Transwind
Infrastructures Ltd.

Date: 26.08.2026

To,
Listing Department,
National Stock Exchange Limited
Exchange Plaza, C- 1, Block-G,
Bandra Kundra Complex,
Bandra (E), Mumbai-400 051

SYMBOL: TRANSWIND

Dear Sir;

Sub: Submission of Notice of 29TH Annual General Meeting of Transwind Infrastructures Limited

Pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015, we are enclosing herewith Notice of 29th Annual General Meeting of Transwind Infrastructures Limited.

Kindly acknowledge receipt of the same.

Thanking you,

Yours faithfully,

FOR, TRANSWIND INFRASTRUCTURES LIMITED

Nishant M Pandey Digitally signed by Nishant M Pandey
Date: 2026.08.26 11:57:08 +05'30'

NISHANT PANDEY
WHOLE TIME DIRECTOR
DIN: 01915127

Encl: As above

Reg. Office : 74, New York Tower A, Opp. Jain Derasar, S.G. Highway, Thaltej, Ahmedabad, Gujarat 380054
Email : transwindho@transwind.in Website : www.transwind.in Phone : 079-26854899
CIN : L45203GJ1997PLC032347

NOTICE OF THE 29TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 29th Annual General Meeting of the members of M/s. Transwind Infrastructures Limited will be held on **Friday, the 25th September, 2026 at 04.00 P.M.** at 74 - New York Tower A Sarkhej - Gandhinagar Highway, Thaltej, Ahmedabad, Gujarat 380054 to transact following business;

ORDINARY BUSINESS:

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

2. To appoint a Director in place of Mr. Mithilaish Koushal Dubey (DIN: 00821704) who retires by rotation and being eligible offered himself for re-appointment, in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

3. Appointment of M/s. Nilesh K Agarwal & Co., Statutory Auditor of the Company for the term of 5 years

   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 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, M/s. Nilesh K Agarwal & Co., Chartered Accountants (Firm Registration No. 124884W Peer Review Certificate No 026711), be and are hereby appointed as Statutory Auditors of the Company (upon completion of term of existing Statutory Auditors M/s. Gattani & Associates Chartered Accountants FRN: 103097W to hold office for a period of 5 years from the conclusion of this 29th Annual General Meeting (AGM) till the conclusion of the 34th AGM of the Company to be held in the year 2031, at such remuneration as shall be fixed by the Board of Directors of the Company."

   "RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution, to decide and/or alter the terms and conditions of the appointment including the remuneration for subsequent Financial Years as it may deem fit and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

SPECIAL BUSINESS:

4. Re - Appointment of Mr. Nishant Mathuraprasad Pandey (DIN: 01915127), as Whole-Time Director - executive director of the company for the term of 3 years:

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

   "RESOLVED THAT pursuant to the provisions of Section 188, 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Company do hereby accord its approval to the re-appointment of Mr. Nishant Mathuraprasad Pandey as Whole Time Director of the Company, not liable to retire by rotation, for a period of 3 years with effect From 5th February 2027 to 4th February 2030 on the terms and conditions and the remuneration (which have been approved by Nomination and Remuneration Committee) and that he be paid remuneration (even in the year of losses or inadequacy of profit) by way of Salary, perquisites and Commission not exceeding the amount thereof as set out in the Explanatory Statement which is permissible under Section II of Part II of Schedule V of the Companies Act, 2013."

"RESOLVED FURTHER THAT the extent and scope of Salary and Perquisites as specified in the Explanatory Statement be altered, enhanced, widened or varied by the Board of Directors in accordance with the relevant provisions of the Companies Act, 2013 for the payment of managerial remuneration in force during the tenure of the Whole Time Director without the matter being referred to the Company in General Meeting again."

"RESOLVED FURTHER THAT the remuneration mentioned above be paid to Mr. Nishant M. Pandey even in the years of losses or inadequacy of profits as minimum remuneration defined under Section 197 of the Companies Act, 2013."

"RESOLVED FURTHER THAT the Company may execute an agreement with Mr. Nishant M. Pandey as per the draft submitted before the meeting and initialed by the Chairman for the purpose of identification and Common Seal of the Company be affixed thereon in the presence of any Director of the Company."

"RESOLVED FURTHER THAT the business of approval of Members under Sections 188, 196, 197, 203 and Schedule V of the Companies Act, 2013 to reappointment and remuneration referred above be placed at the ensuing General Meeting as a Special Resolution."

"RESOLVED FURTHER THAT any of the Directors of the Company be and is hereby authorised and directed to file necessary forms with the Ministry of Corporate Affairs / Registrar of Companies, Gujarat, Ahmedabad and take necessary actions for effective implementation of the Resolution."

5. Re - Appointment of Mr. Pankaj Kumar Dubey (DIN: 07787184), as Whole-Time Director - executive director of the company for the term of 3 years:

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

"RESOLVED THAT pursuant to the provisions of Section 188, 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Company do hereby accord its approval to the re-appointment of Mr. Pankaj Kumar Dubey as Whole Time Director of the Company, liable to retire by rotation, for a period of 3 years with effect From 21st August 2026 to 20th August 2029 on the terms and conditions and the remuneration (which have been approved by Nomination and Remuneration Committee) and that he be paid remuneration (even in the year of losses or inadequacy of profit) by way of Salary, perquisites and Commission not exceeding the amount thereof as set out in the Explanatory Statement which is permissible under Section II of Part II of Schedule V of the Companies Act, 2013."

"RESOLVED FURTHER THAT the extent and scope of Salary and Perquisites as specified in the Explanatory Statement be altered, enhanced, widened or varied by the Board of Directors in accordance with the relevant provisions of the Companies Act, 2013 for the payment of managerial remuneration in force during the tenure of the Whole Time Director without the matter being referred to the Company in General Meeting again."

"RESOLVED FURTHER THAT the remuneration mentioned above be paid to Mr. Pankaj Kumar Dubey even in the years of losses or inadequacy of profits as minimum remuneration defined under Section 197 of the Companies Act, 2013."

"RESOLVED FURTHER THAT the Company may execute an agreement with Mr. Pankaj Kumar Dubey as per the draft submitted before the meeting and initialed by the Chairman for the purpose of identification and Common Seal of the Company be affixed thereon in the presence of any Director of the Company."

"RESOLVED FURTHER THAT the business of approval of Members under Sections 188, 196, 197, 203 and Schedule V of the Companies Act, 2013 to reappointment and remuneration referred above be placed at the ensuing General Meeting as a Special Resolution."

"RESOLVED FURTHER THAT any of the Directors of the Company be and is hereby authorised and directed to file necessary forms with the Ministry of Corporate Affairs / Registrar of Companies, Gujarat, Ahmedabad and take necessary actions for effective implementation of the Resolution."

Date: 20.08.2026
Place: Ahmedabad

By order of the Board,
For Transwind Infrastructures Limited

Registered Office:
74, NewyorkTower-A,
Opp. Jain Derasar, S.G.Highway
Thaltej, Ahmedabad-380054
Email: cs@transwind.in
Contact: 079-26854899
Web: www.transwind.in

Sd/-
Kriya Shah
Company Secretary

NOTES:

1. The 29th Annual General Meeting will be held at the said venue by strictly adhering to the Social Distancing Norms and other Safety Protocols including face masks, hand sanitization, Infrared Thermometer etc. as per the latest guidelines/advisories/SOP's issued by the Ministry of Health & Family Welfare, Govt. of India and the State Govt. amid COVID-19 Pandemic.

2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND ANDON POLL TO VOTE INSTEAD OF HIMSELF/ HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

   Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Notice. Proxies submitted on behalf of companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.

3. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.
4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of Special Business in the Notice is annexed hereto
5. Pursuant to the provision of Section 91 of the Companies Act, 2013, the Company has fixed 18th **September, 2026 as the Record Date (i.e. cutoff date)** for taking records of the Members of the Company for the purpose of 29th Annual General Meeting.
6. The Register of members and Share Transfer Books of the Company will remain closed from 19th **September, 2026 to 25th September, 2026 (both days inclusive)**
7. All documents referred to in accompanying Notice shall be open for inspection at the Registered Office of the Company during the office hours on all working days between 11.00 AM to 3:00 PM up to the date of conclusion of AGM.
8. Members/Proxies should bring the attendance slip duly filled in and signed for attending the AGM. Duplicate attendance slip will not be provided at the hall.
9. As per regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015, the brief profile of the Directors including those proposed to be re-appointed is annexed to this Notice.
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account

Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their DEMAT account.

11. Queries on accounts and operations of the Company, if any, may be sent to the Company Secretary of the Company, ten days in advance of the meeting so as to enable the Management to keep the information ready at the meeting.

12. Members can inspect the register of Director and Key Managerial personnel and their shareholding, required to be maintained under section 170 of the Companies Act, 2013 during the course of the AGM at the venue.

13. All transfer deeds, requests for change of address, bank particulars/mandates/ECS mandates, PAN in respect of the shares held in electronic form should be sent to the respective Depository Participants by the members well in time.

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

15. Members holding shares in electronic mode are requested to intimate any change in their address to their Depository Participant (s).

16. In terms of section 101 & 136 of the Act, read together with the rules made there under, the Listed Companies may send the notice of AGM and the Annual Report including all Financial Statements, Board Report etc. by electronic mode. The Company is accordingly forwarding soft copies of the above referred documents to all those members who have registered their e-mail IDs with their respective DPs or with the Share Transfer Agent of the Company. The e-mail addresses indicated in your respective Depository Participant (DP) accounts, which will be periodically downloaded from NSDL/CDSL, will be deemed to be your registered e-mail address for serving notices/documents including those covered under Section 136 of the Companies Act, 2013 read with rule 11 of the Companies (Accounts) Rules, 2014. Further in consonance with the MCA Circulars and the SEBI Circular dated May 12, 2020, in view of COVID-19 pandemic, the Notice of AGM and the Annual Report for the Financial Year 2025-26 is being sent only through electronic mode to all the Shareholders. The Notice of AGM and the copies of audited financial statements, Board's Report, Auditor's Report etc. will also be displayed on Company's website www.transwind.inand on the website of National Stock Exchange of India (NSE) www.nseindia.com. As per the green initiative taken by Ministry of Corporate Affairs, all the members are requested to ensure to keep their e-mail addresses updated with the Depository Participants to serve them documents/all communications including Annual Reports, Notices, Circulars etc. in electronic form.

17. **E- VOTING PROCESS:**
In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies(Management and Administration) Rules, 2014 and in pursuance to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 your Company is pleased to provide members facility to exercise their right to vote at the **29th Annual General Meeting** by electronic means and business may be transacted through e-voting services provided by National Securities Depository Limited (NSDL).It is hereby clarified that it is not mandatory for a member to vote using the E-voting facility and a member may avail of the facility at his/her discretions, subject to compliance with the instruction for E-Voting given below. In case of Members who are entitled to vote but have not exercised their right to vote by electronic means, the Chairman of the Company may order a poll on his own motion in terms of Section 109 of the Companies Act, 2013for the businesses specified in the accompanying notice. For abundant clarity, in the event of poll, please note that the Members who have exercised their right to vote by electronic means shall not vote by way of poll at the Meeting. The Company is pleased to offer e-voting facility for its Members to enable them to cast their votes electronically. The procedure and instructions for the same are as follows:

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

The Notice of the Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link www.evoting.nsdl.com or www.transwind.in.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTINGARE AS UNDER:-

The remote e-voting period begins on 22nd September, 2026 at 09:00 A.M. and ends on 24th September, 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 18th September, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 18th September, 2026.

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

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

Step 1: Access to NSDL e-Voting system

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

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

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

	3. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.comand click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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

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

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

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

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

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

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

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

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

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

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

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.
How to cast your vote electronically on NSDL e-Voting system?

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

General Guidelines for shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csabprofessinal@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 and 022 - 2499 7000 or send a request to (Name of NSDL Official) at evoting@nsdl.co.in

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@transwind.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@transwind.in. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email IDcorrectly in their demat account in order to access e-Voting facility.

OTHER INSTRUCTION/INFORMATION

a) Mr. Abhishek Chhajed, Partner of M/s. SCS and Co. LLP, Company Secretaries, Ahmedabad has been appointed as the Scrutinizer to scrutinize the remote e-voting & e-voting process in a fair and transparent manner.

b) The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company i.e. www.transwind.inand on the website of NSDL after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be communicated to the Stock Exchange viz. National Stock Exchange of India Limited.

c) 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.

d) The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF SPECIAL BUSINESSES MENTIONED IN THE NOTICE OF 29ST ANNUAL GENERAL MEETING

Item No. [3]: Appointment of Statutory Auditors of the Company

The present Statutory Auditors of the Company, M/s. Gattani & Associates, Chartered Accountants (Firm Registration No. 103097W), shall complete their existing term upon the conclusion of the 29th Annual General Meeting of the Company.

Based on the recommendation of the Audit Committee, the Board of Directors, at its meeting held on 20th August, 2026 has recommended the appointment of M/s. Nilesh K Agarwal & Co., Chartered Accountants (Firm Registration No. 124884W Peer Review Certificate No 026711) as the Statutory Auditors of the Company for a term of five (5) consecutive years, commencing from the conclusion of the 29th Annual General Meeting until the conclusion of the 34th Annual General Meeting of the Company to be held in the year 2031, at such remuneration as may be determined by the Board of Directors in consultation with the Statutory Auditors.

M/s. Nilesh K Agarwal & Co., have conveyed their consent to act as the Statutory Auditors of the Company and have confirmed that their appointment, if made, would be in accordance with the provisions of Sections 139, 141 and other applicable provisions of the Companies Act, 2013, read with the Rules framed thereunder. They have further confirmed that they satisfy the criteria relating to independence and are eligible for appointment as Statutory Auditors of the Company.

The Board is of the opinion that the appointment of M/s. Nilesh K Agarwal & Co., as the Statutory Auditors of the Company is in the best interest of the Company and accordingly recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval of the Members.

None of the 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.

Item No. [4]: Re - Appointment of Mr. Nishant Mathuraprasad Pandey (DIN: 01915127), as Whole-Time Director - executive director of the company for the term of 3 years:

Shareholders are being informed that the Board of Directors, on the recommendation of Nomination and Remuneration Committee, in their meeting held on 20th August 2026 have re-appointed Mr. Nishant Mathuraprasad Pandey as Whole Time Director for a period of 3 years i.e. from 5th February 2027 to 4th February 2030 subject to approval of members.

The major terms of the remuneration of Whole- Time Director are as under:

I. PERIOD:

The term of the Whole Time Director shall be for a period of three years from 5th February 2027 to 4th February 2030.

II. REMUNERATION:

A. SALARY:

The Whole Time Director shall be entitled to monthly salary up to Rs. 1,50,000/- excluding of all Perquisites and Commission with annual increment up to 10 % with the approval by the Board.

III. The Whole Time Director shall be entitled to reimbursement of expenses incurred by him in connection with the business of the Company.

IV. DUTIES:

Subject to the superintendence, direction and control of the Board of Directors of the Company, the Whole Time Director shall be entrusted with substantial powers of management and also such other duties and responsibilities as may be entrusted to him by the Board of Directors from time to time. The headquarter of the Whole Time Director shall be at Ahmedabad or at such place as the Board of Directors may decide from time to time.

V. TERMINATION:

The Whole Time Director may be removed from his office for gross negligence, breach of duty or trust if the Company in its General Meeting to that effect passes a special Resolution. The Whole Time Director may resign from his office by giving 30 days' notice to the Company.

VI. COMPENSATION:

In the event of termination of office of Whole Time Director takes place before the expiration of tenure thereof, Whole Time Director shall be entitled to receive compensation from the Company for loss of office to the extent and subject to limitation as provided under section 202 of the Companies Act, 2013.

The following are the information required under Section II of Part II of Schedule V of the Companies Act, 2013:

Sr. No		Particulars	Information
I	**GENERAL INFORMATION**		
	1	Nature of industry	Infrastructure industry
	2	Date or expected date of commencement of commercial production	Already Commenced
	3	In case of new companies , expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A.
	4	Financial performance based on given indicators	Rs. 22.26 Crore turnover (2025-26)
	5	Foreign investments or collaborations, if any.	NIL
II	**INFORMATION ABOUT THE APPOINTEE**		
	1	Background details	Mr. Nishant M Pandey has done Masters in International Business Management from Bedfordshire University, London. He will leads technical team and focus on project management and executions and also involve in business development and building business relationship.
	2	Past remuneration	Not Applicable
	3	Recognition or awards	-
	4	Job profile and his suitability	Mr. Nishant M Pandey has experience of more than 13 years in business development and building business relationship.
	5	Remuneration proposed	Up to Rs. 1,50,000 p.m. Excluding Perquisites with annual increment up to 10 % with the approval by the Board.
	6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w. r. t the country of his origin.)	Remuneration is in commensurate with experience & qualifications.

	7	Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel, if any	Mr. Nishant M. Pandey is the Promoter Group Shareholders of the Company.
III		OTHER INFORMATION	
	1	Expected increase in productivity and profits in measurable terms	Turnover expected to increase
IV		DISCLOSURES	
	1	The following disclosure shall be mentioned in the Board of Director's report under the heading "Corporate Governance" , if any , attached to the annual report:	Yes
	1(i)	All elements of remuneration package such as salary, benefits, bonuses, stock, stock options, pension, etc., of all the directors;	As mentioned above
	1(ii)	Details of fixed component and performance linked incentives along with the performance criteria;	No performance linked incentives.
	1(iii)	Service contracts, notice period, severance fees;	30 days' Notice.
	1(iv)	Stock option details , if any , and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable;	N.A.

The Board recommends the resolution for your approval as a Special Resolution.

Item No. [5]: Re - Appointment of Mr. Pankaj Kumar Dubey (DIN: 07787184), as Whole-Time Director - executive director of the company for the term of 3 years:

Shareholders are being informed that the Board of Directors, on the recommendation of Nomination and Remuneration Committee, in their meeting held on 20th August 2026 have re-appointed Mr. Pankaj Kumar Dubey as Whole Time Director for a period of 3 years i.e. from 21st August 2026 to 20th August 2029 subject to approval of members.

The major terms of the remuneration of Whole- Time Director are as under:

I. PERIOD:

The term of the Whole Time Director shall be for a period of three years from 21st August 2026 to 20th August 2029.

II. REMUNERATION:

A. SALARY:

The Whole Time Director shall be entitled to monthly salary up to Rs. 1,00,000/- inclusive of all Perquisites and Commission with annual increment up to 10 % with the approval by the Board.

III. The Whole Time Director shall be entitled to reimbursement of expenses incurred by him in connection with the business of the Company.

IV. DUTIES:

Subject to the superintendence, direction and control of the Board of Directors of the Company, the Whole Time Director shall be entrusted with substantial powers of management and also such other duties and responsibilities as may be entrusted to him by the Board of Directors from time to time. The headquarter of the Whole Time Director shall be at Ahmedabad or at such place as the Board of Directors may decide from time to time.

V. TERMINATION:

The Whole Time Director may be removed from his office for gross negligence, breach of duty or trust if the Company in its General Meeting to that effect passes a special Resolution. The Whole Time Director may resign from his office by giving 30 days' notice to the Company.

VI. COMPENSATION:

In the event of termination of office of Whole Time Director takes place before the expiration of tenure thereof, Whole Time Director shall be entitled to receive compensation from the Company for loss of office to the extent and subject to limitation as provided under section 202 of the Companies Act, 2013.

The following are the information required under Section II of Part II of Schedule V of the Companies Act, 2013:

Sr. No		Particulars	Information
I	**GENERAL INFORMATION**		
	1	Nature of industry	Infrastructure industry
	2	Date or expected date of commencement of commercial production	Already Commenced
	3	In case of new companies , expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A.
	4	Financial performance based on given indicators	Rs. 22.26 Crore turnover (2025-26)
	5	Foreign investments or collaborations, if any.	NIL
II	**INFORMATION ABOUT THE APPOINTEE**		
	1	Background details	Mr. Pankaj Kumar Dubey is a Graduate from Deen Dayal Upadhyay Gorakhpur University, Gorakhpur
	2	Past remuneration	Rs. 75000 p.m. including Perquisites
	3	Recognition or awards	-
	4	Job profile and his suitability	Mr. Pankaj Kumar Dubey has 23 years of experience in execution of S & T Projects and City Gas Distribution Projects and day to day administrative operations of the Company.
	5	Remuneration proposed	Up to Rs. 1,00,000 p.m. Including Perquisites with annual increment up to 10 % with the approval by the Board.
	6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w. r. t the country of his origin.)	Remuneration is in commensurate with experience & qualifications.
	7	Pecuniary relationship directly or indirectly with the company or relationship with the managerial	Mr. Pankaj Kumar Dubey is the Whole Time Director of the Company.

		personnel, if any	
III		OTHER INFORMATION	
	1	Expected increase in productivity and profits in measurable terms	Turnover expected to increase
IV		DISCLOSURES	
	1	The following disclosure shall be mentioned in the Board of Director's report under the heading "Corporate Governance" , if any , attached to the annual report:	Yes
	1(i)	All elements of remuneration package such as salary, benefits, bonuses, stock, stock options, pension, etc., of all the directors;	As mentioned above
	1(ii)	Details of fixed component and performance linked incentives along with the performance criteria;	No performance linked incentives.
	1(iii)	Service contracts, notice period, severance fees;	30 days' Notice.
	1(iv)	Stock option details , if any , and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable;	N.A.

The Board recommends the resolution for your approval as a Special Resolution.

ANNEXURE TO THE NOTICE

BRIEF PARTICULARS/PROFILE OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT PURSUANT TO THE PROVISIONS OF REGULATION 26(4) & 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD 2 ISSUED BY ICSI:

Name of Directors	Mr. Mithilaish Koushal Dubey	Mr. Nishant Pandey	Mr. Pankaj Kumar Dubey
Age (in years)	56	37	44
Date of Birth	01/07/1969	04/03/1989	05/09/1982
Date of Appointment	12/10/2018	05/02/2024	07/04/2017
Qualifications	Graduate	Post Graduate	Graduate
Experience / Expertise	He brings a remarkable track record spanning over three decades in Business Development and Marketing	Mr. Nishant M Pandey has done Masters in International Business Management from Bedfordshire University, London. He will lead technical team and focus on project management and executions and also involve in business development and building business relationship.	With over two decades of dedicated experience in the infrastructure industry, he has solidified his reputation as a seasoned expert in successfully overseeing infrastructure projects. .
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid	As per the resolution at item of the Notice convening this Meeting	As per the resolution at item of the Notice convening this Meeting	As per the resolution at item of the Notice convening this Meeting
Remuneration last drawn by such person, if any.	-	Rs. 100000 p.m. including perquisites	Rs. 75000 p.m. including perquisites
Shareholding in the Company	-	110000 Equity shares	24000 Equity shares
Relationship with other Directors, Manager and other KMP of the Company	Not related to any Director/KMP	Not related to any Director/KMP. Mr. Nishant M. Pandey is also a Promoter shareholder.	Not related to any other Director/KMP
Number of Meetings of the Board attended during the year	5	5	5
List of other Companies in which Directorships held	-	M. V. Omni Energy Limited	-
List of Private Limited Companies in which Directorships held	M. V. Omni Exim Private Limited	Unicus Infracon Private Limited	-
Chairman/Member of the Committees of Directors of other Companies	-	-	-
Justification for choosing the appointee for appointment as Independent Directors	On the basis of their skills, performance evaluation, extensive and enriched experience in diverse areas and suitability to the Company.	On the basis of their skills, performance evaluation, extensive and enriched experience in diverse areas and suitability to the Company.	On the basis of their skills, performance evaluation, extensive and enriched experience in diverse areas and suitability to the Company.

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TRANSWINDINFRASTRUCTURESLIMITED
CIN:L45203GJ1997PLC032347
Regd.Office:74,NewYorkTower- A,Opp. Jain Derasar, S.G. Highway, Thaltej,
Ahmedabad-380054Email:cs@transwind.in
Website:www.transwind.inTel.91-79-26854899

ATTENDANCESLIP
(To be presented at the entrance)

I/We, hereby record my/our presence at the 29thAnnual General Meeting of the Company to be held on Friday, the 25th September, 2026 at 04.00 P.M. at registered office of the company at 74 - New York Tower A, Sarkhej - Gandhinagar Highway, Thaltej, Ahmedabad, Gujarat 380054.

FolioNo./DPIDNo./ClientIDNo.____

Name of the Member________________________________Signature_______________

Name of the Proxy holder_____________________________Signature_______________

1. Only Member/Proxy holder can attend the Meeting.
2. Member/Proxyholder should bring his/her copy of the Annual Report for reference at the Meeting.

FORM NO. MGT-11

PROXY FORM

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

TRANSWIND INFRASTRUCTURES LIMITED

CIN:L45203GJ1997PLC032347

Regd. Office: 74, New York Tower- A, Opp. Jain Derasar, S. G. Highway, Thaltej, Ahmedabad -380054 Email: cs@transwind.in

Website: www.transwind.in Tel. 91-79-26854899

Name of the Member(s) :	
Registered Address:	
E mail Id:	
Folio No / Client	
DP ID:	

I / We, being the member(s) holding _____________ equity shares of the above-named Company, hereby appoint:

(1)Name____

Address____

Email ID_______________________________ Signature____ or failing him/her

(2)Name____

Address____

Email ID_______________________________ Signature____ or failing him/her

(3)Name____

Address____

Email ID____ Signature_______________________________

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 29th Annual General Meeting of the Company to be held on Friday, the 25th September, 2026 at 04.00 P.M. at registered office of the company at 74 - New York Tower A, Sarkhej - Gandhinagar Highway, Thaltej, Ahmedabad, Gujarat 380054 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Description	For*	Against*
1	**Ordinary Resolution** for adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2026, the reports of the Board of Directors and Auditors thereon.		
2	**Ordinary Resolution** for re-appointment of Mr. Mithilaish Koushal Dubey, liable to retire by rotation and being eligible, offers herself for re-appointment.		
3	Appointment of Statutory Auditor of the Company for the term of 5 years		
4	Re - Appointment of Mr. Nishant Mathuraprasad Pandey (DIN: 01915127), as Whole-Time Director - executive director of the company for the term of 3 years		
5	Re - Appointment of Mr. Pankaj Kumar Dubey (DIN: 07787184), as Whole-Time Director - executive director of the company for the term of 3 years		

Signed this ___________ day of September, 2026.

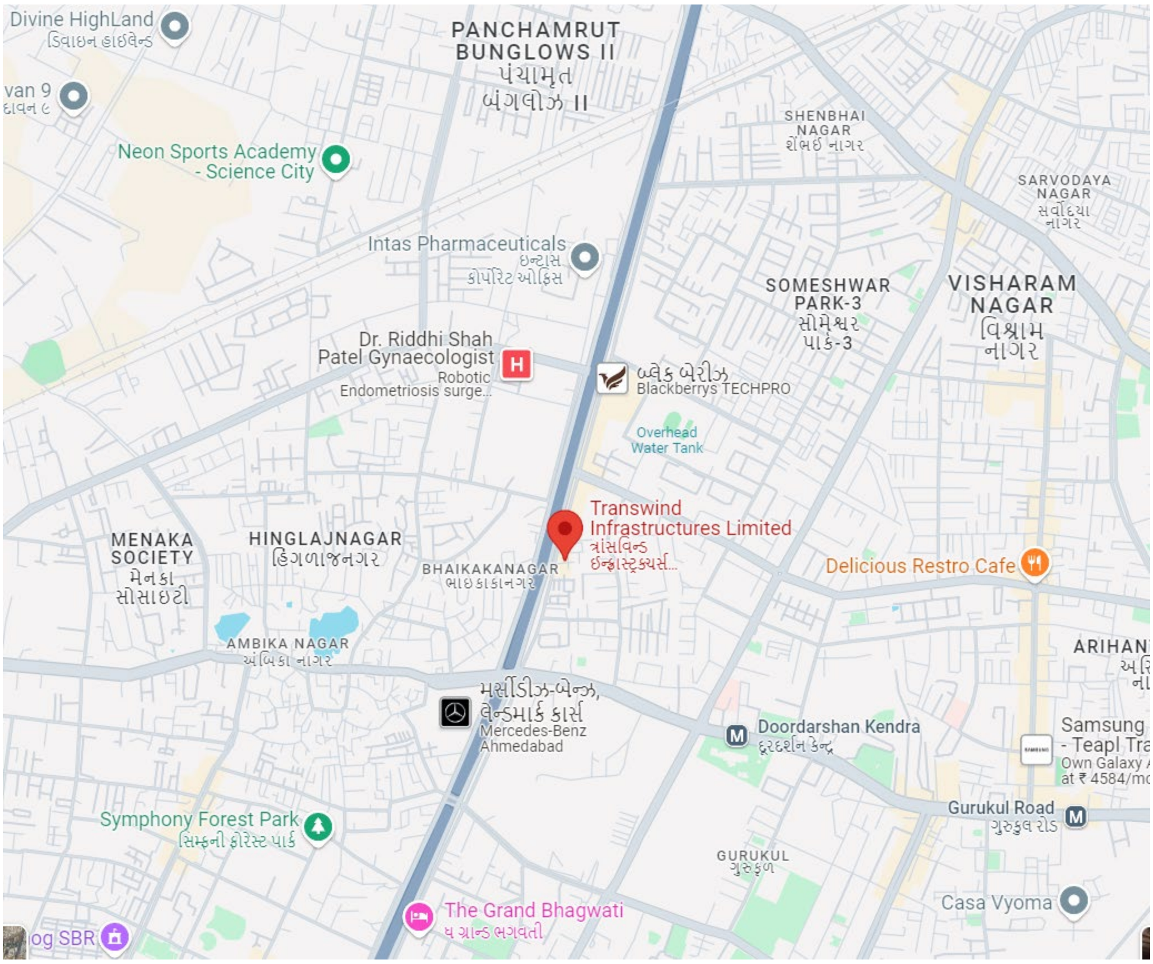
Signature of Shareholder ____________________________________

Signature of Proxy holder(s) _________________________________

***NOTE:**

1. Please put (✓) or (x) in the box in the appropriate column against the respective resolutions. If you leave the For or Against column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she deems fit.
2. A Proxy need not be a Member of the Company. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of not more than fifty Members and holding in aggregate not more than ten percent of the total Share Capital of the Company carrying voting rights. Members holding more than ten percent of the total Share Capital of the Company carrying voting rights may appoint a single person as Proxy, who shall not act as Proxy for any other Member.
3. This form of Proxy, to be effective, should be deposited at the Registered Office of the Company at 74, New York Tower-A, Opp. Jain Derasar, S. G. Highway, Thaltej, Ahmedabad-380054 not less than FORTY-EIGHT HOURS before the commencement of the aforesaid meeting.

Rout location of the venue of the Annual General Meeting



E-COMMUNICATION REGISTRATION FORM
(Only for members holding shares in physical form)

Date:

To,
Link Intime India Private Limited,
506-508, Amarnath Business Centre-1 (ABC-1),
Besides Gala Business Centre,
Near St. Xavier's College Corner,
Off C. G. Road, Ahmedabad 380 006

UNIT – TRANSWIND INFRASTRUCTURES LIMITED

Dear Sir,

Sub: Registration of E-mail ID for serving of Notices / Annual Reports through electronic mode by Company

We hereby register our E-mail ID for the purpose of receiving the notices, Annual Reports and other documents / information in electronic mode to be sent by the Company.

Folio No.:	
E-mail ID:	
Name of the First / Sole Shareholder:	
Signature:	

Note: Shareholder(s) are requested to notify the Company as and when there is any change in the e-mail address.