

SYMBOL: SHERA
ISIN: INE0MM001019

Date: 04th September, 2026

To,
The Manager-Listing Department,
The National Stock Exchange of India Limited,
Exchange Plaza, NSE Building, Bandra Kurla
Complex, Bandra East, Mumbai - 400 051
Fax: 022-26598237, 022-26598238

Sub.: Notice of 17th Annual General Meeting (AGM) through Video Conferencing Other Audio Visual Means (OAVM)

Respected Sir/Madam,

Pursuant to Regulation 34(1) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we are pleased to enclose herewith the notice of the 17th Annual General Meeting of the members of the Company for the Financial Year 2025-26 scheduled to be held on Monday, September 28, 2026 at 02:00 P.M. (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

The above information is also available on the Company's website at www.sheraenergy.com.

You are requested to take the same on record and inform all those concerned.

For Shera Energy Limited

Jyoti Goyal
Company Secretary & Compliance officer

SHERA ENERGY LIMITED

CIN: L31102RJ2009PLC030434

Reg. Off: F-269-B, Road No. 13 VKIA, Jaipur, JAIPUR, Rajasthan, India, 302013

Phone: [+91-9116007855](tel:+91-9116007855) Email: cs@sheraenergy.com Web: www.sheraenergy.com

NOTICE OF THE 17TH ANNUAL GENERAL MEETING

Notice is hereby given that the **17th ANNUAL GENERAL MEETING (AGM)** of the members of **Shera Energy Limited** ("the company") will be held on **Monday, 28th day of September, 2026 at 02:00 P.M. (IST)** through **Video Conferencing (VC) / Other Audio Visual Means (OAVM)**, to transact the following business. The venue of the meeting shall be deemed at Registered Office of the Company at F-269B, Road No. 13 VKIA, Jaipur-302013, Rajasthan.

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements

To receive, consider and adopt:

- a) The Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2026 together with the Reports of the Board of Directors and Auditors thereon;
- b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2026, together with the Report of Auditors thereon.

2. Appointment of Director in Place of Director Retiring by Rotation

To appoint a director in place of Mrs. Shivani Sheikh (DIN: 02467557), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment and to consider and if thought fit, to pass the following resolution, with or without modification(s), as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules made thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, **Mrs. Shivani Sheikh (DIN: 02467557)**, who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment, be and

is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

3. Ratification of the remuneration of the Cost Auditors for the financial year ending March 31, 2027

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

"RESOLVED that pursuant to the provisions of Section 148 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, including any statutory modification or re-enactment thereof for the time being in force, remuneration of **M/s Rajesh & Company (FRN:000031)**, the Cost Auditors, appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the Financial Year 2026-27, be paid remuneration amounting to Rs. 30,000/- (Rupees Thirty Thousand Only) per annum (exclusive of GST and reimbursement of out-of-pocket expenses actually incurred by the said Auditors in connection with the Cost Audit) be and is hereby ratified and approved by the Members of the Company.

RESOLVED FURTHER THAT the Board of Directors, and/or Company Secretary, and/or Chief Financial Officer be and is hereby authorized to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution."

4. Appointment of Mr. Anilkumar Rander as a Non-Executive Director of the Company

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

"RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules made thereunder, applicable



provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), and the Articles of Association of the Company, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, approval of the Members be and is hereby accorded for the appointment of **Mr. Anilkumar Rander (DIN:09222599)**, who was appointed as an Additional Director (Non-Executive, Non-Independent) of the Company by the Board of Directors with effect from **July 17, 2026**, pursuant to Section 161 of the Act and read with related Rules (including any modification or re-enactment thereof), and who is eligible for appointment and who has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as Non-Executive, Non-Independent Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT any Director or Key Managerial Personnel of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard."

5. Remuneration to directors exceeding the overall managerial remuneration limit as per the provisions of Section 197 of the Companies Act 2013:

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

"RESOLVED THAT in accordance with the provisions of Section 197 of the Companies Act, 2013, ("the Act") read with Schedule V of the Act and other applicable provisions, if any, and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, and subject to such other approvals, consents and permissions as may be required, approval of the members of the Company be and is hereby accorded for payment of remuneration to the Directors of the Company notwithstanding that aggregate remuneration of such Directors exceeds the overall limit of managerial remuneration from 11% of the net

profits of the company, calculated as per the provisions of Section 198 of the Act.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to vary, alter or modify the terms and conditions of the remuneration payable to such directors, including any increase therein, in such manner as may be agreed to between the Board and the directors, subject to the provisions of Schedule V of the Act and other applicable provisions.

RESOLVED FURTHER THAT the Board of Directors of the Company, (including its committees thereof), be and is hereby authorized to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution."

6. Approval of Material Related Party Transactions under Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

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

"RESOLVED THAT pursuant to Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013, read with the Rules made thereunder, the Company's Policy on Related Party Transactions, applicable Accounting Standards, SEBI Circulars, the Industry Standards on 'Minimum Information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions' and other applicable laws, rules, regulations and guidelines (including any statutory modification(s) or re-enactment(s) thereof) and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the Members be and is hereby accorded to the Board of Directors of the Company (which term shall include the Audit Committee) to enter into and/or continue to enter into Material Related Party Transaction(s) and material modification(s) thereto with the Related Parties of the Company, as detailed in Annexure B(B.1-B.6) forming part of the Explanatory Statement to this Notice and any portion of the limits approved herein and remaining unutilized as at the end of the financial year shall continue to be available for utilization until the conclusion of the next Annual General Meeting of the Company, subject to applicable



provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, as amended from time to time, provided that such transactions are entered into in the ordinary course of business, on an arm's length basis and within the maximum aggregate limits specified in Annexure –B(B.1 to B.6)

RESOLVED FURTHER THAT the Board of Directors and/or the Audit Committee be and is hereby authorised to determine, finalise, revise, modify and implement the terms and conditions of such transactions, including pricing methodology, commercial terms and other incidental matters, and to do all such acts, deeds, matters and things including filing of necessary forms, intimations and disclosures with the Stock Exchange(s), regulatory authorities and statutory authorities, as may be necessary, proper, expedient or desirable to give effect to this Resolution, and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and 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."

7. Approval of Material Related Party Transactions of Subsidiaries of Shera Energy Limited

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

"RESOLVED THAT pursuant to the provisions of Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("Act"), read with the Rules made thereunder, the Company's Policy on Related Party Transactions, applicable Accounting Standards, SEBI Circulars, the Industry Standards on "Minimum Information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" and all other applicable laws, rules, regulations, circulars and guidelines (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, and subject to such approvals, permissions and sanctions as may be necessary, approval of the Members of the Company be and is hereby accorded to the subsidiaries (as defined under the Companies Act, 2013) of the Company,

to enter into and / or continue the related party transaction(s) / contract(s) / arrangement(s) / agreement(s) (in terms of Regulation 2(1)(zc)(i) of the Listing Regulations) between the subsidiaries (or their respective successor entity) and the related parties (or their respective successor entity) as more specifically set out in Annexure-C (C.1 to C.7) & Annexure-D (D.1 to D.7) in the explanatory statement to this resolution on the respective material terms & conditions set out in each of Annexure-C (C.1 to C.7) & Annexure-D (D.1 to D.7) and any portion of the limits approved herein and remaining unutilized as at the end of the financial year shall continue to be available for utilization until the conclusion of the next Annual General Meeting of the Company, subject to applicable provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

RESOLVED FURTHER THAT the Board of Directors and/or the Audit Committee be and is hereby authorized to determine, finalize, revise, modify and implement the terms and conditions of such transactions, including pricing methodology, commercial terms and other incidental matters, and to do all such acts, deeds, matters and things including filing of necessary forms, intimations and disclosures with the Stock Exchange(s), regulatory authorities and statutory authorities, as may be necessary, proper, expedient or desirable to give effect to this Resolution, and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and 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."

8. Approval for increase in borrowing limits under Section 180(1)(c) of the Companies Act, 2013

To approve increase in borrowing limits under Section 180(1)(c) of the Companies Act, 2013 and, in this regard, to consider and if thought fit, to pass with or without modification(s) the following resolutions, as Special Resolution:

"RESOLVED THAT in suppression of Special Resolution passed by the Members in its meeting held on 3rd March, 2025 and pursuant to Section 180(1)(c) of the Companies Act, 2013 and all other applicable provisions, if any, of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in supersession of all the earlier resolutions, the consent of the members of the Company be and is hereby accorded to the Board of Director(s)



(hereinafter referred to as the “Board” which term shall be deemed to include any Committee thereof for the time being exercising the powers conferred on the Board of Directors by this Resolution), to borrow any sum or sums of monies, from time to time, in any form including but not limited to by way of loans, financial facility, or such other form, upon such terms and conditions as to interest, repayment, or otherwise and with or without security, as the Board may think fit for the purposes of the Company’s business notwithstanding that the money or monies to be borrowed, together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves, provided however, the total amount so borrowed (apart from the temporary loans obtained from the Company’s bankers in the ordinary course of business) shall not exceed at any point in time a sum equivalent to Rs. 750 crores/- (Rupees Seven Hundred Fifty Crores Only) by way of fund-based facilities and non-fund-based facilities over and above the aggregate, of the paid-up share capital and free reserves of the Company;

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, execute all such documents, writings, agreements and filings, and take all such steps as may be necessary, desirable or expedient for giving effect to this Resolution, including making necessary disclosures, filings and intimations with the Stock Exchange(s), the Securities and Exchange Board of India and such other statutory or regulatory authorities as may be required.”

9. Approval for Increasing Limits under Section 180(1)(a) for Securitization and Charge Creation on Company Assets

To Approve increase in limits under Section 180 (1)(a) of the Companies Act, 2013 for securitization/ direct assignment and creating charge on the assets of the company and, in this regard, to consider and if thought fit, to pass with or without modification(s) the following resolutions, as Special Resolution:

“RESOLVED THAT in suppression of Special Resolution passed by the Members in its extraordinary general meeting held on 3rd March, 2025 and pursuant to Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, and the rules made there under and pursuant to the Memorandum of Association and Articles of

Association of the Company and in supersession of all the earlier resolutions, the consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any committee thereof for the time being exercising the powers conferred on the Board of Directors by this Resolution) to mortgage, pledge, charge, hypothecate and/ or create security interest of every nature and kind whatsoever as may be necessary on such of the moveable or immoveable assets and properties of the Company wherever situated, both present and future, including where such assets and properties constitute the whole or substantially the whole of the undertaking of the Company, in such manner as the Board / Committee of the Board may direct, to or in favour of financial institutions, investment institutions and banks, mutual funds, trusteeship companies, trusts, other bodies corporate (hereinafter referred to as the “Lending Agencies”) to secure the due payment of the principal together with interest, premium on pre-payment or on redemption, costs, charges, expenses and all other monies payable by the Company or any third party in respect of borrowings availed of from such Lending Agencies of an outstanding aggregate value not exceeding Rs. 750 crores/- (Rupees Seven Hundred Fifty Crores Only);

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, execute all such documents, writings, agreements and filings, and take all such steps as may be necessary, desirable or expedient for giving effect to this Resolution, including making necessary disclosures, filings and intimations with the Stock Exchange(s), the Securities and Exchange Board of India and such other statutory or regulatory authorities as may be required.”

**By Order of the Board of Directors
For Shera Energy Limited**

**Sd/-
Jyoti Goyal
Company Secretary & Compliance Officer
M. No. : A57211**

**Place: Jaipur
Date: 02.09.2026**

Registered Office:
F-269-B, Road No. 13 VKIA,
Jaipur, Rajasthan – 302013
CIN: L31102RJ2009PLC030434
Website: www.sheraenergy.com
E-mail: cs@sheraenergy.com
Phone: +91- 91160 07845



Notes:

1. Meeting through VC/OAVM

The Ministry of Corporate Affairs ("MCA"), inter alia, vide its General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 20/2020 dated 5th May 2020, 02/2022 dated 5th May 2022 and subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 dated 22nd September 2025 (collectively referred to as the "MCA Circulars"), and in line with the circulars issued by the Securities and Exchange Board of India ("SEBI") from time to time, the 17th Annual General Meeting ("AGM") of the Company is being convened through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"), without the physical presence of the Members.

Accordingly, the physical presence of Members at a common venue has been dispensed with. The deemed venue of the 17th AGM shall be the Registered Office of the Company situated at F-269-B, Road No. 13, VKI, Jaipur, Rajasthan – 302013.

2. Explanatory Statement and Directors' particulars

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), setting out the material facts concerning the Special Business(es) as set out in the accompanying Notice, is annexed hereto and forms part of this Notice.

The relevant details pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard-2 on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this AGM, are provided in the Annexure to the Explanatory Statement.

3. Proxies

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 such proxy need not be a Member of the Company.

However, since this AGM is being held through VC/OAVM pursuant to the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.

4. Attendance and voting by Authorized Representatives

Corporate/Institutional Members are entitled to appoint authorized representatives to attend the AGM through VC/OAVM on their behalf and cast their votes through remote e-voting or e-voting

during the AGM. Institutional/Corporate Members are required to send a scanned copy (PDF/JPG format) of their Board Resolution or resolution of the governing body/authorization, as applicable, authorizing their representative to attend and vote at the AGM through VC/OAVM. The said resolution/authorization shall be sent to the Scrutinizer at csskjoshi@gmail.com, with a copy marked to the Company at cs@sheraenergy.com and to the Company's Registrar and Share Transfer Agent ("RTA") at ivote@bigshareonline.com.

5. Participation through VC/OAVM

Members may join the AGM through VC/OAVM facility from 15 minutes before the scheduled time of commencement of the AGM by following the procedure provided in this Notice.

The facility for participation at the AGM through VC/OAVM shall be made available to at least 1,000 Members on a first-come-first-served basis, in accordance with the MCA Circulars. This restriction shall not apply to large Shareholders holding 2% or more of the shareholding, Promoters, Institutional Investors, Directors, Key Managerial Personnel, Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Auditors and such other persons as may be permitted under the applicable provisions.

6. Directors seeking appointment/re-appointment

The details of the Directors seeking appointment/re-appointment at the ensuing AGM, as required under the applicable provisions of the Act, Regulation 36(3) of the SEBI Listing Regulations and SS-2, are provided in the Annexure to the Explanatory Statement forming part of this Notice.

7. Quorum

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

8. Joint holders

In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company shall be entitled to vote at the AGM.

9. Closure of Register of Members and Share Transfer Books

Pursuant to Section 91 of the Act and the applicable provisions of the SEBI Listing Regulations, the Register of Members and Share Transfer Books of the Company shall remain closed from Tuesday, 22nd September 2026 to Monday, 28th September 2026 (both days inclusive) for the purpose of the 17th AGM.



10. Queries and grievance redressal

Members are requested to contact the Company's Registrar and Share Transfer Agent, M/s. Bigshare Services Private Limited ("RTA"), at Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai – 400093, Maharashtra, India, Tel.: +91 22 6263 8222, Email: investor@bigshareonline.com, Website: www.bigshareonline.com, for any queries or redressal of complaints.

Members may also contact Ms. Jyoti Goyal, Company Secretary & Compliance Officer, at the Registered Office of the Company, Tel.: +91 91160 07845, Email: cs@sheraenergy.com, investor.grievances@sheraenergy.com.

Dispatch of Annual Report through Electronic Mode and Registration of Email Ids

11. Electronic dispatch of Notice and Annual Report

In compliance with the applicable provisions of the Act, the MCA Circulars and the SEBI Listing Regulations, the Notice of the 17th AGM along with the Integrated Annual Report of the Company for the Financial Year 2025-26 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/RTA/Depositories/Depository Participants, as applicable.

The Notice of the AGM and the Integrated Annual Report for the Financial Year 2025-26 shall also be made available on the Company's website at www.sheraenergy.com, on the website(s) of the Stock Exchange(s), as applicable, and on the website of the RTA at www.bigshareonline.com.

12. Members whose e-mail addresses are not registered

Members may attend and participate in the AGM through VC/OAVM facility only.

Members who have not registered their e-mail address are requested to register/update their e-mail address with their respective Depository Participant(s), where the shares are held in dematerialised form, or with the Company's RTA, where the shares are held in physical form.

Pursuant to Regulation 36(1)(b) of the SEBI Listing Regulations, the Company shall send a letter providing the web-link, including the exact path, where the Annual Report for the Financial Year 2025-26 can be accessed, to those Members whose e-mail addresses are not registered with the Company/RTA/Depositories/Depository Participants, as applicable.

Members who wish to obtain a physical copy of the Integrated Annual Report for the Financial Year 2025-26 may write to the Company at cs@sheraenergy.com or to the RTA at

investor@bigshareonline.com, mentioning their folio/DP ID and Client ID and other requisite details.

13. Updation of Members' particulars

Members holding shares in physical mode are requested to intimate any change in their name, postal address, e-mail address, telephone/mobile number, PAN, nomination, bank mandate, bank account details, MICR code, IFSC code, etc. to the Company's RTA at investor@bigshareonline.com.

Members holding shares in electronic mode are requested to intimate such changes to their respective Depository Participant(s). Any such changes effected by the Depository Participant(s) will automatically be reflected in the Company's records.

Procedure for Remote E-Voting and E-Voting during the AGM

14. Remote e-voting

Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI Listing Regulations and SS-2, the Company is pleased to provide its Members the facility to exercise their right to vote on all the resolutions proposed to be considered at the AGM through electronic means.

Bigshare Services Private Limited shall provide the facility for remote e-voting and e-voting during the AGM. Members who are present at the AGM through VC/OAVM and have not cast their votes through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting during the AGM.

Members who have cast their votes through remote e-voting prior to the AGM may attend the AGM but shall not be entitled to cast their vote again.

15. Cut-off Date and remote e-voting period

The cut-off date for determining the eligibility of Members to vote by remote e-voting and e-voting during the AGM shall be Monday, 21st September 2026.

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 shall be entitled to avail the facility of remote e-voting as well as e-voting during the AGM.

The remote e-voting period shall commence on Thursday, 24th September 2026 at 9:00 A.M. (IST) and shall end on Sunday, 27th September 2026 at 5:00 P.M. (IST). The remote e-voting module shall be disabled by Bigshare Services Private Limited thereafter.

Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently.



16. Voting at the AGM

Members participating in the AGM through VC/OAVM and who have not cast their votes by remote e-voting shall be entitled to vote through the e-voting facility provided during the AGM.

Members who have cast their votes through remote e-voting prior to the AGM may participate in the AGM through VC/OAVM but shall not be entitled to cast their votes again.

The detailed instructions and procedure for accessing and participating in the AGM through VC/OAVM and for voting through electronic means, including remote e-voting and e-voting during the AGM, form part of this Notice.

Procedure to raise questions / seek clarifications with respect to Annual Report

17. Queries in advance

Members seeking any information with regard to the financial statements or any matter to be placed at the AGM are requested to send their queries in advance to the Company at cs@sheraenergy.com, mentioning their name, DP ID/Client ID/Folio Number and mobile number, so as to enable the Company to provide appropriate responses during the AGM at least seven (7) days in advance before the start of the meeting i.e. by Monday, September 21, 2026.

18. Registration as speaker

Members who wish to express their views or ask questions during the AGM may register themselves as speakers by sending their request from their registered e-mail address to cs@sheraenergy.com on or before **Monday, September 21, 2026 by 02:00 P.M. (IST)**, mentioning their name, DP ID and Client ID/Folio Number and mobile number.

19. Participation as speaker

Members who have registered themselves as speakers shall be allowed to express their views/ask questions during the AGM, subject to the availability of time and such other conditions as may be determined by the Company for the smooth conduct of the AGM.

20. Restriction on speakers/questions

The Company reserves the right to restrict the number of speakers and questions, as may be appropriate, to ensure the smooth conduct of the AGM.

Other Information

21. Inspection of statutory registers and documents

The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Act, together

with the documents referred to in the Notice, shall be available for electronic inspection by the Members during the AGM.

Members desirous of inspecting the statutory registers and documents referred to in the Notice may send their request in writing to the Company at cs@sheraenergy.com, mentioning their DP ID & Client ID/Folio Number. The documents shall be made available for inspection electronically from the date of circulation of this Notice up to the date of the AGM, without payment of any fee.

22. Director retiring by rotation

Pursuant to Section 152 of the Act, Mrs. Shivani Sheikh (DIN: 02467557) retires by rotation at the ensuing AGM and, being eligible, offers herself for re-appointment. The Board of Directors recommends her re-appointment.

The requisite details of the Director seeking re-appointment, pursuant to the applicable provisions of the Act, Regulation 36(3) of the SEBI Listing Regulations and SS-2, are provided in the Annexure to the Explanatory Statement.

23. Consolidation of folios

Members holding shares in physical form in identical order of names in more than one folio are requested to intimate the details of such folios to the Company/RTA for consolidation of their holdings into a single folio, in accordance with the applicable SEBI requirements.

24. Transmission and transposition

As per the applicable SEBI requirements, transmission and transposition of securities shall be effected only in dematerialised form. Members holding securities in physical form who wish to avail transmission or transposition services are advised to contact the Company's RTA and submit the requisite documents in the prescribed manner.

25. Dematerialization of shares

Members holding shares in physical form are advised to dematerialize their holdings to facilitate transfer and other securities-related transactions. Members may contact the Company/RTA for assistance in this regard.

26. Nomination facility

Pursuant to Section 72 of the Act and the applicable SEBI requirements, the facility for making nomination is available to Members in respect of shares held by them. Members who have not yet registered their nomination are advised to register the same in the prescribed manner.

Members holding shares in physical form may submit the prescribed nomination form to the Company/RTA, while Members holding shares in electronic form may contact their respective



Depository Participant(s) for availing the nomination facility.

27. Non-Resident Indian Members

Non-Resident Indian Members are requested to inform the Company/RTA/Depository Participant, as applicable, about any change in their residential status and particulars of their bank account maintained in India, if not furnished earlier.

28. SEBI investor-service developments

Members are requested to take note of the latest SEBI requirements relating to service requests concerning physical securities. SEBI has, with effect from 2nd April 2026, dispensed with the requirement of issuance of a Letter of Confirmation ("LOC") in specified cases and provided for direct credit of securities to the investor's demat account upon completion of the prescribed due diligence and submission of valid demat account details.

Members holding eligible physical securities may contact the Company's RTA for further assistance in relation to transmission, transposition, duplicate securities, consolidation, renewal/exchange and other service requests.

Declaration of Voting Results

29. Appointment of Scrutinizer

The Board of Directors has appointed **Mr. Sanjay Kumar Joshi (Membership No. F-6745), Practising Company Secretary**, as the Scrutinizer for scrutinizing the remote e-voting process and e-voting during the AGM in a fair and transparent manner.

30. Scrutinizer's Report and declaration of results

The Scrutinizer shall, after completion of the scrutiny of the votes cast through remote e-voting and e-voting during the AGM, submit his report to the Chairman of the Company or to any person authorized by him in this regard, in accordance with the applicable provisions of the Act, Rules and SEBI Listing Regulations.

The voting results along with the Scrutiniser's Report shall be declared within the prescribed timelines and communicated to the Stock Exchange(s) and the RTA, as applicable, and shall also be placed on the Company's website at www.sheraenergy.com and on the website of the RTA at www.bigshareonline.com, in accordance with the applicable provisions of the Act and the SEBI Listing Regulations.

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

- i. The voting period begins on Thursday, 24th September, 2026 and ends on Sunday, 27th

September, 2026. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) Monday, 21st September, 2026 may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.

- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

- iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

1. Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual



meetings for **Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasiten/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasiten/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for

	casting your vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting



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. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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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. CDSL and NSDL

Login type	Helpdesk details
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 022- 23058738 and 22-23058542-43.
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 toll free no.: 1800 1020 990 and 1800 22 44 30

2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.

- Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
- Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
- Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

***Note** If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).*

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**INVESTOR LOGIN**’ tab and then Click on ‘Forgot your password?’
 - Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**Reset**’.
- (In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).*

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, Bigshare E-voting system page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on “**VOTE NOW**” option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option “**IN FAVOUR**”, “**NOT IN FAVOUR**” or “**ABSTAIN**” and click on “**SUBMIT VOTE**”. A confirmation box will be displayed. Click “**OK**” to confirm, else “**CANCEL**” to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen



and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.

- Shareholder can “CHANGE PASSWORD” or “VIEW/UPDATE PROFILE” under “PROFILE” option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “REGISTER” under “CUSTODIAN LOGIN”, to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with “User id and password will be sent via email on your registered email id”.

NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘LOGIN’ under ‘CUSTODIAN LOGIN’ tab and further Click on ‘Forgot your password?’
- Enter “User ID” and “Registered email ID” Click on I AM NOT A ROBOT (CAPTCHA) option and click on ‘RESET’.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote Evoting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under “DOCUMENTS” option on custodian portal.
 - Click on “DOCUMENT TYPE” dropdown option and select document type power of attorney (POA).
 - Click on upload document “CHOOSE FILE” and upload power of attorney (POA) or board resolution for respective investor and click on “UPLOAD”.

Note: The power of attorney (POA) or board resolution has to be named as the “InvestorID.pdf” (Mention Demat account number as Investor ID.)

- Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select “VOTE FILE UPLOAD” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “UPLOAD”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “CHANGE PASSWORD” or “VIEW/UPDATE PROFILE” under “PROFILE” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder’s other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions (‘FAQs’) and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

4. Procedure for joining the AGM through VC/ OAVM:

For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- The Members may attend the AGM through VC/ OAVM at <https://ivote.bigshareonline.com> under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, **Bigshare E-voting system** page will appear.
- Click on “VIEW EVENT DETAILS (CURRENT)” under ‘EVENTS’ option on investor portal.
- Select event for which you are desire to attend the AGM under the dropdown option.



SHERA® Energy Limited

- For joining virtual meeting, you need to click on "VC/OAVM" link placed beside of "VIDEO CONFERENCE LINK" option.
- Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The instructions for Members for e-voting on the day of the AGM are as under:-

- The Members can join the AGM in the VC/OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be present in the AGM through VC/OAVM 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 system in the AGM.
- Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

Helpdesk for queries regarding virtual meeting:

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions ('FAQs') available at <https://ivote.bigshareonline.com>, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

**By Order of the Board of Directors
For Shera Energy Limited**

**Sd/-
Jyoti Goyal
Company Secretary & Compliance Officer
M. No. : A57211**

Place: Jaipur

Date: 02.09.2026

Registered Office:

F-269-B, Road No. 13 VKIA,

Jaipur, Rajasthan – 302013

CIN: L31102RJ2009PLC030434

Website: www.sheraenergy.com

E-mail: cs@sheraenergy.com

Phone: +91- 91160 07845

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

The following Statement sets out all material facts relating to the Ordinary/Special Business mentioned in the accompanying Notice:

ITEM NO. 3:

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company is required to have the audit of its cost records conducted by a cost accountant in practice and the remuneration of Rs. 30,000 payable to the Cost Auditors has to be ratified by the shareholders of the Company.

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s Rajesh & Company (Firm Registration No. 000031), Cost Auditor to conduct the audit of the cost records of the Company for the financial year ending March 31, 2027 at a remuneration of Rs. 30,000 (Rupees Thirty thousand only) excluding applicable taxes and out of pocket expenses, if any payable to the Cost Auditors which has to be ratified by the shareholders of the Company.

In making the decision on the appointment and remuneration of the Cost Auditors, the Audit Committee considered the Cost Auditors' performance during the previous year(s) in examining and verifying the accuracy of the cost accounting records maintained by the Company.

M/s Rajesh & Company have furnished a certificate regarding their eligibility for appointment as Cost Auditors of the Company. They have vast experience in the field of cost audit and have conducted the audit of the cost records of the Company for previous years under the provisions of the Act.

Pursuant to Section 148(3) of the Act, approval by the Members is required for the payment of above remuneration to the cost auditor. Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 3 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2027.

None of the Directors or Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.



The Board recommends, the Ordinary Resolution set out at Item No. 3 of the Notice for ratification by the Members of the Company.

ITEM NO. 4

Mr. Anilkumar Rander (DIN: 09222599) was appointed as an Additional Director (Non-Executive Non-Independent) of the Company by the Board of Directors effective 17th July, 2026. Accordingly, Mr. Anilkumar Rander is eligible for appointment as a Non-Executive and Non-Independent Director, liable to retire by rotation, subject to the approval of the Shareholders in accordance with the SEBI LODR. As per provisions of Regulation 17(1C) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, approval of the Shareholders has to be obtained at the next general meeting or within a period of three months from the date of appointment, whichever is earlier.

The Company has received from Mr. Anilkumar Rander his consent to act as a Director in Form DIR-2 and the requisite declarations confirming that he is not disqualified from being appointed as a Director under Section 164 of the Act. He has further confirmed that he is not debarred from holding the office of Director by virtue of any order of SEBI or any other statutory authority. Further details of Mr. Anilkumar Rander have been given in the Annexure – A to this Notice.

Accordingly, consent of the members is sought for appointment of Mr. Anilkumar Rander as set out at Item No. 4 of the Notice.

None of the Directors or Key Managerial Personnel (“KMP”) of the Company or their respective relatives other than Mr. Anilkumar Rander, to whom the Resolution relates, is concerned or interested in the Resolution given in Item No. 4 of the Notice.

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

ITEM NO. 5

Mr. Sheikh Naseem (DIN: 02467366), Chairman and Managing Director and Mrs. Shivani Sheikh (DIN: 02467557), Whole-time Director are the Executive Directors of the Company and are actively involved in the day-to-day management and affairs of the Company.

The remuneration payable to Mr. Sheikh Naseem and Mrs. Shivani Sheikh, prior to April 01, 2026, was ₹5,00,000/- (Rupees Five Lakh only) per month and

₹4,50,000/- (Rupees Four Lakh Fifty Thousand only) per month, respectively.

Considering the increased responsibilities entrusted to them, their continued involvement in the management and operations of the Company, their contribution towards the growth and development of the Company and the overall scale and nature of the Company's operations, the remuneration payable to the aforesaid Executive Directors has been revised with effect from April 01, 2026.

Accordingly, with effect from April 01, 2026, the monthly remuneration payable to Mr. Sheikh Naseem, Executive Director, and Mrs. Shivani Sheikh, Executive Director, has been revised to ₹7,50,000/- (Rupees Seven Lakh Fifty Thousand only) per month each, subject to the requisite approvals under the Companies Act, 2013, the rules made thereunder and other applicable laws.

The aggregate remuneration payable to the aforesaid Executive Directors may exceed the overall limits prescribed under Section 197 of the Companies Act, 2013, read with the applicable provisions of Schedule V thereto, as the aggregate managerial remuneration payable to the Directors of the Company may exceed the limits prescribed under Section 197, calculated in accordance with the provisions of Section 198 of the Companies Act, 2013.

Accordingly, pursuant to the applicable provisions of the Companies Act, 2013, approval of the Members is being sought by way of a Special Resolution for payment of remuneration to Mr. Sheikh Naseem and Mrs. Shivani Sheikh, Executive Directors of the Company, notwithstanding that the aggregate remuneration payable to the Directors of the Company may exceed the limits prescribed under Section 197 of the Companies Act, 2013.

The remuneration proposed to be paid to the aforesaid Executive Directors is considered appropriate having regard to their roles and responsibilities, qualifications and experience, the nature and scale of operations of the Company and their contribution to the Company's business and affairs.

The Board considers the proposed revision in remuneration to be in the interest of the Company and recommends the Special Resolution set out at Item No. 5 of the Notice for approval by the Members.

Interest of Directors and Key Managerial Personnel

Mr. Sheikh Naseem and Mrs. Shivani Sheikh are concerned or interested in the proposed resolution to the extent of the remuneration payable to them.



Their respective relatives may also be deemed to be concerned or interested in the proposed resolution in accordance with the applicable provisions of the Companies Act, 2013.

Save and except the aforesaid, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their shareholding, if any, in the Company.

The Board of Directors recommends the Special Resolution set out at Item No. 5 of the Notice for approval by the Members.

ITEM NO. 6 & 7:

The following statement sets out all the material facts relating to the Resolutions No. 6 to 7 to be passed as mentioned in the accompanying Notice:

The Company is engaged in activities of manufacturing of non-ferrous metals, which are carried out either directly or through its subsidiaries. The annual consolidated turnover of the Company as on March 31, 2026 is Rs. 164004.97 Lakhs.

In furtherance of its business activities, the Company and its subsidiaries have entered into / will enter into transactions/contract(s)/ agreement(s)/arrangement(s) with related parties in terms of Regulation 2(1)(zc)(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). All related party transactions of the Company and its subsidiaries are at arm's length and in the ordinary course of business. The Company and its subsidiaries have a well-defined governance process for the related party transactions undertaken by them. These transactions are independently reviewed by accounting firms / Independent accounting firms for arm's length consideration and compared with the benchmarks available for similar type of transactions and this analysis is presented to the Audit Committee.

Further, all related party transactions of the Company are undertaken after obtaining prior approval of the Audit Committee. All related party transactions as set out in this Notice have been unanimously approved by the Audit Committee after satisfying itself that the related party transactions are at arm's length and in the ordinary course of business. The Audit Committee of the Company reviews on a quarterly basis, the details of all related party transactions entered into during the previous quarter, pursuant to its approvals. The related party transactions between the subsidiaries and their related parties as set out in this Notice are also approved by the audit committee (consisting of majority of independent directors) / board of

directors, as the case may be, of the respective subsidiaries. In accordance with Regulation 23 of the Listing Regulations, approval of the members is sought for related party transactions which in a financial year, exceed the amount of Rs 50 crore. The approval of the members pursuant to resolution nos. 6 and 7 is being sought for the related party transactions / contracts / agreements / arrangements set out in Annexure-B (B.1 to B.6) and Annexure-C (C.1 to C.7) and Annexure-D (D.1 to D.7), respectively.

In addition to the transactions set out in Annexures as mentioned above, approval of the members is also sought for any other transactions between the parties for transfer of resources, services and obligations in the ordinary course of business, on arm's length basis and in compliance with applicable laws, as approved by the Audit Committee. The values of such additional transactions are included in the values set out in each of the Tables below.

Any subsequent material modification in the transactions, as defined by the Audit Committee as a part of the Company's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions, shall be placed before the members for approval, in terms of Regulation 23(4) of the Listing Regulations. The value of transactions (for which the approval is being sought) for the period commencing from April 1, 2026 till the date of this Notice has not exceeded the existing limits approved by members / the materiality threshold and is not likely to exceed the existing limits approved by members / the materiality threshold till the approval of these transactions by the members.

The details of transactions as required under Regulation 23 of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set out in Annexure-B (B.1 to B.6) and Annexure-C (C.1 to C.7) and Annexure-D (D.1 to D.7), respectively.

Mr. Sheikh Naseem and Mrs. Shivani Sheikh are concerned or interested in the proposed resolution. Their respective relatives may also be deemed to be concerned or interested in the proposed resolution in accordance with the applicable provisions of the Companies Act, 2013.

Save and except the aforesaid, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in



SHERA® Energy Limited

the proposed resolution, except to the extent of their shareholding, if any, in the Company. The Board of Directors recommends the Special Resolution set out at Item No. 6 & 7 of the Notice for approval by the Members.

ITEM NO. 8:

Keeping in view the company's long term strategic and business objectives, expansion plans and working capital requirements, the Company may require additional funds from time to time. For this purpose, the company may, from time to time, raise finance from various Banks and/or Financial Institutions and/ or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in ordinary course of business) may exceed the aggregate of the paid-up capital, free reserves and securities premium of the Company.

Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up share capital, free reserves and securities premium of the Company except with the consent of the members of the Company obtained through Special Resolution in a General Meeting.

In order to carry out the business smoothly, business plan and to meet the working Capital requirements, the Board of Directors has given their approval and recommended the same to shareholders to increase the existing limit from Rs. 500 Crores (Rupees Five Hundred Crores Only) to Rs. 750 Crores (Rupees Seven Hundred Fifty Crores Only) as required u/s 180(1)(c) of the Companies Act, 2013 and rules made there under.

Hence, in terms of the provisions of section 180(1)(c) of the Companies Act, 2013, it is proposed to seek shareholder's approval for increase in the limit of overall borrowing u/s 180 (1)(c) upto Rs. 750 Crores (Rupees Seven Hundred Fifty Crores Only).

Accordingly, consent of the members is sought for increase in the limit of overall borrowing u/s 180 (1)(c) as set out at Item No. 8 of the Notice.

None of the Directors or Key Managerial Personnel of the Company or their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 of the Notice.

The Board recommends, the Special Resolution set out at Item No. 8 of the Notice for approval by the Members of the Company.

ITEM NO. 9:

The Board has given their approval to increase the existing limit from Rs. 500 Crores (Rupees Five Hundred Crores Only) to Rs. 750 Crores (Rupees Seven Hundred Fifty Crores Only) to mortgage, pledge, charge, hypothecate and/ or create security interest of every nature on moveable or immoveable assets and properties of the Company to secure the due payment in respect of borrowings of the Company as required u/s 180(1)(a) of the Companies Act, 2013. The powers mentioned under section 180(1)(a) of the Companies Act, 2013 require consent of members of the Company by way of passing Special resolution.

Hence, in terms of the provisions of section 180(1)(a) of the Companies Act, 2013, it is proposed to seek shareholder's approval Increase in the limit for creating charge on the assets of the Company for securing borrowings upto Rs. 750 Crores (Rupees Seven Hundred Fifty Crores Only).

Accordingly, consent of the members is sought for increase in the limit of overall borrowing u/s 180 (1)(a) as set out at Item No. 9 of the Notice.

None of the Directors or Key Managerial Personnel of the Company or their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 9 of the Notice.

The Board recommends, the Special Resolution set out at Item No. 9 of the Notice for approval by the Members of the Company.

**By Order of the Board of Directors
For Shera Energy Limited**

**Sd/-
Jyoti Goyal
Company Secretary & Compliance Officer
M. No. : A57211**

**Place: Jaipur
Date: 02.09.2026**

Registered Office:
F-269-B, Road No. 13 VKIA,
Jaipur, Rajasthan – 302013
CIN: L31102RJ2009PLC030434
Website: www.sheraenergy.com
E-mail: cs@sheraenergy.com
Phone: +91- 91160 07845

ANNEXURE – A TO THE NOTICE

Details of Directors seeking appointment/reappointment at the 17th Annual General Meeting in pursuance of provisions of the Companies Act, 2013 & Regulation 36 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Item No. 2 & 4

Name	Mrs. Shivani Sheikh	Mr. Anilkumar Rander
Category/Designation	Whole-time Director	Non-Executive Director
DIN	02467557	09222599
Date of Birth	03-11-1971	06-12-1968
Age	55 years	58 years
Date of First Appointment	08.12.2009	17.07.2026
Qualifications	Bachelors of Engineering, Electrical	Chartered Accountant
Expertise in specific functional area	Shivani Sheikh is one the Whole-Time Directors of our Company. She holds a Bachelor's of Engineering, Electrical, Honours degree from Ravishankar Shukla University, Raipur (M.P.). She has over 23 years of experience in various sectors including metal industry. Partner at home and at work to Mr. Sheikh Naseem, she started Partnership firm naming M/s Shivani Electrical in 1998 and further established her own Proprietorship firm with the name M/s S.S. Structure in Jaipur in January, 2008. Exceptionally talented in overseeing the corporate finance of the group and strategic hedging, her go-getter attitude has led her company Shera Energy Limited to climb the ladders of success in no time. She is the perfect blend of ambition and empathy. Her presence has acted as a bridge between the seniors and juniors in the company.	During his career, he has held senior leadership positions with Tech Mahindra Ltd., L&T Infotech Ltd. and Inspira Enterprise India Limited, where he served as Chief Financial Officer. He has successfully led domestic and cross-border M&A transactions, strategic investments, fundraising initiatives, financial restructuring, treasury, enterprise risk management, and digital finance transformation projects. He has also played a key role in strengthening governance frameworks, enhancing shareholder value, and supporting high-growth businesses through strategic financial leadership. Mr. Rander currently serves as Senior Partner at B2I Platforms Pvt. Ltd., where he advises promoters, boards, and investors on business transformation, capital raising, M&A, and strategic growth. His extensive experience across listed companies, technology businesses, and growth-stage enterprises, combined with his expertise in finance, governance, and board oversight, will further strengthen the Board of Shera Energy Limited.
Terms and conditions of Appointment/Re-appointment	Re-appointment as a Director, liable to retire by rotation	Appointment as a Director (Non-Executive, Non-Independent), liable to retire by rotation
Details of remuneration sought to be paid (including sitting fees, if any)	Remuneration of Rs. 7,50,000/- (Rupees Seven Lakhs Fifty Thousand only) per month.	Sitting fees as approved by the Board within the limits prescribed under the Act
Details of Remuneration last drawn (including sitting fees, if any)	Remuneration of Rs. 4,50,000/- (Rupees Four Lakhs Fifty Thousand only) per month.	NA
Directorship in other Companies	Presently, she holds the position of Chairman & Managing Director on the Boards of Rajputana Industries Limited. She is also a Director on the Boards of Shera Metal Private Limited, Isha	Presently, he holds the position of Additional Director (Non-Executive, Non-Independent) on the Boards of Rajputana Industries Limited.



	Infrapower Limited and Shera Global Ventures LLP.	
No. of Board Meetings attended during the Year	11	NA
Memberships/Chairmanship of Committees across all Public Companies	Member of Stakeholder Relationship Committee Member of Corporate Social Responsibility Committee	NA
Relationship with other Directors / Key Managerial Personnel	Wife of Mr. Sheikh Naseem – Chairman & Managing Director	Mr. Anilkumar Rander is not related to any Director/Key Managerial Personnel
No. of equity shares held in the Company either by self or on a beneficial basis for any other person	10,20,000 equity shares	NA
Name of listed Entities from which the Director has resigned in the last three (3) years	NA	NA
Information as required under Circular No. LIST / COMP/14/2018-19 and NSE/CML /2018/02 dated June 20, 2018 issued by the BSE and NSE, respectively.	The appointing Director is not debarred from holding office of director by virtue of any SEBI order or any other such authority.	The appointing Director is not debarred from holding office of director by virtue of any SEBI order or any other such authority.



ANNEXURE – B

ANNEXURE – B.1

**MINIMUM INFORMATION TO BE PROVIDED TO THE AUDIT COMMITTEE AND SHAREHOLDERS FOR
APPROVAL OF RELATED PARTY TRANSACTIONS**

Details of the proposed Related Party Transactions with SHERA METAL PRIVATE LIMITED

Sr. No.	Particulars	Information provided by the Management
A	Details of the related party and transactions with the related party	
A(1)	Basic details of the related party	
1	Name of the related party	SHERA METAL PRIVATE LIMITED
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Shera Metal Private Limited is the material subsidiary of the company engaged in the business of manufacturing of bus bars, tubes and all type of non-ferrous sections in various shapes and sizes through its manufacturing unit located at SP - 1-2, SKS Industrial Area, Reengus Extension, Sikar, Rajasthan
Sr. No.	Particulars	Information provided by the Management
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)	Shera Metal Private Limited is part of Promoter Group as well as subsidiary company of Shera Energy Limited
	Shareholding of the listed entity/subsidiary, whether direct or indirect, in the related party	85.55%
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	The transaction is being done with the subsidiary itself
Sr. No.	Particulars	Information provided by the Management
A(3)	Details of previous transactions with the related party	
1	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the last financial year:	
	S. No.	Category
	1.	Sales
	2.	Sale Capital Goods
	3.	Purchase
	4.	Purchase Capital Goods
	5.	Interest Received
	6.	Other - Operative Income
	7.	Operative Expenses
		Total
2	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the current financial year up to the quarter immediately preceding the quarter in which approval is sought	₹ 2785.18 lakh
3	Any default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity/subsidiary during the last financial year	No
Sr. No.	Particulars	Information provided by the Management
A(4)	Amount of the proposed transactions	
1	Amount of the proposed transactions being placed for approval before the Audit Committee / shareholders	₹ 86000 lakh
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the	Yes



	current financial year would render the proposed transaction a material RPT?	
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	52.00%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year, where applicable	148.00%
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, standalone turnover) for the immediately preceding financial year, if available	148.00%
6	Financial performance of the related party for the immediately preceding financial year	
	Particulars	Amount (in lakhs) For FY 2025-26
	Turnover	57892.24
	Profit After Tax	1124.24
	Net Worth	6391.66
Sr. No.	Particulars	Information provided by the Management
A(5)	Basic details of the proposed transaction	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Business Transaction
2	Details of each type of proposed transaction for FY 2026-27	
	S. No.	Category
	1	Sale of Goods
	2	Purchase of Goods
	3	Receiving of Services
	4	Rendering of Services
	5	Financial
	6	Others
	TOTAL	86000
Sr. No.	Particulars	Information provided by the Management
3	Tenure of the proposed transaction (tenure in number of years/months to be specified)	FY 2026-27
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is Rs. 86,000 Lakhs including GST.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPT enables seamless operational integration. Utilizing an interconnected manufacturing/service process eliminates intermediate logistics, reduces turnaround time, and ensures synchronized production schedules, directly optimizing the listed entity's operational efficiency
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	
	a. Name of the Director/KMP	Mr. Sheikh Naseem and Mrs. Shivani Sheikh (being promoters & directors in both the companies)
	b. Shareholding of the Director/KMP/partner, whether direct or indirect, in the related party	Sheikh Naseem – 12.31% and Shivani Sheikh – 2.13%
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable
9	Other information relevant for decision-making	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013



		forming part of this Notice.
Sr. No.	Particulars	Information provided by the Management
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	
B(1)	Sale / purchase / supply of goods or services or similar business transaction and trade advances	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Comparable price / Other – details
2	Basis of determination of price	Market price / Comparable transactions / Other
3	In case of trade advance proposed to be extended to the related party	
a	Amount of trade advance	Not Applicable
b	Tenure	Not Applicable
c	Whether same is self-liquidating?	Not Applicable
Sr. No.	Particulars	Information provided by the Management
B(2) to B(7)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable
C(1) to C(6)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable

ARM'S LENGTH PRICING

The proposed Related Party Transactions will be undertaken on an arm's length basis and in the ordinary course of business of the Company. The pricing of the transactions shall be determined based on prevailing market prices / comparable transactions / applicable cost-plus methodology / such other appropriate benchmarking methodology, as applicable.

The proposed Related Party Transactions have been evaluated in accordance with the Company's Related Party Transaction Policy and the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

[Where applicable: An external independent consultant/valuer has evaluated the proposed transactions and confirmed that the proposed terms meet the applicable arm's length criteria.]

Note: The above is a clean editable template based on the structure used in the Shera Energy Limited FY 2025-26 AGM Notice. Transaction-specific fields and additional B/C sections should be completed only where applicable.



ANNEXURE – B.2
MINIMUM INFORMATION TO BE PROVIDED TO THE AUDIT COMMITTEE AND SHAREHOLDERS FOR
APPROVAL OF RELATED PARTY TRANSACTIONS
Details of the proposed Related Party Transactions with RAJPUTANA INDUSTRIES LIMITED

Sr. No.	Particulars	Information provided by the Management
A	Details of the related party and transactions with the related party	
A(1)	Basic details of the related party	
1	Name of the related party	RAJPUTANA INDUSTRIES LIMITED
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Rajputana Industries Limited is the material listed subsidiary of the company engaged in the business of manufacturing diverse range of non-ferrous metal products from primarily Copper, Aluminium, Brass and various alloys from recycling of scrap metal. They procure scrap metal from open markets and convert them into billets made of metals like aluminium, copper or brass etc. through recycling.
Sr. No.	Particulars	Information provided by the Management
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)	Rajputana Industries Limited is part of Promoter Group as well as subsidiary company of Shera Energy Limited
	Shareholding of the listed entity/subsidiary, whether direct or indirect, in the related party	51.01%
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	The transaction is being done with the subsidiary itself
Sr. No.	Particulars	Information provided by the Management
A(3)	Details of previous transactions with the related party	
1	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the last financial year:	
	S. No.	Category
		Amount (in lakhs)
		FY 2025-26
	1.	Sales
	2.	Sale Capital Goods
	3.	Purchase
	4.	Purchase Capital Goods
	5.	Interest Received
	6.	Other - Operative Income
	7.	Operative Expenses
		Total
2	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the current financial year up to the quarter immediately preceding the quarter in which approval is sought	₹5757.52 lakh
3	Any default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity/subsidiary during the last financial year	No
Sr. No.	Particulars	Information provided by the Management
A(4)	Amount of the proposed transactions	



1	Amount of the proposed transactions being placed for approval before the Audit Committee / shareholders	₹81000 lakh
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	49.00%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year, where applicable	116.00%
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, standalone turnover) for the immediately preceding financial year, if available	116.00%
6	Financial performance of the related party for the immediately preceding financial year	
	Particulars	Amount (in lakhs) For FY 2025-26
	Turnover	69846.71
	Profit After Tax	1223.2
	Net Worth	7642.88
Sr. No.	Particulars	Information provided by the Management
A(5)	Basic details of the proposed transaction	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Business Transaction
2	Details of each type of proposed transaction for FY 2026-27	
	S. No.	Category
	1	Sale of Goods
	2	Purchase of Goods
	3	Receiving of Services
	4	Rendering of Services
	5	Financial
	6	Others
		TOTAL
		81000
Sr. No.	Particulars	Information provided by the Management
3	Tenure of the proposed transaction (tenure in number of years/months to be specified)	FY 2026-27
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is 81000 Lakhs including GST.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPT enables seamless operational integration. Utilizing an interconnected manufacturing/service process eliminates intermediate logistics, reduces turnaround time, and ensures synchronized production schedules, directly optimizing the listed entity's operational efficiency
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	
	a. Name of the Director/KMP	Mr. Sheikh Naseem and Mrs. Shivani Sheikh (being promoters & directors in both the companies)
	b. Shareholding of the Director/KMP/partner, whether direct or indirect, in the related party	Sheikh Naseem - NIL and Shivani Sheikh - 12.74%
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable



9	Other information relevant for decision-making	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.
Sr. No.	Particulars	Information provided by the Management
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	
B(1)	Sale / purchase / supply of goods or services or similar business transaction and trade advances	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Comparable price / Other – details
2	Basis of determination of price	Market price / Comparable transactions / Other
3	In case of trade advance proposed to be extended to the related party	
a	Amount of trade advance	Not Applicable
b	Tenure	Not Applicable
c	Whether same is self-liquidating?	Not Applicable
Sr. No.	Particulars	Information provided by the Management
B(2) to B(7)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable
C(1) to C(6)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable

ARM'S LENGTH PRICING

The proposed Related Party Transactions will be undertaken on an arm's length basis and in the ordinary course of business of the Company. The pricing of the transactions shall be determined based on prevailing market prices / comparable transactions / applicable cost-plus methodology / such other appropriate benchmarking methodology, as applicable.

The proposed Related Party Transactions have been evaluated in accordance with the Company's Related Party Transaction Policy and the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

[Where applicable: An external independent consultant/valuer has evaluated the proposed transactions and confirmed that the proposed terms meet the applicable arm's length criteria.]

Note: The above is a clean editable template based on the structure used in the Shera Energy Limited FY 2025-26 AGM Notice. Transaction-specific fields and additional B/C sections should be completed only where applicable.



ANNEXURE – B.3
MINIMUM INFORMATION TO BE PROVIDED TO THE AUDIT COMMITTEE AND SHAREHOLDERS FOR
APPROVAL OF RELATED PARTY TRANSACTIONS
Details of the proposed Related Party Transactions with SHERA ZAMBIA LIMITED

Sr. No.	Particulars	Information provided by the Management
A	Details of the related party and transactions with the related party	
A(1)	Basic details of the related party	
1	Name of the related party	Shera Zambia Limited
2	Country of incorporation of the related party	Zambia
3	Nature of business of the related party	The company is engaged in the business of manufacturing of electronic and electric wire and cables, wholesale of waste and scrap metal, retail of electronic household appliances, casting of non-ferrous metals and mining and quarrying n.e.c copper concentrates, blister copper, anodes, cathodes and its products.
Sr. No.	Particulars	Information provided by the Management
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)	Shera Zambia Limited is part of Promoter Group as well as subsidiary company of SHERA Energy Limited
	Shareholding of the listed entity/subsidiary, whether direct or indirect, in the related party	99.50%
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	The transaction is being done with the subsidiary itself
Sr. No.	Particulars	Information provided by the Management
A(3)	Details of previous transactions with the related party	
1	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the last financial year:	
	S. No.	Amount (in lakhs) FY 2025-26
	1. Interest Received	326.82
	Total	326.82
2	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the current financial year up to the quarter immediately preceding the quarter in which approval is sought	₹128.92 lakh
3	Any default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity/subsidiary during the last financial year	No
Sr. No.	Particulars	Information provided by the Management
A(4)	Amount of the proposed transactions	
1	Amount of the proposed transactions being placed for approval before the Audit Committee / shareholders	₹62,500 lakh
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes



3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	38.00%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year, where applicable	58807.00%
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, standalone turnover) for the immediately preceding financial year, if available	58807.00%
6	Financial performance of the related party for the immediately preceding financial year	
	Particulars	Amount (in lakhs) For FY 2025-26
	Turnover	106.28
	Profit After Tax	272.51
	Net Worth	1118.59
Sr. No.	Particulars	Information provided by the Management
A(5)	Basic details of the proposed transaction	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Business Transaction
2	Details of each type of proposed transaction for FY 2026-27	
	S. No.	Category
	1	Sale of Goods
	2	Purchase of Goods
	3	Interest Receivable
	TOTAL	62,500
Sr. No.	Particulars	Information provided by the Management
3	Tenure of the proposed transaction (tenure in number of years/months to be specified)	FY 2026-27
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is Rs. 62,500 Lakhs including GST.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPT enables seamless operational integration. Utilizing an interconnected manufacturing/service process eliminates intermediate logistics, reduces turnaround time, and ensures synchronized production schedules, directly optimizing the listed entity's operational efficiency
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	
	a. Name of the Director/KMP	Mr. Sheikh Naseem (being promoters & directors in both the companies)
	b. Shareholding of the Director/KMP/partner, whether direct or indirect, in the related party	0.25%
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable
9	Other information relevant for decision-making	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.
Sr. No.	Particulars	Information provided by the Management
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	
B(1)	Sale / purchase / supply of goods or services or similar business transaction and trade advances	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Comparable price / Other – details
2	Basis of determination of price	Market price / Comparable transactions / Other
3	In case of trade advance proposed to be extended to the related party	
a	Amount of trade advance	Not Applicable
b	Tenure	Not Applicable
c	Whether same is self-liquidating?	Not Applicable
Sr. No.	Particulars	Information provided by the Management
B(2) to B(7)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable
C(1) to C(6)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable

ARM'S LENGTH PRICING

The proposed Related Party Transactions will be undertaken on an arm's length basis and in the ordinary course of business of the Company. The pricing of the transactions shall be determined based on prevailing market prices / comparable transactions / applicable cost-plus methodology / such other appropriate benchmarking methodology, as applicable.

The proposed Related Party Transactions have been evaluated in accordance with the Company's Related Party Transaction Policy and the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

[Where applicable: An external independent consultant/valuer has evaluated the proposed transactions and confirmed that the proposed terms meet the applicable arm's length criteria.]

Note: The above is a clean editable template based on the structure used in the Shera Energy Limited FY 2025-26 AGM Notice. Transaction-specific fields and additional B/C sections should be completed only where applicable.



ANNEXURE – B.4
MINIMUM INFORMATION TO BE PROVIDED TO THE AUDIT COMMITTEE AND SHAREHOLDERS FOR
APPROVAL OF RELATED PARTY TRANSACTIONS
Details of the proposed Related Party Transactions with
Shree Khatu Shyamji Metal Industries Private Limited

Sr. No.	Particulars	Information provided by the Management
A	Details of the related party and transactions with the related party	
A(1)	Basic details of the related party	
1	Name of the related party	Shree Khatu Shyamji Metal Industries Private Limited
2	Country of incorporation of the related party	India
3	Nature of business of the related party	The Company is engaged in the business of manufacturing of non-ferrous metals
Sr. No.	Particulars	Information provided by the Management
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)	Shree Khatu Shyamji Metal Industries Private Limited is part of Promoter Group of Shera Energy Limited
	Shareholding of the listed entity/subsidiary, whether direct or indirect, in the related party	NIL
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	NIL
Sr. No.	Particulars	Information provided by the Management
A(3)	Details of previous transactions with the related party	
1	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the last financial year:	
	S. No.	Category
	1.	Sales
	2.	Purchase
		Total
		Amount (in lakhs) FY 2025-26
		4327.78
		103.29
		4431.07
2	Total amount of all transactions undertaken by the listed entity with the related party during the current financial year up to the quarter immediately preceding the quarter in which approval is sought	₹669.66 lakh
3	Any default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity/subsidiary during the last financial year	No
Sr. No.	Particulars	Information provided by the Management
A(4)	Amount of the proposed transactions	
1	Amount of the proposed transactions being placed for approval before the Audit Committee / shareholders	₹11,000 lakh
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	6.68%



4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year, where applicable	221.00%
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, standalone turnover) for the immediately preceding financial year, if available	221.00%
6	Financial performance of the related party for the immediately preceding financial year: Accounts of the Related party for the preceding financial year i.e. 2025-26 is not yet finalized based on the RPT done in the Financial year we have taken the proposed transactions.	
Sr. No.	Particulars	Information provided by the Management
A(5)	Basic details of the proposed transaction	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Business Transaction
2	Details of each type of proposed transaction for FY 2026-27	
	S. No.	Category
	1	Sale of Goods
	2	Purchase of Goods
	3	Interest Receivable
		TOTAL
		Amount (INR lakhs)
		10000
		1000
		--
		11,000
Sr. No.	Particulars	Information provided by the Management
3	Tenure of the proposed transaction (tenure in number of years/months to be specified)	FY 2026-27
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is Rs. 11,000 Lakhs including GST.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPT enables seamless operational integration. Utilizing an interconnected manufacturing/service process eliminates intermediate logistics, reduces turnaround time, and ensures synchronized production schedules, directly optimizing the listed entity's operational efficiency
7	Details of the promoter(s)/director(s)/Key Managerial Personnel of the listed entity who have interest in the transaction, whether directly or indirectly	NONE
	a. Name of the Director/KMP	NA
	b. Shareholding of the Director/KMP/partner, whether direct or indirect, in the related party	NA
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable
9	Other information relevant for decision-making	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.
Sr. No.	Particulars	Information provided by the Management
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	
B(1)	Sale / purchase / supply of goods or services or similar business transaction and trade advances	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Comparable price / Other – details
2	Basis of determination of price	Market price / Comparable transactions / Other



3	In case of trade advance proposed to be extended to the related party	
a	Amount of trade advance	Not Applicable
b	Tenure	Not Applicable
c	Whether same is self-liquidating?	Not Applicable
Sr. No.	Particulars	Information provided by the Management
B(2) to B(7)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable
C(1) to C(6)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable

ARM'S LENGTH PRICING

The proposed Related Party Transactions will be undertaken on an arm's length basis and in the ordinary course of business of the Company. The pricing of the transactions shall be determined based on prevailing market prices / comparable transactions / applicable cost-plus methodology / such other appropriate benchmarking methodology, as applicable.

The proposed Related Party Transactions have been evaluated in accordance with the Company's Related Party Transaction Policy and the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

[Where applicable: An external independent consultant/valuer has evaluated the proposed transactions and confirmed that the proposed terms meet the applicable arm's length criteria.]

Note: The above is a clean editable template based on the structure used in the Shera Energy Limited FY 2025-26 AGM Notice. Transaction-specific fields and additional B/C sections should be completed only where applicable.



ANNEXURE – B.5
MINIMUM INFORMATION TO BE PROVIDED TO THE AUDIT COMMITTEE AND SHAREHOLDERS FOR
APPROVAL OF RELATED PARTY TRANSACTIONS
Details of the proposed Related Party Transactions with Shera Metals & Engineers

Sr. No.	Particulars	Information provided by the Management
A	Details of the related party and transactions with the related party	
A(1)	Basic details of the related party	
1	Name of the related party	Shera Metals & Engineers
2	Country of incorporation of the related party	India
3	Nature of business of the related party	The company is engaged in the business of trading of varnish and other products
Sr. No.	Particulars	Information provided by the Management
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)	Proprietorship of Mr. Sheikh Naseem Director and KMP of the Company
	Shareholding of the listed entity/subsidiary, whether direct or indirect, in the related party	NIL
	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).	Sole Proprietorship
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	31.46%
Sr. No.	Particulars	Information provided by the Management
A(3)	Details of previous transactions with the related party	
1	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the last financial year:	
	S. No.	Category
	1.	Other –operative income
		Total
2	Amount (in lakhs) FY 2025-26	
		184.05
		184.05
2	Total amount of all transactions undertaken by the listed entity with the related party during the current financial year up to the quarter immediately preceding the quarter in which approval is sought	₹58.50 lakh
3	Any default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity/subsidiary during the last financial year	No
Sr. No.	Particulars	Information provided by the Management
A(4)	Amount of the proposed transactions	
1	Amount of the proposed transactions being placed for approval before the Audit Committee / shareholders	₹6,000 lakh
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	3.64%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year, where applicable	680.00%



5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, standalone turnover) for the immediately preceding financial year, if available	680.00%															
6	Financial performance of the related party for the immediately preceding financial year: Accounts of the Related party for the preceding financial year i.e. 2025-26 is not yet finalized based on the RPT done in the Financial year we have taken the proposed transactions.																
Sr. No.	Particulars	Information provided by the Management															
A(5)	Basic details of the proposed transaction																
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Business Transaction															
2	Details of each type of proposed transaction for FY 2026-27																
	<table border="1"> <thead> <tr> <th>S. No.</th><th>Category</th><th>Amount (INR lakhs)</th></tr> </thead> <tbody> <tr> <td>1</td><td>Sale of Goods</td><td>2,500</td></tr> <tr> <td>2</td><td>Purchase of Goods</td><td>2,500</td></tr> <tr> <td>3</td><td>Rendering of Services</td><td>1,000</td></tr> <tr> <td></td><td>TOTAL</td><td>6,000</td></tr> </tbody> </table>	S. No.	Category	Amount (INR lakhs)	1	Sale of Goods	2,500	2	Purchase of Goods	2,500	3	Rendering of Services	1,000		TOTAL	6,000	
S. No.	Category	Amount (INR lakhs)															
1	Sale of Goods	2,500															
2	Purchase of Goods	2,500															
3	Rendering of Services	1,000															
	TOTAL	6,000															
Sr. No.	Particulars	Information provided by the Management															
3	Tenure of the proposed transaction (tenure in number of years/months to be specified)	FY 2026-27															
4	Whether omnibus approval is being sought?	Yes															
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is Rs. 6,000 Lakhs including GST.															
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPT enables seamless operational integration. Utilizing an interconnected manufacturing/service process eliminates intermediate logistics, reduces turnaround time, and ensures synchronized production schedules, directly optimizing the listed entity's operational efficiency															
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																
	a. Name of the Director/KMP	Mr. Sheikh Naseem (being promoters & directors in listed entity)															
	b. Shareholding of the Director/KMP/partner, whether direct or indirect, in the related party	100.00%															
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable															
9	Other information relevant for decision-making	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.															
Sr. No.	Particulars	Information provided by the Management															
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																
B(1)	Sale / purchase / supply of goods or services or similar business transaction and trade advances																
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Comparable price / Other – details															
2	Basis of determination of price	Market price / Comparable transactions / Other															
3	In case of trade advance proposed to be extended to the related party																



a	Amount of trade advance	Not Applicable
b	Tenure	Not Applicable
c	Whether same is self-liquidating?	Not Applicable
Sr. No.	Particulars	Information provided by the Management
B(2) to B(7)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable
C(1) to C(6)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable

ARM'S LENGTH PRICING

The proposed Related Party Transactions will be undertaken on an arm's length basis and in the ordinary course of business of the Company. The pricing of the transactions shall be determined based on prevailing market prices / comparable transactions / applicable cost-plus methodology / such other appropriate benchmarking methodology, as applicable.

The proposed Related Party Transactions have been evaluated in accordance with the Company's Related Party Transaction Policy and the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

[Where applicable: An external independent consultant/valuer has evaluated the proposed transactions and confirmed that the proposed terms meet the applicable arm's length criteria.]

Note: The above is a clean editable template based on the structure used in the Shera Energy Limited FY 2025-26 AGM Notice. Transaction-specific fields and additional B/C sections should be completed only where applicable.



ANNEXURE – B.6
MINIMUM INFORMATION TO BE PROVIDED TO THE AUDIT COMMITTEE AND SHAREHOLDERS FOR
APPROVAL OF RELATED PARTY TRANSACTIONS
Details of the proposed Related Party Transactions with SS Structure

Sr. No.	Particulars	Information provided by the Management
A	Details of the related party and transactions with the related party	
A(1)	Basic details of the related party	
1	Name of the related party	SS Structure
2	Country of incorporation of the related party	India
3	Nature of business of the related party	The Company is engaged in the business of trading of Non-ferrous metals
Sr. No.	Particulars	Information provided by the Management
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)	Proprietorship of Director and KMP of the Company
	Shareholding of the listed entity/subsidiary, whether direct or indirect, in the related party	NIL
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	4.17%
Sr. No.	Particulars	Information provided by the Management
A(3)	Details of previous transactions with the related party	
1	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the last financial year:	
	S. No.	Category
		Amount (in lakhs) FY 2025-26
	1.	Sales
	2.	Purchase
		Total
2	Total amount of all transactions undertaken by the listed entity with the related party during the current financial year up to the quarter immediately preceding the quarter in which approval is sought	₹995.19 lakh
3	Any default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity/subsidiary during the last financial year	No
Sr. No.	Particulars	Information provided by the Management
A(4)	Amount of the proposed transactions	
1	Amount of the proposed transactions being placed for approval before the Audit Committee / shareholders	₹11,000 lakh
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	6.68%
4	Value of the proposed transactions as a percentage of	217.00%



	subsidiary's annual standalone turnover for the immediately preceding financial year, where applicable	
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, standalone turnover) for the immediately preceding financial year, if available	217.00%
6	Financial performance of the related party for the immediately preceding financial year: Accounts of the Related party for the preceding financial year i.e. 2025-26 is not yet finalized based on the RPT done in the Financial year we have taken the proposed transactions.	
Sr. No.	Particulars	Information provided by the Management
A(5)	Basic details of the proposed transaction	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Business Transaction
2	Details of each type of proposed transaction for FY 2026-27	
	S. No.	Category
	1	Sale of Goods
	2	Purchase of Goods
		Amount (INR lakhs)
		10000
		1000
		TOTAL
		11,000
Sr. No.	Particulars	Information provided by the Management
3	Tenure of the proposed transaction (tenure in number of years/months to be specified)	FY 2026-27
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is Rs. 11,000 Lakhs including GST.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPT enables seamless operational integration. Utilizing an interconnected manufacturing/service process eliminates intermediate logistics, reduces turnaround time, and ensures synchronized production schedules, directly optimizing the listed entity's operational efficiency
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	
	a. Name of the Director/KMP	Shivani Sheikh, Whole-time Director
	b. Shareholding of the Director/KMP/partner, whether direct or indirect, in the related party	100.00%
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable
9	Other information relevant for decision-making	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.
Sr. No.	Particulars	Information provided by the Management
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	
B(1)	Sale / purchase / supply of goods or services or similar business transaction and trade advances	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Comparable price / Other – details
2	Basis of determination of price	Market price / Comparable transactions / Other
3	In case of trade advance proposed to be extended to the related party	



a	Amount of trade advance	Not Applicable
b	Tenure	Not Applicable
c	Whether same is self-liquidating?	Not Applicable
Sr. No.	Particulars	Information provided by the Management
B(2) to B(7)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable
C(1) to C(6)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable

ARM'S LENGTH PRICING

The proposed Related Party Transactions will be undertaken on an arm's length basis and in the ordinary course of business of the Company. The pricing of the transactions shall be determined based on prevailing market prices / comparable transactions / applicable cost-plus methodology / such other appropriate benchmarking methodology, as applicable.

The proposed Related Party Transactions have been evaluated in accordance with the Company's Related Party Transaction Policy and the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

[Where applicable: An external independent consultant/valuer has evaluated the proposed transactions and confirmed that the proposed terms meet the applicable arm's length criteria.]

Note: The above is a clean editable template based on the structure used in the Shera Energy Limited FY 2025-26 AGM Notice. Transaction-specific fields and additional B/C sections should be completed only where applicable.



ANNEXURE - C.1

MINIMUM INFORMATION TO BE PROVIDED TO THE AUDIT COMMITTEE AND SHAREHOLDERS FOR APPROVAL OF RELATED PARTY TRANSACTIONS OF SUBSIDIARY RAJPUTANA INDUSTRIES LIMITED
Details of the proposed Related Party Transactions with SHERA ENERGY LIMITED

Sr. No.	Particulars	Information provided by the Management
A	Details of the related party and transactions with the related party	
A(1)	Basic details of the related party	
1	Name of the related party	SHERA ENERGY LIMITED
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Shera Energy Limited is the holding company of the company engaged in the business of manufacturing of winding wires and strips made of non-ferrous metals primarily Copper and Aluminium. Company also manufactures wire rods, wires and tubes of Copper and Brass. These wires, tubes and rods are manufactured in various shapes and sizes as per the requirement of the customers and / or demand in the market. Our product range includes paper covered wires, enamel and fibre covered wires, round wires, rectangular wires, bunched wires, tubes, rods, strips, etc.
Sr. No.	Particulars	Information provided by the Management
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)	Shera Energy Limited is Promoter as well as holding company of Rajputana Industries Limited
	Shareholding of the listed entity/subsidiary, whether direct or indirect, in the related party	NIL
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	51.01%
Sr. No.	Particulars	Information provided by the Management
A(3)	Details of previous transactions with the related party	
1	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the last financial year:	
	S. No.	Category
		Amount (in lakhs) FY 2025-26
	1.	Sales
	2.	Sales of Capital Goods
	3.	Purchase
	4.	Purchase Capital Goods
	5.	Other - Operative Income
	6.	Operative Expenses
		Total
2	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the current financial year up to the quarter immediately preceding the quarter in which approval is sought	₹ 5757.52 lakh
3	Any default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity/subsidiary during the last financial year	No



Sr. No.	Particulars	Information provided by the Management
A(4)	Amount of the proposed transactions	
1	Amount of the proposed transactions being placed for approval before the Audit Committee / shareholders	₹61000 lakh
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	87.00%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year, where applicable	NA
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, standalone turnover) for the immediately preceding financial year, if available	58.00%
6	Financial performance of the related party for the immediately preceding financial year	
	Particulars	Amount (in lakhs) For FY 2025-26
	Turnover	104819.17
	Profit After Tax	1484.98
	Net Worth	14211.89
Sr. No.	Particulars	Information provided by the Management
A(5)	Basic details of the proposed transaction	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Business Transaction
2	Details of each type of proposed transaction for FY 2026-27	
	S. No.	Category
	1	Sale of Goods
	2	Purchase of Goods
	3	Receiving of Services
	4	Rendering of Services
	5	Financial
	6	Others
2	TOTAL	61000
Sr. No.	Particulars	Information provided by the Management
3	Tenure of the proposed transaction (tenure in number of years/months to be specified)	FY 2026-27
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is Rs. 61,000 Lakh including GST.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPT enables seamless operational integration. Utilizing an interconnected manufacturing/service process eliminates intermediate logistics, reduces turnaround time, and ensures synchronized production schedules, directly optimizing the listed entity's operational efficiency
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	
	a. Name of the Director/KMP	Mr. Sheikh Naseem and Mrs. Shivani Sheikh (being promoters & directors in both the companies)
	b. Shareholding of the Director/KMP/partner, whether direct or indirect, in the related party	Sheikh Naseem – 31.46 % and Shivani Sheikh – 4.17%



8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable
9	Other information relevant for decision-making	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.
Sr. No.	Particulars	Information provided by the Management
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	
B(1)	Sale / purchase / supply of goods or services or similar business transaction and trade advances	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Comparable price / Other – details
2	Basis of determination of price	Market price / Comparable transactions / Other
3	In case of trade advance proposed to be extended to the related party	
a	Amount of trade advance	Not Applicable
b	Tenure	Not Applicable
c	Whether same is self-liquidating?	Not Applicable
Sr. No.	Particulars	Information provided by the Management
B(2) to B(7)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable
C(1) to C(6)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable

ARM'S LENGTH PRICING

The proposed Related Party Transactions will be undertaken on an arm's length basis and in the ordinary course of business of the Company. The pricing of the transactions shall be determined based on prevailing market prices / comparable transactions / applicable cost-plus methodology / such other appropriate benchmarking methodology, as applicable.

The proposed Related Party Transactions have been evaluated in accordance with the Company's Related Party Transaction Policy and the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

[Where applicable: An external independent consultant/valuer has evaluated the proposed transactions and confirmed that the proposed terms meet the applicable arm's length criteria.]



ANNEXURE – C.2

MINIMUM INFORMATION TO BE PROVIDED TO THE AUDIT COMMITTEE AND SHAREHOLDERS FOR APPROVAL OF RELATED PARTY TRANSACTIONS OF SUBSIDIARY RAJPUTANA INDUSTRIES LIMITED
Details of the proposed Related Party Transactions with SHERA METAL PRIVATE LIMITED

Sr. No.	Particulars	Information provided by the Management
A	Details of the related party and transactions with the related party	
A(1)	Basic details of the related party	
1	Name of the related party	SHERA METAL PRIVATE LIMITED
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Shera Metal Private Limited is engaged in the business of manufacturing diverse range of wires coated and uncoated, all type of wire products made from wire aluminum conductors, cable manufacturing, aluminum & copper wire rods, ingot, ferrous and non-ferrous alloys & metals, aluminum, copper, aluminum sheet, copper and aluminum winding wires and bus bars, copper and aluminum tubes and flats, PCC poles, transformers, transformer parts and all kinds and descriptions used in generation, distribution and transmission of electricity, electrical and engineering goods.
Sr. No.	Particulars	Information provided by the Management
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)	Entities having common directors and Promoters
	Shareholding of the listed entity/subsidiary, whether direct or indirect, in the related party	NIL
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	NIL
Sr. No.	Particulars	Information provided by the Management
A(3)	Details of previous transactions with the related party	
1	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the last financial year:	
	S. No.	Category
	1.	Sales
	2.	Sale Capital Goods
	3.	Purchase
	4.	Purchase Capital Goods
	5.	Other - Operative Income
	6.	Operative Expenses
	7.	Total
		Amount (in lakhs) FY 2025-26
		25043.33
		207.00
		12142.41
		0.00
		561.47
		227.91
		38182.12
2	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the current financial year up to the quarter immediately preceding the quarter in which approval is sought	₹10,895 lakh
3	Any default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity/subsidiary during the last financial year	No



Sr. No.	Particulars	Information provided by the Management
A(4)	Amount of the proposed transactions	
1	Amount of the proposed transactions being placed for approval before the Audit Committee / shareholders	₹ 110000 lakh
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	157.00 %
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year, where applicable	NA
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, standalone turnover) for the immediately preceding financial year, if available	190.00%
6	Financial performance of the related party for the immediately preceding financial year	
	Particulars	Amount (in lakhs) For FY 2025-26
	Turnover	57892.24
	Profit After Tax	1124.24
	Net Worth	6391.66
Sr. No.	Particulars	Information provided by the Management
A(5)	Basic details of the proposed transaction	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Business Transaction
2	Details of each type of proposed transaction for FY 2026-27	
	S. No.	Category
	1	Sale of Goods
	2	Purchase of Goods
	3	Receiving of Services
	4	Rendering of Services
	5	Financial
	6	Others
		TOTAL
		110000
Sr. No.	Particulars	Information provided by the Management
3	Tenure of the proposed transaction (tenure in number of years/months to be specified)	FY 2026-27
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is INR 1,10,000 lakhs including GST.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPT enables seamless operational integration. Utilizing an interconnected manufacturing/service process eliminates intermediate logistics, reduces turnaround time, and ensures synchronized production schedules, directly optimizing the listed entity's operational efficiency
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	
	a. Name of the Director/KMP	Mr. Sheikh Naseem Whole-time Director of the Company also is a whole-time Director in Shera Metal



		Private Limited Mrs. Shivani Sheikh Chairman & MD of the company also act as Executive director in SHERA Metal Private Limited
	b. Shareholding of the Director/KMP/partner, whether direct or indirect, in the related party	Sheikh Naseem – 12.31% and Shivani Sheikh – 2.13%
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable
9	Other information relevant for decision-making	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.
Sr. No.	Particulars	Information provided by the Management
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	
B(1)	Sale / purchase / supply of goods or services or similar business transaction and trade advances	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Comparable price / Other – details
2	Basis of determination of price	Market price / Comparable transactions / Other
3	In case of trade advance proposed to be extended to the related party	
a	Amount of trade advance	Not Applicable
b	Tenure	Not Applicable
c	Whether same is self-liquidating?	Not Applicable
Sr. No.	Particulars	Information provided by the Management
B(2) to B(7)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable
C(1) to C(6)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable

ARM'S LENGTH PRICING

The proposed Related Party Transactions will be undertaken on an arm's length basis and in the ordinary course of business of the Company. The pricing of the transactions shall be determined based on prevailing market prices / comparable transactions / applicable cost-plus methodology / such other appropriate benchmarking methodology, as applicable.

The proposed Related Party Transactions have been evaluated in accordance with the Company's Related Party Transaction Policy and the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

[Where applicable: An external independent consultant/valuer has evaluated the proposed transactions and confirmed that the proposed terms meet the applicable arm's length criteria.]



ANNEXURE – C.3

MINIMUM INFORMATION TO BE PROVIDED TO THE AUDIT COMMITTEE AND SHAREHOLDERS FOR APPROVAL OF RELATED PARTY TRANSACTIONS OF SUBSIDIARY RAJPUTANA INDUSTRIES LIMITED
Details of the proposed Related Party Transactions with SHERA ZAMBIA LIMITED

Sr. No.	Particulars	Information provided by the Management
A	Details of the related party and transactions with the related party	
A(1)	Basic details of the related party	
1	Name of the related party	Shera Zambia Limited
2	Country of incorporation of the related party	Zambia
3	Nature of business of the related party	The company is engaged in the business of manufacturing of electronic and electric wire and cables, wholesale of waste and scrap metal, retail of electronic household appliances, casting of non ferrous metals and mining and quarrying n.e.c copper concentrates, blister copper, anodes, cathodes and its products.
Sr. No.	Particulars	Information provided by the Management
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)	Shera Energy Limited is promoter in both Rajputana Industries Limited and Shera Zambia Limited Mr. Sheikh Naseem is the common director in both the companies
	Shareholding of the listed entity/subsidiary, whether direct or indirect, in the related party	NIL
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	NIL
Sr. No.	Particulars	Information provided by the Management
A(3)	Details of previous transactions with the related party	
1	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the last financial year: NIL	
2	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the current financial year up to the quarter immediately preceding the quarter in which approval is sought	NIL
3	Any default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity/subsidiary during the last financial year	No
Sr. No.	Particulars	Information provided by the Management
A(4)	Amount of the proposed transactions	
1	Amount of the proposed transactions being placed for approval before the Audit Committee / shareholders	₹ 12,500 lakh
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the	18.00%



	listed entity's annual consolidated turnover for the immediately preceding financial year	
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year, where applicable	NA
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, standalone turnover) for the immediately preceding financial year, if available	11761.00%
6	Financial performance of the related party for the immediately preceding financial year	
	Particulars	Amount (in lakhs) For FY 2025-26
	Turnover	106.28
	Profit After Tax	272.51
	Net Worth	1118.591
Sr. No.	Particulars	Information provided by the Management
A(5)	Basic details of the proposed transaction	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Business Transaction
2	Details of each type of proposed transaction for FY 2026-27	
	S. No.	Category
	1	Sale of Goods
	2	Purchase of Goods
	TOTAL	12,500
Sr. No.	Particulars	Information provided by the Management
3	Tenure of the proposed transaction (tenure in number of years/months to be specified)	FY 2026-27
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is INR 12,500 Lakhs including GST.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPT enables seamless operational integration. Utilizing an interconnected manufacturing/service process eliminates intermediate logistics, reduces turnaround time, and ensures synchronized production schedules, directly optimizing the listed entity's operational efficiency
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	Shera Energy Limited is promoter in both Rajputana Industries Limited and Shera Zambia Limited Mr. Sheikh Naseem is the common director in both the companies
	a. Name of the Director/KMP	Mr. Sheikh Naseem
	b. Shareholding of the Director/KMP/partner, whether direct or indirect, in the related party	0.25%
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable
9	Other information relevant for decision-making	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.
Sr.	Particulars	Information provided by the



No.		Management
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	
B(1)	Sale / purchase / supply of goods or services or similar business transaction and trade advances	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Comparable price / Other – details
2	Basis of determination of price	Market price / Comparable transactions / Other
3	In case of trade advance proposed to be extended to the related party	
a	Amount of trade advance	Not Applicable
b	Tenure	Not Applicable
c	Whether same is self-liquidating?	Not Applicable
Sr. No.	Particulars	Information provided by the Management
B(2) to B(7)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable
C(1) to C(6)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable

ARM'S LENGTH PRICING

The proposed Related Party Transactions will be undertaken on an arm's length basis and in the ordinary course of business of the Company. The pricing of the transactions shall be determined based on prevailing market prices / comparable transactions / applicable cost-plus methodology / such other appropriate benchmarking methodology, as applicable.

The proposed Related Party Transactions have been evaluated in accordance with the Company's Related Party Transaction Policy and the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

[Where applicable: An external independent consultant/valuer has evaluated the proposed transactions and confirmed that the proposed terms meet the applicable arm's length criteria.]



ANNEXURE – C.4

MINIMUM INFORMATION TO BE PROVIDED TO THE AUDIT COMMITTEE AND SHAREHOLDERS FOR APPROVAL OF RELATED PARTY TRANSACTIONS OF SUBSIDIARY RAJPUTANA INDUSTRIES LIMITED

**Details of the proposed Related Party Transactions with
Shree Khatu Shyamji Metal Industries Private Limited**

Sr. No.	Particulars	Information provided by the Management
A	Details of the related party and transactions with the related party	
A(1)	Basic details of the related party	
1	Name of the related party	Shree Khatu Shyamji Metal Industries Private Limited
2	Country of incorporation of the related party	India
3	Nature of business of the related party	The Company is engaged in the business of manufacturing of non-ferrous metals
Sr. No.	Particulars	Information provided by the Management
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)	Shree Khatu Shyamji Metal Industries Private Limited is part of Promoter Group of Rajputana Industries Limited
	Shareholding of the listed entity/subsidiary, whether direct or indirect, in the related party	NIL
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	2.33%
Sr. No.	Particulars	Information provided by the Management
A(3)	Details of previous transactions with the related party	
1	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the last financial year:	
	S. No.	Category
	1.	Sales
	Total	
2	Total amount of all transactions undertaken by the listed entity with the related party during the current financial year up to the quarter immediately preceding the quarter in which approval is sought	₹40.15 lakh
3	Any default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity/subsidiary during the last financial year	No
Sr. No.	Particulars	Information provided by the Management
A(4)	Amount of the proposed transactions	
1	Amount of the proposed transactions being placed for approval before the Audit Committee / shareholders	₹5100 lakh
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	7.30%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately	NA



	preceding financial year, where applicable													
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, standalone turnover) for the immediately preceding financial year, if available	NA												
6	Financial performance of the related party for the immediately preceding financial year: Accounts of the Related party for the preceding financial year i.e. 2025-26 is not yet finalized based on the RPT done in the Financial year we have taken the proposed transactions.													
Sr. No.	Particulars	Information provided by the Management												
A(5)	Basic details of the proposed transaction													
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Business Transaction												
2	Details of each type of proposed transaction for FY 2026-27													
	<table border="1"> <thead> <tr> <th>S. No.</th><th>Category</th><th>Amount (INR lakhs)</th></tr> </thead> <tbody> <tr> <td>1</td><td>Sale of Goods</td><td>5000</td></tr> <tr> <td>2</td><td>Purchase of Goods</td><td>100</td></tr> <tr> <td></td><td>TOTAL</td><td>5,100</td></tr> </tbody> </table>	S. No.	Category	Amount (INR lakhs)	1	Sale of Goods	5000	2	Purchase of Goods	100		TOTAL	5,100	
S. No.	Category	Amount (INR lakhs)												
1	Sale of Goods	5000												
2	Purchase of Goods	100												
	TOTAL	5,100												
Sr. No.	Particulars	Information provided by the Management												
3	Tenure of the proposed transaction (tenure in number of years/months to be specified)	FY 2026-27												
4	Whether omnibus approval is being sought?	Yes												
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is Rs. 5,100 Lakhs including GST.												
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPT enables seamless operational integration. Utilizing an interconnected manufacturing/service process eliminates intermediate logistics, reduces turnaround time, and ensures synchronized production schedules, directly optimizing the listed entity's operational efficiency												
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													
	a. Name of the Director/KMP	NA												
	b. Shareholding of the Director/KMP/partner, whether direct or indirect, in the related party	NA												
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable												
9	Other information relevant for decision-making	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.												
Sr. No.	Particulars	Information provided by the Management												
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													
B(1)	Sale / purchase / supply of goods or services or similar business transaction and trade advances													
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Comparable price / Other – details												
2	Basis of determination of price	Market price / Comparable transactions / Other												
3	In case of trade advance proposed to be extended to the related party													
a	Amount of trade advance	Not Applicable												
b	Tenure	Not Applicable												



c	Whether same is self-liquidating?	Not Applicable
Sr. No.	Particulars	Information provided by the Management
B(2) to B(7)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable
C(1) to C(6)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable

ARM'S LENGTH PRICING

The proposed Related Party Transactions will be undertaken on an arm's length basis and in the ordinary course of business of the Company. The pricing of the transactions shall be determined based on prevailing market prices / comparable transactions / applicable cost-plus methodology / such other appropriate benchmarking methodology, as applicable.

The proposed Related Party Transactions have been evaluated in accordance with the Company's Related Party Transaction Policy and the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

[Where applicable: An external independent consultant/valuer has evaluated the proposed transactions and confirmed that the proposed terms meet the applicable arm's length criteria.]



ANNEXURE – C.5

MINIMUM INFORMATION TO BE PROVIDED TO THE AUDIT COMMITTEE AND SHAREHOLDERS FOR APPROVAL OF RELATED PARTY TRANSACTIONS OF SUBSIDIARY RAJPUTANA INDUSTRIES LIMITED
Details of the proposed Related Party Transactions with Shera Metals & Engineers

Sr. No.	Particulars	Information provided by the Management
A	Details of the related party and transactions with the related party	
A(1)	Basic details of the related party	
1	Name of the related party	Shera Metals & Engineers
2	Country of incorporation of the related party	India
3	Nature of business of the related party	The company is engaged in the business of trading of varnish and other products
Sr. No.	Particulars	Information provided by the Management
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)	Proprietorship of Director and KMP of the Company Mr. Sheikh Naseem
	Shareholding of the listed entity/subsidiary, whether direct or indirect, in the related party	NIL
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	NIL
Sr. No.	Particulars	Information provided by the Management
A(3)	Details of previous transactions with the related party	
1	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the last financial year:	
	S. No.	Category
	1.	Other –operative income
	Total	
2	Total amount of all transactions undertaken by the listed entity with the related party during the current financial year up to the quarter immediately preceding the quarter in which approval is sought	₹15.60 lakh
3	Any default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity/subsidiary during the last financial year	No
Sr. No.	Particulars	Information provided by the Management
A(4)	Amount of the proposed transactions	
1	Amount of the proposed transactions being placed for approval before the Audit Committee / shareholders	₹10,300 lakh
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	14.75%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year, where applicable	NA



5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, standalone turnover) for the immediately preceding financial year, if available	NA															
6	Financial performance of the related party for the immediately preceding financial year: Accounts of the Related party for the preceding financial year i.e. 2025-26 is not yet finalized based on the RPT done in the Financial year we have taken the proposed transactions.																
Sr. No.	Particulars	Information provided by the Management															
A(5)	Basic details of the proposed transaction																
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Business Transaction															
2	Details of each type of proposed transaction for FY 2026-27																
	<table border="1"> <thead> <tr> <th>S. No.</th><th>Category</th><th>Amount (INR lakhs)</th></tr> </thead> <tbody> <tr> <td>1</td><td>Sale of Goods</td><td>5000</td></tr> <tr> <td>2</td><td>Purchase of Goods</td><td>5000</td></tr> <tr> <td>3</td><td>Rendering of services</td><td>100</td></tr> <tr> <td></td><td>TOTAL</td><td>10,100</td></tr> </tbody> </table>	S. No.	Category	Amount (INR lakhs)	1	Sale of Goods	5000	2	Purchase of Goods	5000	3	Rendering of services	100		TOTAL	10,100	
S. No.	Category	Amount (INR lakhs)															
1	Sale of Goods	5000															
2	Purchase of Goods	5000															
3	Rendering of services	100															
	TOTAL	10,100															
Sr. No.	Particulars	Information provided by the Management															
3	Tenure of the proposed transaction (tenure in number of years/months to be specified)	FY 2026-27															
4	Whether omnibus approval is being sought?	Yes															
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is Rs. 10,100 Lakhs including GST.															
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPT enables seamless operational integration. Utilizing an interconnected manufacturing/service process eliminates intermediate logistics, reduces turnaround time, and ensures synchronized production schedules, directly optimizing the listed entity's operational efficiency															
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																
	a. Name of the Director/KMP	Mr. Sheikh Naseem															
	b. Shareholding of the Director/KMP/partner, whether direct or indirect, in the related party	100.00%															
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable															
9	Other information relevant for decision-making	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.															
Sr. No.	Particulars	Information provided by the Management															
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																
B(1)	Sale / purchase / supply of goods or services or similar business transaction and trade advances																
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Comparable price / Other – details															
2	Basis of determination of price	Market price / Comparable transactions / Other															
3	In case of trade advance proposed to be extended to the related party																



a	Amount of trade advance	Not Applicable
b	Tenure	Not Applicable
c	Whether same is self-liquidating?	Not Applicable
Sr. No.	Particulars	Information provided by the Management
B(2) to B(7)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable
C(1) to C(6)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable

ARM'S LENGTH PRICING

The proposed Related Party Transactions will be undertaken on an arm's length basis and in the ordinary course of business of the Company. The pricing of the transactions shall be determined based on prevailing market prices / comparable transactions / applicable cost-plus methodology / such other appropriate benchmarking methodology, as applicable.

The proposed Related Party Transactions have been evaluated in accordance with the Company's Related Party Transaction Policy and the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

[Where applicable: An external independent consultant/valuer has evaluated the proposed transactions and confirmed that the proposed terms meet the applicable arm's length criteria.]



ANNEXURE – C.6

MINIMUM INFORMATION TO BE PROVIDED TO THE AUDIT COMMITTEE AND SHAREHOLDERS FOR APPROVAL OF RELATED PARTY TRANSACTIONS OF SUBSIDIARY RAJPUTANA INDUSTRIES LIMITED
Details of the proposed Related Party Transactions with SS Structure

Sr. No.	Particulars	Information provided by the Management
A	Details of the related party and transactions with the related party	
A(1)	Basic details of the related party	
1	Name of the related party	SS Structure
2	Country of incorporation of the related party	India
3	Nature of business of the related party	The Company is engaged in the business of trading of Non-ferrous metals
Sr. No.	Particulars	Information provided by the Management
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)	Proprietorship of Director and KMP of the Company Mrs. Shivani Sheikh
	Shareholding of the listed entity/subsidiary, whether direct or indirect, in the related party	NIL
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	12.74%
Sr. No.	Particulars	Information provided by the Management
A(3)	Details of previous transactions with the related party	
1	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the last financial year:	
	S. No.	Category
	1.	Operative expenses
		Total
2	Total amount of all transactions undertaken by the listed entity with the related party during the current financial year up to the quarter immediately preceding the quarter in which approval is sought	₹1.20 lakh
3	Any default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity/subsidiary during the last financial year	No
Sr. No.	Particulars	Information provided by the Management
A(4)	Amount of the proposed transactions	
1	Amount of the proposed transactions being placed for approval before the Audit Committee / shareholders	₹10,000 lakh
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	14.32%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately	NA



	preceding financial year, where applicable													
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, standalone turnover) for the immediately preceding financial year, if available	NA												
6	Financial performance of the related party for the immediately preceding financial year: Accounts of the Related party for the preceding financial year i.e. 2025-26 is not yet finalized based on the RPT done in the Financial year we have taken the proposed transactions.													
Sr. No.	Particulars	Information provided by the Management												
A(5)	Basic details of the proposed transaction													
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Business Transaction												
2	Details of each type of proposed transaction for FY 2026-27													
	<table border="1"> <thead> <tr> <th>S. No.</th><th>Category</th><th>Amount (INR lakhs)</th></tr> </thead> <tbody> <tr> <td>1</td><td>Sale of Goods</td><td>5000</td></tr> <tr> <td>2</td><td>Purchase of Goods</td><td>5000</td></tr> <tr> <td></td><td>TOTAL</td><td>10,000</td></tr> </tbody> </table>	S. No.	Category	Amount (INR lakhs)	1	Sale of Goods	5000	2	Purchase of Goods	5000		TOTAL	10,000	
S. No.	Category	Amount (INR lakhs)												
1	Sale of Goods	5000												
2	Purchase of Goods	5000												
	TOTAL	10,000												
Sr. No.	Particulars	Information provided by the Management												
3	Tenure of the proposed transaction (tenure in number of years/months to be specified)	FY 2026-27												
4	Whether omnibus approval is being sought?	Yes												
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is Rs. 10,000 Lakhs including GST.												
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPT enables seamless operational integration. Utilizing an interconnected manufacturing/service process eliminates intermediate logistics, reduces turnaround time, and ensures synchronized production schedules, directly optimizing the listed entity's operational efficiency												
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													
	a. Name of the Director/KMP	Mrs. Shivani Sheikh												
	b. Shareholding of the Director/KMP/partner, whether direct or indirect, in the related party	100.00%												
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable												
9	Other information relevant for decision-making	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.												
Sr. No.	Particulars	Information provided by the Management												
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													
B(1)	Sale / purchase / supply of goods or services or similar business transaction and trade advances													
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Comparable price / Other – details												
2	Basis of determination of price	Market price / Comparable transactions / Other												
3	In case of trade advance proposed to be extended to the related party													



a	Amount of trade advance	Not Applicable
b	Tenure	Not Applicable
c	Whether same is self-liquidating?	Not Applicable
Sr. No.	Particulars	Information provided by the Management
B(2) to B(7)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable
C(1) to C(6)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable

ARM'S LENGTH PRICING

The proposed Related Party Transactions will be undertaken on an arm's length basis and in the ordinary course of business of the Company. The pricing of the transactions shall be determined based on prevailing market prices / comparable transactions / applicable cost-plus methodology / such other appropriate benchmarking methodology, as applicable.

The proposed Related Party Transactions have been evaluated in accordance with the Company's Related Party Transaction Policy and the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

[Where applicable: An external independent consultant/valuer has evaluated the proposed transactions and confirmed that the proposed terms meet the applicable arm's length criteria.]



ANNEXURE – C.7

MINIMUM INFORMATION TO BE PROVIDED TO THE AUDIT COMMITTEE AND SHAREHOLDERS FOR APPROVAL OF RELATED PARTY TRANSACTIONS OF SUBSIDIARY RAJPUTANA INDUSTRIES LIMITED
Details of the proposed Related Party Transactions with BUNTINGWA RESOURCES LIMITED

Sr. No.	Particulars	Information provided by the Management
A	Details of the related party and transactions with the related party	
A (1)	Basic details of the related party	
1	Name of the related party	Buntingwa Resources Limited
2	Country of incorporation of the related party	Zambia
3	Nature of business of the related party	Buntingwa Resources Limited is engaged in the business of Mining of Non-ferrous metals ores and other related activities its manufacturing unit located at Paklands, Kitwe, Copperbelt Province, Zambia
Sr. No.	Particulars	Information provided by the Management
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)	Mr. Sheikh Naseem Whole-time Director of Rajputana industries limited also a director in Buntingwa Resources Limited
	Shareholding of the listed entity/subsidiary, whether direct or indirect, in the related party	None
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	None
Sr. No.	Particulars	Information provided by the Management
A(3)	Details of previous transactions with the related party	
1	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the last financial year:	
	S. No.	Category
	1.	Advance to supplier
		Total
		Amount (in lakhs) FY 2025-26
		189.31
		189.31
2	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the current financial year up to the quarter immediately preceding the quarter in which approval is sought	0.00
3	Any default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity/subsidiary during the last financial year	No
Sr. No.	Particulars	Information provided by the Management
A(4)	Amount of the proposed transactions	
1	Amount of the proposed transactions being placed for approval before the Audit Committee / shareholders	₹20000 lakh
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the	-



	immediately preceding financial year	
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year, where applicable	-
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, standalone turnover) for the immediately preceding financial year, if available	31650.58%
6	Financial performance of the related party for the immediately preceding financial year:	
	Particulars	Amount (in lakhs) For FY 2025-26
	Turnover	63.19
	Profit After Tax	0.80
	Net Worth	6.14
Sr. No.	Particulars	Information provided by the Management
A(5)	Basic details of the proposed transaction	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Business Transaction
2	Details of each type of proposed transaction for FY 2026-27	
	S. No.	Category
	1	Sale of Goods
	2	Purchase of Goods
		TOTAL
		Amount (INR lakhs)
		10000
		10000
		20000
Sr. No.	Particulars	Information provided by the Management
3	Tenure of the proposed transaction (tenure in number of years/months to be specified)	FY 2026-27
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is Rs. 10000 Lakhs including GST.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPT enables seamless operational integration. Utilizing an interconnected manufacturing/service process eliminates intermediate logistics, reduces turnaround time, and ensures synchronized production schedules, directly optimizing the listed entity's operational efficiency
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	
	a. Name of the Director/KMP	Mr. Sheikh Naseem Whole-time Director of Rajputana industries limited also a director in Buntingwa Resources Limited
	b. Shareholding of the Director/KMP/partner, whether direct or indirect, in the related party	NIL
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable
9	Other information relevant for decision-making	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.
Sr. No.	Particulars	Information provided by the Management



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	
B(1)	Sale / purchase / supply of goods or services or similar business transaction and trade advances	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Comparable price / Other – details
2	Basis of determination of price	Market price / Comparable transactions / Other
3	In case of trade advance proposed to be extended to the related party	
a	Amount of trade advance	Not Applicable
b	Tenure	Not Applicable
c	Whether same is self-liquidating?	Not Applicable
Sr. No.	Particulars	Information provided by the Management
B(2) to B(7)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable
C(1) to C(6)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable

ARM'S LENGTH PRICING

The proposed Related Party Transactions will be undertaken on an arm's length basis and in the ordinary course of business of the Company. The pricing of the transactions shall be determined based on prevailing market prices / comparable transactions / applicable cost-plus methodology / such other appropriate benchmarking methodology, as applicable.

The proposed Related Party Transactions have been evaluated in accordance with the Company's Related Party Transaction Policy and the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

[Where applicable: An external independent consultant/valuer has evaluated the proposed transactions and confirmed that the proposed terms meet the applicable arm's length criteria.]



ANNEXURE - D.1

MINIMUM INFORMATION TO BE PROVIDED TO THE AUDIT COMMITTEE AND SHAREHOLDERS FOR APPROVAL OF RELATED PARTY TRANSACTIONS OF SUBSIDIARY SHERA METAL PRIVATE LIMITED
Details of the proposed Related Party Transactions with SHERA ENERGY LIMITED

Sr. No.	Particulars	Information provided by the Management
A	Details of the related party and transactions with the related party	
A(1)	Basic details of the related party	
1	Name of the related party	SHERA ENERGY LIMITED
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Shera Energy Limited is the holding company of the company engaged in the business of manufacturing of winding wires and strips made of non-ferrous metals primarily Copper and Aluminium. Company also manufactures wire rods, wires and tubes of Copper and Brass. These wires, tubes and rods are manufactured in various shapes and sizes as per the requirement of the customers and / or demand in the market. Our product range includes paper covered wires, enamel and fibre covered wires, round wires, rectangular wires, bunched wires, tubes, rods, strips, etc.
Sr. No.	Particulars	Information provided by the Management
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)	Shera Energy Limited is Promoter as well as holding company of SHERA METAL PRIVATE LIMITED
	Shareholding of the listed entity/subsidiary, whether direct or indirect, in the related party	NIL
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	85.55%
Sr. No.	Particulars	Information provided by the Management
A(3)	Details of previous transactions with the related party	
1	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the last financial year:	
	S. No.	Category
	1.	Sales
	2.	Sales of Capital Goods
	3.	Purchase
	4.	Purchase Capital Goods
	5.	Other - Operative Income
	6.	Operative Expenses
		Total
		Amount (in lakhs) FY 2025-26
		6919.77
		4.17
		999.61
		4.27
		174.44
		48.27
		8,150.53
2	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the current financial year up to the quarter immediately preceding the quarter in which approval is sought	₹ 2785.18 lakh



3	Any default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity/subsidiary during the last financial year	No
Sr. No.	Particulars	Information provided by the Management
A(4)	Amount of the proposed transactions	
1	Amount of the proposed transactions being placed for approval before the Audit Committee / shareholders	₹86,000 lakh
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	148.00%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year, where applicable	NA
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, standalone turnover) for the immediately preceding financial year, if available	82.00%
6	Financial performance of the related party for the immediately preceding financial year	
	Particulars	Amount (in lakhs) For FY 2025-26
	Turnover	104819.17
	Profit After Tax	1484.98
	Net Worth	14211.89
Sr. No.	Particulars	Information provided by the Management
A(5)	Basic details of the proposed transaction	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Business Transaction
2	Details of each type of proposed transaction for FY 2026-27	
	S. No.	Category
	1	Sale of Goods
	2	Purchase of Goods
	3	Receiving of Services
	4	Rendering of Services
	5	Financial
	6	Others
	TOTAL	
Sr. No.	Particulars	Information provided by the Management
3	Tenure of the proposed transaction (tenure in number of years/months to be specified)	FY 2026-27
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is Rs. 86,000 Lakh including GST.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPT enables seamless operational integration. Utilizing an interconnected manufacturing/service process eliminates intermediate logistics, reduces turnaround time, and ensures



		synchronized production schedules, directly optimizing the listed entity's operational efficiency
7	Details of the promoter(s)/director(s)/Key Managerial interest in the transaction, whether directly or indirectly	Personnel of the listed entity who have
	a. Name of the Director/KMP	Mr. Sheikh Naseem and Mrs. Shivani Sheikh (being promoters & directors in both the companies)
	b. Shareholding of the Director/KMP/partner, whether direct or indirect, in the related party	Sheikh Naseem – 31.46 % and Shivani Sheikh – 4.17%
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable
9	Other information relevant for decision-making	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.
Sr. No.	Particulars	Information provided by the Management
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	
B(1)	Sale / purchase / supply of goods or services or similar business transaction and trade advances	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Comparable price / Other – details
2	Basis of determination of price	Market price / Comparable transactions / Other
3	In case of trade advance proposed to be extended to the related party	
a	Amount of trade advance	Not Applicable
b	Tenure	Not Applicable
c	Whether same is self-liquidating?	Not Applicable
Sr. No.	Particulars	Information provided by the Management
B(2) to B(7)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable
C(1) to C(6)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable

ARM'S LENGTH PRICING

The proposed Related Party Transactions will be undertaken on an arm's length basis and in the ordinary course of business of the Company. The pricing of the transactions shall be determined based on prevailing market prices / comparable transactions / applicable cost-plus methodology / such other appropriate benchmarking methodology, as applicable.

The proposed Related Party Transactions have been evaluated in accordance with the Company's Related Party Transaction Policy and the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

[Where applicable: An external independent consultant/valuer has evaluated the proposed transactions and confirmed that the proposed terms meet the applicable arm's length criteria.]



ANNEXURE – D.2

MINIMUM INFORMATION TO BE PROVIDED TO THE AUDIT COMMITTEE AND SHAREHOLDERS FOR APPROVAL OF RELATED PARTY TRANSACTIONS OF SUBSIDIARY SHERA METAL PRIVATE LIMITED
Details of the proposed Related Party Transactions with RAJPUTANA INDUSTRIES LIMITED

Sr. No.	Particulars	Information provided by the Management
A	Details of the related party and transactions with the related party	
A(1)	Basic details of the related party	
1	Name of the related party	RAJPUTANA INDUSTRIES LIMITED
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Rajputana Industries Limited is the material listed subsidiary of the company engaged in the business of manufacturing diverse range of non-ferrous metal products from primarily Copper, Aluminium, Brass and various alloys from recycling of scrap metal. They procure scrap metal from open markets and convert them into billets made of metals like aluminium, copper or brass etc. through recycling.
Sr. No.	Particulars	Information provided by the Management
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)	Entities having common directors and Promoters
	Shareholding of the listed entity/subsidiary, whether direct or indirect, in the related party	NIL
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	NIL
Sr. No.	Particulars	Information provided by the Management
A(3)	Details of previous transactions with the related party	
1	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the last financial year:	
	S. No.	Category
		Amount (in lakhs) FY 2025-26
	1.	Sales
	2.	Sale Capital Goods
	3.	Purchase
	4.	Purchase Capital Goods
	5.	Other - Operative Income
	6.	Operative Expenses
	7.	Total
2	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the current financial year up to the quarter immediately preceding the quarter in which approval is sought	₹10,895.52 lakh
3	Any default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed	No



	entity/subsidiary during the last financial year	
Sr. No.	Particulars	Information provided by the Management
A(4)	Amount of the proposed transactions	
1	Amount of the proposed transactions being placed for approval before the Audit Committee / shareholders	₹ 110000 lakh
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	190.00 %
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year, where applicable	NA
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, standalone turnover) for the immediately preceding financial year, if available	157.00%
6	Financial performance of the related party for the immediately preceding financial year	
	Particulars	Amount (in lakhs) For FY 2025-26
	Turnover	69846.71
	Profit After Tax	1223.2
	Net Worth	7642.88
Sr. No.	Particulars	Information provided by the Management
A(5)	Basic details of the proposed transaction	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Business Transaction
2	Details of each type of proposed transaction for FY 2026-27	
	S. No.	Category
	1	Sale of Goods
	2	Purchase of Goods
	3	Receiving of Services
	4	Rendering of Services
	5	Financial
	6	Others
		TOTAL
		Amount (INR lakhs)
		50,000
		50,000
		5,000
		5,000
		0
		0
		110000
Sr. No.	Particulars	Information provided by the Management
3	Tenure of the proposed transaction (tenure in number of years/months to be specified)	FY 2026-27
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is INR 1,10,000 lakhs including GST.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPT enables seamless operational integration. Utilizing an interconnected manufacturing/service process eliminates intermediate logistics, reduces turnaround time, and ensures synchronized production schedules, directly optimizing the listed entity's operational efficiency
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	
	a. Name of the Director/KMP	Mr. Sheikh Naseem Whole-time Director of the Company also is a whole-time Director in Rajputana Industries Limited Mrs. Shivani Sheikh Executive director of the company also act as Chairman & MD in Rajputana Industries Limited
	b. Shareholding of the Director/KMP/partner, whether direct or indirect, in the related party	Sheikh Naseem – NIL and Shivani Sheikh – 12.74%
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable
9	Other information relevant for decision-making	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.
Sr. No.	Particulars	Information provided by the Management
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	
B(1)	Sale / purchase / supply of goods or services or similar business transaction and trade advances	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Comparable price / Other – details
2	Basis of determination of price	Market price / Comparable transactions / Other
3	In case of trade advance proposed to be extended to the related party	
a	Amount of trade advance	Not Applicable
b	Tenure	Not Applicable
c	Whether same is self-liquidating?	Not Applicable
Sr. No.	Particulars	Information provided by the Management
B(2) to B(7)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable
C(1) to C(6)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable

ARM'S LENGTH PRICING

The proposed Related Party Transactions will be undertaken on an arm's length basis and in the ordinary course of business of the Company. The pricing of the transactions shall be determined based on prevailing market prices / comparable transactions / applicable cost-plus methodology / such other appropriate benchmarking methodology, as applicable.

The proposed Related Party Transactions have been evaluated in accordance with the Company's Related Party Transaction Policy and the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

[Where applicable: An external independent consultant/valuer has evaluated the proposed transactions and confirmed that the proposed terms meet the applicable arm's length criteria.]

Note: The above is a clean editable template based on the structure used in the SHERA ENERGY Limited FY 2025-26 AGM Notice. Transaction-specific fields and additional B/C sections should be completed only where applicable.



ANNEXURE – D.3

MINIMUM INFORMATION TO BE PROVIDED TO THE AUDIT COMMITTEE AND SHAREHOLDERS FOR APPROVAL OF RELATED PARTY TRANSACTIONS OF SUBSIDIARY SHERA METAL PRIVATE LIMITED
Details of the proposed Related Party Transactions with SHERA ZAMBIA LIMITED

Sr. No.	Particulars	Information provided by the Management
A	Details of the related party and transactions with the related party	
A(1)	Basic details of the related party	
1	Name of the related party	Shera Zambia Limited
2	Country of incorporation of the related party	Zambia
3	Nature of business of the related party	The company is engaged in the business of manufacturing of electronic and electric wire and cables, wholesale of waste and scrap metal, retail of electronic household appliances, casting of non ferrous metals and mining and quarrying n.e.c copper concentrates, blister copper, anodes, cathodes and its products.
Sr. No.	Particulars	Information provided by the Management
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)	Shera Energy Limited is promoter in both Shera Metal Private Limited and Shera Zambia Limited Mr. Sheikh Naseem is the common director in both the companies
	Shareholding of the listed entity/subsidiary, whether direct or indirect, in the related party	NIL
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	NIL
Sr. No.	Particulars	Information provided by the Management
A(3)	Details of previous transactions with the related party	
1	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the last financial year: NIL	
2	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the current financial year up to the quarter immediately preceding the quarter in which approval is sought	NIL
3	Any default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity/subsidiary during the last financial year	No
Sr. No.	Particulars	Information provided by the Management
A(4)	Amount of the proposed transactions	
1	Amount of the proposed transactions being placed for approval before the Audit Committee / shareholders	₹ 30,000 lakh
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the	52.00%



	immediately preceding financial year	
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year, where applicable	NA
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, standalone turnover) for the immediately preceding financial year, if available	28227.00%
6	Financial performance of the related party for the immediately preceding financial year	
	Particulars	Amount (in lakhs) For FY 2025-26
	Turnover	106.28
	Profit After Tax	272.51
	Net Worth	1118.591
Sr. No.	Particulars	Information provided by the Management
A(5)	Basic details of the proposed transaction	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Business Transaction
2	Details of each type of proposed transaction for FY 2026-27	
	S. No.	Category
	1	Sale of Goods
	2	Purchase of Goods
		TOTAL
		Amount (INR lakhs)
		15,000.00
		15,000.00
		30,000
Sr. No.	Particulars	Information provided by the Management
3	Tenure of the proposed transaction (tenure in number of years/months to be specified)	FY 2026-27
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is INR 30,000 Lakhs including GST.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPT enables seamless operational integration. Utilizing an interconnected manufacturing/service process eliminates intermediate logistics, reduces turnaround time, and ensures synchronized production schedules, directly optimizing the listed entity's operational efficiency
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	Shera Energy Limited is promoter in both Shera Metal Private Limited and Shera Zambia Limited Mr. Sheikh Naseem is the common director in both the companies
	a. Name of the Director/KMP	Mr. Sheikh Naseem
	b. Shareholding of the Director/KMP/partner, whether direct or indirect, in the related party	0.25%
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable
9	Other information relevant for decision-making	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.
Sr. No.	Particulars	Information provided by the Management



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	
B(1)	Sale / purchase / supply of goods or services or similar business transaction and trade advances	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Comparable price / Other – details
2	Basis of determination of price	Market price / Comparable transactions / Other
3	In case of trade advance proposed to be extended to the related party	
a	Amount of trade advance	Not Applicable
b	Tenure	Not Applicable
c	Whether same is self-liquidating?	Not Applicable
Sr. No.	Particulars	Information provided by the Management
B(2) to B(7)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable
C(1) to C(6)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable

ARM'S LENGTH PRICING

The proposed Related Party Transactions will be undertaken on an arm's length basis and in the ordinary course of business of the Company. The pricing of the transactions shall be determined based on prevailing market prices / comparable transactions / applicable cost-plus methodology / such other appropriate benchmarking methodology, as applicable.

The proposed Related Party Transactions have been evaluated in accordance with the Company's Related Party Transaction Policy and the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

[Where applicable: An external independent consultant/valuer has evaluated the proposed transactions and confirmed that the proposed terms meet the applicable arm's length criteria.]

Note: The above is a clean editable template based on the structure used in the Shera Energy Limited FY 2025-26 AGM Notice. Transaction-specific fields and additional B/C sections should be completed only where applicable.



ANNEXURE – D.4

MINIMUM INFORMATION TO BE PROVIDED TO THE AUDIT COMMITTEE AND SHAREHOLDERS FOR APPROVAL OF RELATED PARTY TRANSACTIONS OF SUBSIDIARY SHERA METAL PRIVATE LIMITED

**Details of the proposed Related Party Transactions
with Shree Khatu Shyamji Metal Industries Private Limited**

Sr. No.	Particulars	Information provided by the Management
A	Details of the related party and transactions with the related party	
A(1)	Basic details of the related party	
1	Name of the related party	Shree Khatu Shyamji Metal Industries Private Limited
2	Country of incorporation of the related party	India
3	Nature of business of the related party	The Company is engaged in the business of manufacturing of non-ferrous metals
Sr. No.	Particulars	Information provided by the Management
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)	Shree Khatu Shyamji Metal Industries Private Limited is part of Group company of Shera Energy Limited
	Shareholding of the listed entity/subsidiary, whether direct or indirect, in the related party	NIL
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	NIL
Sr. No.	Particulars	Information provided by the Management
A(3)	Details of previous transactions with the related party	
1	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the last financial year:	
	S. No.	Category
		Amount (in lakhs)
		FY 2025-26
	1.	Sales
	2.	Purchases
		142.50
		1.73
		Total
		144.23
2	Total amount of all transactions undertaken by the listed entity with the related party during the current financial year up to the quarter immediately preceding the quarter in which approval is sought	₹75.82 lakh
3	Any default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity/subsidiary during the last financial year	No
Sr. No.	Particulars	Information provided by the Management
A(4)	Amount of the proposed transactions	
1	Amount of the proposed transactions being placed for approval before the Audit Committee / shareholders	₹12000 lakh
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	21.00%



4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year, where applicable	NA												
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, standalone turnover) for the immediately preceding financial year, if available	241.00%												
6	Financial performance of the related party for the immediately preceding financial year: Accounts of the Related party for the preceding financial year i.e. 2025-26 is not yet finalized based on the RPT done in the Financial year we have taken the proposed transactions.													
Sr. No.	Particulars	Information provided by the Management												
A(5)	Basic details of the proposed transaction													
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Business Transaction												
2	Details of each type of proposed transaction for FY 2026-27													
	<table border="1"> <thead> <tr> <th>S. No.</th><th>Category</th><th>Amount (INR lakhs)</th></tr> </thead> <tbody> <tr> <td>1</td><td>Sale of Goods</td><td>10,000</td></tr> <tr> <td>2</td><td>Purchase of Goods</td><td>2,000</td></tr> <tr> <td></td><td>TOTAL</td><td>12,000</td></tr> </tbody> </table>	S. No.	Category	Amount (INR lakhs)	1	Sale of Goods	10,000	2	Purchase of Goods	2,000		TOTAL	12,000	
S. No.	Category	Amount (INR lakhs)												
1	Sale of Goods	10,000												
2	Purchase of Goods	2,000												
	TOTAL	12,000												
Sr. No.	Particulars	Information provided by the Management												
3	Tenure of the proposed transaction (tenure in number of years/months to be specified)	FY 2026-27												
4	Whether omnibus approval is being sought?	Yes												
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is Rs. 12,000 Lakhs including GST.												
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPT enables seamless operational integration. Utilizing an interconnected manufacturing/service process eliminates intermediate logistics, reduces turnaround time, and ensures synchronized production schedules, directly optimizing the listed entity's operational efficiency												
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													
	a. Name of the Director/KMP	NA												
	b. Shareholding of the Director/KMP/partner, whether direct or indirect, in the related party	NA												
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable												
9	Other information relevant for decision-making	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.												
Sr. No.	Particulars	Information provided by the Management												
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													
B(1)	Sale / purchase / supply of goods or services or similar business transaction and trade advances													
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Comparable price / Other – details												
2	Basis of determination of price	Market price / Comparable transactions / Other												
3	In case of trade advance proposed to be extended to the													



	related party	
a	Amount of trade advance	Not Applicable
b	Tenure	Not Applicable
c	Whether same is self-liquidating?	Not Applicable
Sr. No.	Particulars	Information provided by the Management
B(2) to B(7)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable
C(1) to C(6)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable

ARM'S LENGTH PRICING

The proposed Related Party Transactions will be undertaken on an arm's length basis and in the ordinary course of business of the Company. The pricing of the transactions shall be determined based on prevailing market prices / comparable transactions / applicable cost-plus methodology / such other appropriate benchmarking methodology, as applicable.

The proposed Related Party Transactions have been evaluated in accordance with the Company's Related Party Transaction Policy and the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

[Where applicable: An external independent consultant/valuer has evaluated the proposed transactions and confirmed that the proposed terms meet the applicable arm's length criteria.]

Note: The above is a clean editable template based on the structure used in the SHERA ENERGY Limited FY 2025-26 AGM Notice. Transaction-specific fields and additional B/C sections should be completed only where applicable.



ANNEXURE – D.5

MINIMUM INFORMATION TO BE PROVIDED TO THE AUDIT COMMITTEE AND SHAREHOLDERS FOR APPROVAL OF RELATED PARTY TRANSACTIONS OF SUBSIDIARY SHERA METAL PRIVATE LIMITED
Details of the proposed Related Party Transactions with Shera Metals & Engineers

Sr. No.	Particulars	Information provided by the Management
A	Details of the related party and transactions with the related party	
A(1)	Basic details of the related party	
1	Name of the related party	Shera Metals & Engineers
2	Country of incorporation of the related party	India
3	Nature of business of the related party	The company is engaged in the business of trading of varnish and other products
Sr. No.	Particulars	Information provided by the Management
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)	Proprietorship of Director and KMP of the Company Mr. Sheikh Naseem
	Shareholding of the listed entity/subsidiary, whether direct or indirect, in the related party	NIL
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	12.31%
Sr. No.	Particulars	Information provided by the Management
A(3)	Details of previous transactions with the related party	
1	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the last financial year:	
	S. No.	Category
		Amount (in lakhs) FY 2025-26
	1.	Trade mark
	2.	Rent of Land and building
		Total
2	Total amount of all transactions undertaken by the listed entity with the related party during the current financial year up to the quarter immediately preceding the quarter in which approval is sought	₹16.50 lakh
3	Any default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity/subsidiary during the last financial year	No
Sr. No.	Particulars	Information provided by the Management
A(4)	Amount of the proposed transactions	
1	Amount of the proposed transactions being placed for approval before the Audit Committee / shareholders	₹5,900 lakh
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	10.00%
4	Value of the proposed transactions as a percentage of	NA



	subsidiary's annual standalone turnover for the immediately preceding financial year, where applicable																
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, standalone turnover) for the immediately preceding financial year, if available	669%															
6	Financial performance of the related party for the immediately preceding financial year: Accounts of the Related party for the preceding financial year i.e. 2025-26 is not yet finalized based on the RPT done in the Financial year we have taken the proposed transactions.																
Sr. No.	Particulars	Information provided by the Management															
A(5)	Basic details of the proposed transaction																
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Business Transaction															
2	Details of each type of proposed transaction for FY 2026-27																
	<table border="1"> <thead> <tr> <th>S. No.</th><th>Category</th><th>Amount (INR lakhs)</th></tr> </thead> <tbody> <tr> <td>1</td><td>Sale of Goods</td><td>2,500</td></tr> <tr> <td>2</td><td>Purchase of Goods</td><td>2,500</td></tr> <tr> <td>3</td><td>Rendering of services</td><td>900</td></tr> <tr> <td></td><td>TOTAL</td><td>5,900</td></tr> </tbody> </table>	S. No.	Category	Amount (INR lakhs)	1	Sale of Goods	2,500	2	Purchase of Goods	2,500	3	Rendering of services	900		TOTAL	5,900	
S. No.	Category	Amount (INR lakhs)															
1	Sale of Goods	2,500															
2	Purchase of Goods	2,500															
3	Rendering of services	900															
	TOTAL	5,900															
Sr. No.	Particulars	Information provided by the Management															
3	Tenure of the proposed transaction (tenure in number of years/months to be specified)	FY 2026-27															
4	Whether omnibus approval is being sought?	Yes															
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is Rs. 5,900 Lakhs including GST.															
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPT enables seamless operational integration. Utilizing an interconnected manufacturing/service process eliminates intermediate logistics, reduces turnaround time, and ensures synchronized production schedules, directly optimizing the listed entity's operational efficiency															
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																
	a. Name of the Director/KMP	Mr. Sheikh Naseem															
	b. Shareholding of the Director/KMP/partner, whether direct or indirect, in the related party	100.00%															
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable															
9	Other information relevant for decision-making	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.															
Sr. No.	Particulars	Information provided by the Management															
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																
B(1)	Sale / purchase / supply of goods or services or similar business transaction and trade advances																
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Comparable price / Other – details															
2	Basis of determination of price	Market price / Comparable transactions / Other															
3	In case of trade advance proposed to be extended to the																



	related party	
a	Amount of trade advance	Not Applicable
b	Tenure	Not Applicable
c	Whether same is self-liquidating?	Not Applicable
Sr. No.	Particulars	Information provided by the Management
B(2) to B(7)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable
C(1) to C(6)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable

ARM'S LENGTH PRICING

The proposed Related Party Transactions will be undertaken on an arm's length basis and in the ordinary course of business of the Company. The pricing of the transactions shall be determined based on prevailing market prices / comparable transactions / applicable cost-plus methodology / such other appropriate benchmarking methodology, as applicable.

The proposed Related Party Transactions have been evaluated in accordance with the Company's Related Party Transaction Policy and the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

[Where applicable: An external independent consultant/valuer has evaluated the proposed transactions and confirmed that the proposed terms meet the applicable arm's length criteria.]

Note: The above is a clean editable template based on the structure used in the Shera Energy Limited FY 2025-26 AGM Notice. Transaction-specific fields and additional B/C sections should be completed only where applicable.



ANNEXURE – D.6

MINIMUM INFORMATION TO BE PROVIDED TO THE AUDIT COMMITTEE AND SHAREHOLDERS FOR APPROVAL OF RELATED PARTY TRANSACTIONS OF SUBSIDIARY SHERA METAL PRIVATE LIMITED
Details of the proposed Related Party Transactions with SS Structure

Sr. No.	Particulars	Information provided by the Management
A	Details of the related party and transactions with the related party	
A(1)	Basic details of the related party	
1	Name of the related party	SS Structure
2	Country of incorporation of the related party	India
3	Nature of business of the related party	The Company is engaged in the business of trading of Non-ferrous metals
Sr. No.	Particulars	Information provided by the Management
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)	Proprietorship of Director and Promoter of the Company Mrs. Shivani Sheikh
	Shareholding of the listed entity/subsidiary, whether direct or indirect, in the related party	NIL
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	2.13%
Sr. No.	Particulars	Information provided by the Management
A(3)	Details of previous transactions with the related party	
1	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the last financial year:	
	S. No.	Category
	1.	Sales
	Total	Amount (in lakhs) FY 2025-26 1871.13 1871.13
2	Total amount of all transactions undertaken by the listed entity with the related party during the current financial year up to the quarter immediately preceding the quarter in which approval is sought	₹524.09 lakh
3	Any default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity/subsidiary during the last financial year	No
Sr. No.	Particulars	Information provided by the Management
A(4)	Amount of the proposed transactions	
1	Amount of the proposed transactions being placed for approval before the Audit Committee / shareholders	₹8,000 lakh
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	14.00%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately	NA



	preceding financial year, where applicable																
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, standalone turnover) for the immediately preceding financial year, if available	158%															
6	Financial performance of the related party for the immediately preceding financial year: Accounts of the Related party for the preceding financial year i.e. 2025-26 is not yet finalized based on the RPT done in the Financial year we have taken the proposed transactions.																
Sr. No.	Particulars	Information provided by the Management															
A(5)	Basic details of the proposed transaction																
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Business Transaction															
2	Details of each type of proposed transaction for FY 2026-27																
	<table border="1"> <thead> <tr> <th>S. No.</th><th>Category</th><th>Amount (INR lakhs)</th></tr> </thead> <tbody> <tr> <td>1</td><td>Sale of Goods</td><td>5000</td></tr> <tr> <td>2</td><td>Purchase of Goods</td><td>2,500</td></tr> <tr> <td>3</td><td>Receiving of Services</td><td>500</td></tr> <tr> <td></td><td>TOTAL</td><td>8,000</td></tr> </tbody> </table>	S. No.	Category	Amount (INR lakhs)	1	Sale of Goods	5000	2	Purchase of Goods	2,500	3	Receiving of Services	500		TOTAL	8,000	
S. No.	Category	Amount (INR lakhs)															
1	Sale of Goods	5000															
2	Purchase of Goods	2,500															
3	Receiving of Services	500															
	TOTAL	8,000															
Sr. No.	Particulars	Information provided by the Management															
3	Tenure of the proposed transaction (tenure in number of years/months to be specified)	FY 2026-27															
4	Whether omnibus approval is being sought?	Yes															
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is Rs. 8,000 Lakhs including GST.															
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPT enables seamless operational integration. Utilizing an interconnected manufacturing/service process eliminates intermediate logistics, reduces turnaround time, and ensures synchronized production schedules, directly optimizing the listed entity's operational efficiency															
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																
	a. Name of the Director/KMP	Mrs. Shivani Sheikh															
	b. Shareholding of the Director/KMP/partner, whether direct or indirect, in the related party	100.00%															
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable															
9	Other information relevant for decision-making	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.															
Sr. No.	Particulars	Information provided by the Management															
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																
B(1)	Sale / purchase / supply of goods or services or similar business transaction and trade advances																
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Comparable price / Other – details															
2	Basis of determination of price	Market price / Comparable transactions / Other															
3	In case of trade advance proposed to be extended to the																



	related party	
a	Amount of trade advance	Not Applicable
b	Tenure	Not Applicable
c	Whether same is self-liquidating?	Not Applicable
Sr. No.	Particulars	Information provided by the Management
B(2) to B(7)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable
C(1) to C(6)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable

ARM'S LENGTH PRICING

The proposed Related Party Transactions will be undertaken on an arm's length basis and in the ordinary course of business of the Company. The pricing of the transactions shall be determined based on prevailing market prices / comparable transactions / applicable cost-plus methodology / such other appropriate benchmarking methodology, as applicable.

The proposed Related Party Transactions have been evaluated in accordance with the Company's Related Party Transaction Policy and the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

[Where applicable: An external independent consultant/valuer has evaluated the proposed transactions and confirmed that the proposed terms meet the applicable arm's length criteria.]

Note: The above is a clean editable template based on the structure used in the Shera Energy Limited FY 2025-26 AGM Notice. Transaction-specific fields and additional B/C sections should be completed only where applicable.



ANNEXURE – D.7

MINIMUM INFORMATION TO BE PROVIDED TO THE AUDIT COMMITTEE AND SHAREHOLDERS FOR APPROVAL OF RELATED PARTY TRANSACTIONS OF SUBSIDIARY SHERA METAL PRIVATE LIMITED
Details of the proposed Related Party Transactions with BUNTINGWA RESOURCES LIMITED

Sr. No.	Particulars	Information provided by the Management
A	Details of the related party and transactions with the related party	
A (1)	Basic details of the related party	
1	Name of the related party	Buntingwa Resources Limited
2	Country of incorporation of the related party	Zambia
3	Nature of business of the related party	Buntingwa Resources Limited is engaged in the business of Mining of Non-ferrous metals ores and other related activities its manufacturing unit located at Paklands, Kitwe, Copperbelt Province, Zambia
Sr. No.	Particulars	Information provided by the Management
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)	Mr. Sheikh Naseem Whole-time Director of Shera Metal private limited also a director in Buntingwa Resources Limited
	Shareholding of the listed entity/subsidiary, whether direct or indirect, in the related party	None
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary).	None
Sr. No.	Particulars	Information provided by the Management
A(3)	Details of previous transactions with the related party	
1	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the last financial year: NIL	
2	Total amount of all transactions undertaken by the listed entity/subsidiary with the related party during the current financial year up to the quarter immediately preceding the quarter in which approval is sought	0.00
3	Any default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity/subsidiary during the last financial year	No
Sr. No.	Particulars	Information provided by the Management
A(4)	Amount of the proposed transactions	
1	Amount of the proposed transactions being placed for approval before the Audit Committee / shareholders	₹20000 lakh
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	-
4	Value of the proposed transactions as a percentage of	-



	subsidiary's annual standalone turnover for the immediately preceding financial year, where applicable	
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, standalone turnover) for the immediately preceding financial year, if available	NA
6	Financial performance of the related party for the immediately preceding financial year:	
	Particulars	Amount (in lakhs) For FY 2025-26
	Turnover	63.19
	Profit After Tax	0.80
	Net Worth	6.14
Sr. No.	Particulars	Information provided by the Management
A(5)	Basic details of the proposed transaction	
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Business Transaction
2	Details of each type of proposed transaction for FY 2026-27	
	S. No.	Category
	1	Sale of Goods
	2	Purchase of Goods
		TOTAL
		Amount (INR lakhs)
		10000
		10000
		20000
Sr. No.	Particulars	Information provided by the Management
3	Tenure of the proposed transaction (tenure in number of years/months to be specified)	FY 2026-27
4	Whether omnibus approval is being sought?	Yes
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is Rs. 20000 Lakhs including GST.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The proposed RPT enables seamless operational integration. Utilizing an interconnected manufacturing/service process eliminates intermediate logistics, reduces turnaround time, and ensures synchronized production schedules, directly optimizing the listed entity's operational efficiency
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	
	a. Name of the Director/KMP	Mr. Sheikh Naseem Whole-time Director of Shera metal Private limited also a director in Buntingwa Resources Limited
	b. Shareholding of the Director/KMP/partner, whether direct or indirect, in the related party	NIL
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee	Not Applicable
9	Other information relevant for decision-making	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.
Sr. No.	Particulars	Information provided by the Management
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	
B(1)	Sale / purchase / supply of goods or services or similar business transaction and trade advances	
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	Comparable price / Other – details
2	Basis of determination of price	Market price / Comparable transactions / Other
3	In case of trade advance proposed to be extended to the related party	
a	Amount of trade advance	Not Applicable
b	Tenure	Not Applicable
c	Whether same is self-liquidating?	Not Applicable
Sr. No.	Particulars	Information provided by the Management
B(2) to B(7)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable
C(1) to C(6)	Other transaction-specific information prescribed under the applicable Industry Standards	Not Applicable

ARM'S LENGTH PRICING

The proposed Related Party Transactions will be undertaken on an arm's length basis and in the ordinary course of business of the Company. The pricing of the transactions shall be determined based on prevailing market prices / comparable transactions / applicable cost-plus methodology / such other appropriate benchmarking methodology, as applicable.

The proposed Related Party Transactions have been evaluated in accordance with the Company's Related Party Transaction Policy and the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

[Where applicable: An external independent consultant/valuer has evaluated the proposed transactions and confirmed that the proposed terms meet the applicable arm's length criteria.]

Note: The above is a clean editable template based on the structure used in Shera Energy Limited FY 2025-26 AGM Notice. Transaction-specific fields and additional B/C sections should be completed only where applicable.