immediately Preceding FY	0.4%	0.0%	0.0%	0.0%	0.1%	0.0%	0.0%	0.1%	0.1%
Financial performance of the related party for the immediately Preceding FY (*As on March 31, 2025)									

	Turnover of Related Party	47,039								
	Profit after Tax of Related Party	14,700								
	Net worth of Related Party	124,568								
A (5)	Basic Details of the Proposed Transaction(s) (Amount in INR Crores)									
1	Type of Proposed Transaction	Purchase - Goods	Purchase - Services	Purchase - Fixed Asset	Sale - Goods	Sale - Services	Sale - Fixed Assets	Reimbursement	Bill of IT	Support Charges
	Detail of Proposed Transaction	Transactions include purchase and sale of materials, spares, components, services and operational assets, reimbursement for expenses, and payment towards IT/data management services and other support charges.								
	Tenure of Proposed Transaction	FY 2026-27								
	Whether omnibus approval is being sought?	No	No	No	No	No	No	No	No	No
	Value of the proposed transaction during a financial year.	180	20	10	10	50	5	20	40	65
	Justification as to why the RPTs proposed to be	The proposed transactions are required to be undertaken in furtherance of the Company's business objectives, ensuring continuity of operations and achieving operational efficiencies. All transactions are proposed to be carried out on an arm's-length basis and Transfer pricing policy of Schneider Group, thereby ensuring that the Company's interests are protected and no undue benefit is extended to any related party.								

	entered into are in interest of entity	
2	Details of the promoter(s)/ director(s) /key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	None.
3	A copy of the valuation or other external party report, if any	Not Applicable, as no specific valuation required. Transactions are carried out basis transfer pricing policy.
4	Other information relevant for decision making	Nil

PART B Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A:

S. No.	Particulars of the informatioSn	Information provided by the Management			
B (1)	Sale, purchase or supply of goods or services or any other similar business transaction and trade advances				
		Purchase Goods	-	Purchase – Services	Sale – Goods
					Sale Services -
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	No bidding process undertaken, as SE SAS is the Indirect Holding Company.			
2	Basis of determination of price	Transfer Pricing Policy of Schneider Electric Group validated by the independent external consultants.			
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:	No Trade advance given			
	Amount of Trade advance	Not Applicable			
	Tenure	Not Applicable			
	Whether same is self-liquidating?	Not Applicable			

PART C Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a material RPT and is in addition to Part A and B – Not Applicable