TRANSRAIL

July 28, 2026

To Sr. General Manager Department of Corporate Services BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400001 Scrip Code: 544317	To Sr. General Manager Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1, Block G Bandra Kurla Complex Bandra (E), Mumbai - 400 051 Scrip Symbol: TRANSRAILL

Sub.: Outcome of the Board Meeting held on Tuesday, July 28, 2026

Ref.: Regulation 30 read with Part A of Schedule III and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

Pursuant to Regulation 30 read with Part A of Schedule III and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we wish to inform you that the Board of Directors of Transrail Lighting Limited ("the Company") at its meeting held today i.e. Tuesday, July 28 2026 have inter-alia:

1) Declared an Interim Dividend of ₹3 per equity share of face value ₹2 each (150%) for the financial year 2026-27. The Record Date for determining the entitlement of the Members to receive the Interim Dividend has been fixed as Monday, August 3, 2026. The Interim Dividend shall be paid/dispatched within the prescribed timelines under the Companies Act, 2013.

2) Considered and approved the alteration (addition) in the Main Object Clause (Clause III(A)) of the Memorandum of Association ("MOA") of the Company, subject to the approval of the Members of the Company by way of a Special Resolution and subject to such other approvals, consent, sanction, modification and permission of the appropriate statutory regulators, Registrar of Companies, departments or bodies, by insertion of new sub-clauses III(A)(7) and III(A)(8) after the existing Clause III(A)(6).

   The details as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-OD2/I/3762/2026 dated January 30, 2026, are enclosed herewith as Annexure–I.

3) Further to our letter dated July 23, 2026, intimating that the Board of Directors would consider a proposal for raising of funds, the Board has today approved raising of funds by way of issuance of such number of equity shares having a face value of ₹2 each of the Company ("Equity Shares") and/or other eligible securities or any combination thereof (hereinafter referred to as "Securities") for an aggregate amount not exceeding Rs.600 Crore (Rupees Six Hundred Crore Only), by way of Qualified Institutions Placement ("QIP"), in accordance with the applicable laws and subject to receipt of the necessary approvals, permissions, consents etc. including the approval of the Members of the Company.

The details as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-OD2/I/3762/2026 dated January 30, 2026, are enclosed herewith as Annexure–II.

4) Approved a further investment of AED 15,300,000 (approximately ₹40.25 crore, at the prevailing exchange rate) in the Company's wholly owned subsidiary incorporated in the UAE, namely Transrail Trading LLC, by subscribing to 15,300 equity shares of AED 1,000 each, thereby increasing its share capital from AED 13,000,000 to AED 28,300,000, (in supersession of the earlier approval granted by the Board of Directors at its meeting held on May 26, 2026) subject to compliance with the applicable laws of the UAE and other applicable laws.

   The details as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-OD2/I/3762/2026 dated January 30, 2026, are enclosed herewith as Annexure–III.

5) Approved the draft Postal Ballot Notice for seeking approval of the shareholders of the Company for the following matters:

   a. Approval for raising capital by way of Qualified Institutions Placement(s) ("QIP") to eligible investors through issuance of equity shares and/or other eligible securities or any combination thereof, for an aggregate amount not exceeding Rs.600 Crore in accordance with the applicable laws.

   b. Approval for alteration of the Main Object Clause of the Memorandum of Association of the Company by insertion of new sub-clauses III(A)(7) and III(A)(8).

The Postal Ballot Notice and the other necessary disclosures shall be submitted to the Stock Exchanges in due course, in accordance with the applicable provisions of the SEBI Listing Regulations.

The Board Meeting commenced at 10:30 A.M. (IST) and concluded at 11.40 A.M. (IST).

This intimation will also be made available on the website of the Company and can be accessed using the below link: www.transrail.in

We request you to take the same on record.

For Transrail Lighting Limited

MONICA TANAY GANDHI
Digitally signed by MONICA TANAY GANDHI
Date: 2026.07.28 11:47:06 +05'30'

Monica Gandhi
Company Secretary & Compliance Officer
Encl: As above

Annexure I

The disclosure required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-OD2/I/3762/2026 dated January 30, 2026,

Proposed Insertion of New Sub-clauses III(A)(7) and III(A)(8) after the Existing Clause III(A)(6) of the Main Object Clause (Clause III(A)) of the Memorandum of Association ("MOA") of the Company
Clause 7) To carry on the business of designing, developing, manufacturing, assembling, trading, testing, importing, exporting, installing, and otherwise dealing in (a) all types of drones, manned and unmanned aerial vehicles (UAVs), unmanned aircraft systems (UAS), radars, jammers & other allied & associated systems & components and remote-controlled robotic devices, including drone-based imaging, surveying, mapping, logistics delivery, payload systems, and AI-driven automated flight solutions for commercial, civil, industrial and defence applications, including for the armed forces, paramilitary forces, law enforcement agencies and other government, private and international security entities in India and elsewhere; and (b) all types of electrical and electronic machinery, appliances, apparatus, and equipment, including cameras, sensors, batteries, power transmission equipment, defence equipment, meters (including smart meters), distribution panels, transformers, sensors, automation controls, printed circuit boards (PCBs), switchgears, and all associated electrical components and spares; and to provide engineering consultancy, research and development (R&D), and technical support services in connection with the aforesaid activities.
Clause 8) To carry on the business of designing, developing, manufacturing, assembling, trading, constructing, executing, establishing, installing, operating, maintaining, managing, importing, exporting, buying, selling, storing and otherwise dealing in (a) Solar & battery energy storage systems (BESS), lithium-ion batteries, flow batteries and related energy storage components, integrated power backup systems, microgrids, electric vehicle (EV) charging infrastructure, and energy management solutions; and (b) data centers, cloud infrastructure, network operating centers, and server farms; and to provide engineering consultancy, research and development (R&D), and technical support services in connection with the aforesaid activities and (c) Allied softwares & systems & technology in connection with aforesaid activities.

TRANSRAIL

Annexure II

The disclosure required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-OD2/I/3762/2026 dated January 30, 2026,

S. No.	Details of Events that need to be provided	Information of such event(s)
1.	Type of securities proposed to be issued (viz., equity shares, convertibles, etc.)	Equity shares and/or other eligible securities or any combination thereof
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR / GDR), qualified institutions placement, preferential allotment etc.)	Issuance of Securities by way of Qualified institutional placements ("QIP") in accordance with the provisions of Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Section 42, read with section 62 and other applicable provisions of the Companies Act, 2013, the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable laws.
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Issue size aggregating of up to Rs. 600 Crore (Rupees Six Hundred Crores Only).
4.	In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):	Not Applicable
5.	In case of bonus issue the listed entity shall disclose the following additional details to the stock exchange(s):	Not Applicable
6.	In case of issuance of depository receipts (ADR/GDR) or FCCB the listed entity shall disclose following additional details to the stock exchange(s):	Not Applicable
7.	In case of issuance of debt securities or other non-convertible securities the listed entity shall disclose following additional details to the stock exchange(s)	Not Applicable
8.	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	Not Applicable

Annexure -III

The disclosure required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-OD2/I/3762/2026 dated January 30, 2026,

Sr. No	Particulars	Transrail Trading LLC
1.	Name of the target entity, details in brief such as size, turnover etc.	Transrail Trading LLC (formerly known as Transrail Contracting LLC) is a wholly owned foreign subsidiary of the Company, bearing registration number 1359475. The company was incorporated on June 21, 2024, in the United Arab Emirates (UAE). The company is in the operational development stage and is working towards generating revenue.
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter / promoter group / group companies have any interest in the entity being acquired; if yes, nature of interest and details thereof and whether the same is done at "arm's length".	Transrail Trading LLC, being a wholly owned subsidiary of the Company, is a related party and therefore the necessary approvals have been obtained. Except for the Company, none of the promoters, promoter group or group companies have any interest in the said subsidiary. The transaction is being undertaken on an arm's length basis.
3.	Industry to which the entity being acquired belongs.	Transrail Trading LLC operates in the EPC (Engineering, Procurement and Construction) sector, primarily engaged in Trading of electrical and construction material.
4.	Objects and impact of acquisition (including but not limited to disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity).	The further investment is proposed to support the Company's Middle East operations, including raising finance, procurement of materials and services for project execution, meeting working capital requirements and other general corporate purposes.
5.	Brief details of any governmental or regulatory approvals required for the acquisition.	No specific governmental or regulatory approval is required for investment. The investment falls under the Automatic Route under the Foreign Exchange Management Act (FEMA).

6.	Indicative time period for completion of the acquisition.	The Company proposes to make a further investment of AED 15,300,000 by subscribing to 15,300 equity shares of AED 1,000 each. The shares shall be allotted upon completion of the applicable procedures under the laws of the United Arab Emirates.
7.	Nature of consideration – whether cash consideration or share swap or any other form and details of the same.	Investment by way of cash
8.	Cost of acquisition and/or the price at which the shares are acquired.	The Company proposes to make a further investment of AED 15,300,000 in Transrail Trading LLC, a wholly owned subsidiary, by subscribing to 15,300 equity shares of AED 1,000 each. Based on the prevailing exchange rate of AED 1 = INR 26.20, the investment amounts to approximately INR 40.09 crore.
9.	Percentage of shareholding / control acquired and/or number of shares acquired.	The Company will continue to hold 100% shareholding in Transrail Trading LLC, wholly owned subsidiary after the investment.
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last three years' turnover, country in which the acquired entity has presence and any other significant information (in brief).	Transrail Trading LLC (formerly known as Transrail Contracting LLC), a wholly owned subsidiary of the Company, is duly incorporated and registered in the Emirate of Dubai, UAE, having License No. 1359475. The company was incorporated on June 21, 2024 to undertake electrical and power infrastructure contracting activities. The company's business objectives include trading in electrical items required for transmission lines, substations, and solar projects. It is also permitted to undertake trading of construction materials. There was no turnover generated as on March 31, 2026 as the company is at a growth stage and is working towards generating revenue in the coming years.
11.	Any other relevant information.	The Company shall hold a share capital of AED 28,300,000 in Transrail Trading LLC upon completion of the proposed allotment.