

LAXMIPATI ENGINEERING WORKS LIMITED

Date: 28.02.2026

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

Scrip ID / Code / ISIN : LAXMIPATI / 537669 / INE920P01019

Subject : Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Notice of Postal Ballot (including remote evoting)

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') we are submitting herewith the copy of the Postal Ballot notice dated February 24, 2026 ('Postal Ballot Notice') seeking consent of members of the Company by means of Postal Ballot through remote e-voting for the Resolution as set out in the Notice.

In accordance with circulars issued by Ministry of Corporate Affairs (MCA) from time to time, the Notice has been sent only through electronic mode to those shareholders whose email addresses are registered with the Company's Registrar and Share Transfer Agent viz., Bigshare Services Private Limited/Depository(ies)/Depository Participants and whose names appear in the Register of Members/list of Beneficial Owners as on the cut-off date, i.e., Wednesday, February 25, 2026. The Notice contains the procedure to get the email address registered for those shareholders who have not yet registered their email address. The Company has engaged the services of CDSL for Remote E-voting process.

The following calendar of events in connection with the postal ballot process for seeking consent of members of the Company for the Resolution as set out in the postal ballot Notice:

Sr. No.	Particulars	Schedule
1	Cut - off Date for identification of voting rights of the members	Wednesday, February 25, 2026
2	Date and time of commencement of remote e-voting	Monday, March 2, 2026 9.00 AM (IST)
3	Date and time of end of remote e-voting	Tuesday, March 31, 2026 5.00 PM (IST)
4	Submission of report by the Scrutinizer	On or before Thursday, April 02, 2026
5	Date of declaration of results of voting	On or before Thursday, April 02, 2026

LAXMIPATI ENGINEERING WORKS LIMITED

Kindly take the same on your records.

Yours Faithfully,
For Laxmipati Engineering Works Limited

Rakesh Govindprasad Sarawagi
Director
DIN: 00005665

Encl: As above
Place: Surat



LAXMIPATI ENGINEERING WORKS LIMITED

NOTICE OF POSTAL BALLOT

Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, and applicable Circulars issued by the Ministry of Corporate Affairs, Government of India, from time to time.

Dear Member(s),

Notice is hereby given that pursuant to the provisions of section 108 & 110 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as "the Act") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (hereinafter referred to as "the Rules"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by Institute of Company Secretaries of India, General Circulars No.14/2020 dated 8th April, 2020, No. 17/2020 dated 13th April, 2020, No. 22/2020 dated 15th June, 2020, No. 33/2020 dated 28th September, 2020, No. 39/2020 dated 31st December, 2020, No. 10/2021 dated 23rd June, 2021, No. 20/2021 dated 8th December, 2021, No. 03/2022 dated 5th May, 2022, No. 10/2022 dated 28th December, 2022, No. 09/2023 dated September 25, 2023, No. 09/2024 dated September 19, 2024, and No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (herein after referred to as "MCA Circulars") and other applicable rules/regulations/guidelines/circulars/notifications (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), that the resolutions appended are proposed to be passed as Ordinary Resolution through Postal Ballot, only by way of remote electronic voting (e-voting).

In view of the MCA Circulars, companies can take all decisions requiring the approval of members, other than items of ordinary business or business where any person has a right to be heard, through the mechanism of Postal Ballot/e-voting in accordance with the provisions of the Act and Rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue. Further, in compliance of MCA Circulars, Laxmipati Engineering Works Limited (herein after referred to as "the Company") will send Postal Ballot Notice only by e-mail to all its members who have registered their e-mail addresses with the Registrar and Transfer Agent (herein after referred to as "RTA") of the Company or Depository/Depository Participants. Accordingly, hard copy of the Postal Ballot Notice along with postal ballot form and pre-paid business reply envelope is not being sent to the Members for this Postal Ballot process. This Postal Ballot is accordingly being initiated in compliance with the above MCA Circulars.

The communication of the assent or dissent of the Members would take place only through the remote e-voting system.

The explanatory statement pursuant to Sections 102 and 110 of the Act, pertaining to the said resolutions setting out the material facts concerning each item and the reasons thereof is annexed to this Postal Ballot Notice (“Notice”) and forms part of this Notice. The Postal Ballot Notice is also available on the website of the Company at www.laxmipatiengineering.com.

Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company, at its meeting held on Tuesday, February 24, 2026, has appointed Mr. Ranjit Binod Kejriwal, Practicing Company Secretary, as the Scrutinizer for conducting the Postal Ballot/E-voting process in a fair and transparent manner. The instructions for E-voting are given in notes forming part of this Notice. In the event the draft Resolution as set out in the Notice is assented by the requisite majority by means of Postal Ballot, only by way of e-voting, they shall be deemed to have been passed as Special Resolutions at a General Meeting. The Resolution, if passed by requisite majority, shall be deemed to have been passed on the last date specified by the Company for postal ballot, only by way of e-voting i.e. on Tuesday, March 31, 2026.

Pursuant to Section 108 of the Act, read with Rule 20 of the Rules and Regulation 44 of the SEBI Listing Regulations, the Company has engaged the services of Central Depository Services Limited for the purpose of providing remote e-voting facility to its members for the Postal Ballot. Members desirous of exercising their vote through the remote e-Voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the ‘Notes’ section of this Notice for casting of votes by remote e-Voting. The E-voting facility will commence on Monday, March 2, 2026, 9:00 a.m. (IST) and will end on Tuesday, March 31, 2026, 5:00 p.m. (IST). E-Voting module will be blocked by CDSL at 5.00 p.m. on Tuesday, March 31, 2026, and voting shall not be allowed beyond the said date and time.

Upon completion of the scrutiny, in a fair and transparent manner, the Scrutinizer will submit their report to the Chairman of the Company or to the Company Secretary or any person authorized by Chairman. The results will be declared on or before Thursday, April 02, 2026, and shall be communicated to BSE Limited (“BSE”), where the equity shares of the Company are listed and will also be displayed on the Company’s website at www.laxmipatiengineering.com and website of CDSL at www.evotingindia.com The Board of Directors of the Company recommends approval of the members for the Resolution appended below.

SPECIAL BUSINESS:

ITEM NO. 1:

Approval of Material Related Party Transaction.

*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 188 and other applicable provisions of the Companies Act, 2013, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any Statutory modification(s) or re-enactment thereof for the time being in force) and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, (“SEBI Listing Regulations”), and the company’s policy on related party transactions, and subject to such approval(s),

consent(s), permission(s) as may be necessary from time to time and on the basis of the approval and recommendation of the audit committee and the board of directors of the company, the approval of the members of the company be and is hereby accorded to the company to enter/continue to enter into material related party transaction(s)/ contract(s)/ arrangement(s)/ agreement(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with entity falling within the definition of 'related party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, in the course of the business on such material terms and conditions as detailed in the in the below mentioned table, the explanatory statement to this resolution and as may be mutually agreed between related party and the company, provided that the said contract(s)/arrangement(s)/ transaction(s) shall be carried out in the ordinary course of business of the company and in respect of transactions with related party under Section 2(76) of the Act, are at arm's length basis.

Sr. No.	Name of related party	Type of transaction	Amount in Rs. Per annum)	Terms of contract	Name of interested person	Nature of relationship
1	Laxmipati Apparel Private Limited (CIN:U13999GJ2022PTC134493)	Availing or rendering of services	Upto 25 crores	The Company shall avail/render job work services relating to engineering work and fabrication as per business requirements. The job work shall be carried out as and when required, on a non-exclusive basis and in accordance with mutually agreed terms.	Rakesh Govindprasad Sarawagi, Sanjaykumar Govindprasad Sarawagi and Manoj Govindprasad Sarawagi.	Common Directors

Registered Office:

Office Block First Floor Pl. No.237/2 & 3 Sub Pl.No. A/25 Central Park Soc. G.I.D.C, Pandesara, Surat-394221, Gujarat, India

Date: February 24, 2026

Place: Surat

By Order of the Board of Directors,
For, **Laxmipati Engineering Works Limited**

Sd/-
Payu Bhardwaj
Company Secretary & Compliance officer
Membership No. A79654

NOTES:

1. The Ministry of Corporate Affairs (“MCA”) inter-alia vide its General Circulars No.14/2020 dated 8th April, 2020, No. 17/2020 dated 13th April, 2020, No. 22/2020 dated 15th June, 2020, No. 33/2020 dated 28th September, 2020, No. 39/2020 dated 31st December, 2020, No. 10/2021 dated 23rd June, 2021, No. 20/2021 dated 8th December, 2021, No. 03/2022 dated 5th May, 2022, No. 10/2022 dated 28th December, 2022, No. 09/2023 dated September 25, 2023, No. 09/2024 dated September 19, 2024, and No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs, Regulation 44 of Listing Regulations and other applicable rules/regulations/guidelines/circulars/notifications (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), that the resolutions appended is proposed to be passed as Special Resolutions through Postal Ballot, only by way of remote electronic voting (e-voting).
2. The Explanatory Statement pursuant to Section 102(1) of the Act read with the Rules, setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice is annexed hereto for your consideration.
3. In compliance with the provisions of Sections 108 and 110 of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“Rules”), Regulation 44 of Listing Regulations, the Company is pleased to provide voting by electronic means (“E-Voting”) facility to its Members, to enable them to cast their votes electronically. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide e-voting facility to its Members. Voting rights will be reckoned on the paid up value of share registered in the names of members on Wednesday, February 25, 2026.
4. The Company has appointed Mr. Ranjit Binod Kejriwal, Practicing Company Secretary (Membership No. 6116, CP No. 5985), to act as the Scrutinizer for conducting the postal ballot process, by way of only e-voting, in a fair and transparent manner.
5. In terms of the MCA Circulars, the Postal Ballot Notice is being sent only by email to those members who have registered their email addresses with their depository participants or with the Company's Registrar & Share Transfer Agent. The members whose email ids are not registered with the Company or Depository Participant(s) as on the Cut-off Date are requested to register their e-mail Ids by sending an e-mail citing subject line as "Laxmipati Engineering - Postal Ballot- Registration of e-mail Ids" to Registrar and Transfer Agent of the Company, i.e., Bigshare Services Private Limited at info@bigshareonline.com or to the Company at cs@laxmipatiengineering.com with name of registered member(s), folio number(s)/DP Id/Client Id and no. of equity shares held from the email address they wish to register to enable them to exercise their vote on special business as set out in the Postal Ballot Notice through remote e-voting facility provided by CDSL.
6. The voting rights of member(s) for e-voting shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date. Any 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 only shall be entitled to vote through e-voting. Any person who is not a member as on the cut-off date should treat this notice for information purpose only.
7. Dispatch of Notice shall be deemed to be completed on the day on which the Company sends out the Postal Ballot Notice by e-mail to the members of the Company.

8. A member cannot exercise his / her / its vote by proxy on Postal Ballot / E-Voting.
9. During the remote e-voting period, Members can login at CDSL e-voting platform any number of times till they have voted on the resolution. Once the vote on resolution is cast by a Member, whether partially or otherwise, Member shall not be allowed to change it subsequently or cast the vote again.
10. Resolutions, if approved, by the members by means of Postal Ballot /E-Voting are deemed to have been passed at a General Meeting of the members and the last date of the e- voting shall be the date on which the resolutions shall be deemed to have been passed, if approved by the requisite majority.
11. Any query in relation to the Resolutions proposed to be passed by this Postal Ballot may be addressed to Ms. Payu Bhardwaj, Company Secretary and Compliance Officer at email: cs@laxmipatiengineering.com or for any query / grievance with respect to e-voting, you can write and email to www.evotingindia.com.
12. Voting through Electronic Means ("E-voting"): In compliance with provisions of Section 108 & Section 110 of the Act read with Rule 20 and Rule 22 of the Rules, Regulation 44 of SEBI Listing Regulations and any other applicable provisions, the Company is pleased to offer remote e-voting facility to its members to cast their vote by electronic means through e-voting platform of CDSL. The E-voting facility is available at www.evotingindia.com.

THE INSTRUCTIONS TO SHAREHOLDERS FOR REMOTE E-VOTING:

- (i) Pursuant to the provisions of Section 108 and other applicable provisions of the Act read with the Rules and Regulation 44 of Listing Regulations, as amended, read with circular dated December 9, 2020 of SEBI on e-Voting Facility provided by Listed Entities, the Company is providing e-voting facility of CDSL to its Members to exercise their right to vote on the proposed resolutions by electronic means. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.
- (ii) The voting period begins on Monday, March 2, 2026 9.00 AM (IST) and ends on Tuesday, March 31, 2026 5.00 PM (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. Wednesday, February 25, 2026 may cast their vote electronically. The remote e-voting will not be allowed beyond the aforesaid date and time. the remote e-voting module shall be forthwith disabled by CDSL upon expiry of the aforesaid period. Once the vote on a resolution is being casted by the member, he/she shall not be allowed to change it subsequently or cast vote again.

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

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

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Pursuant to above said SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in Demat mode with CDSL Depository</p>	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 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 or joining virtual meeting & voting during the meeting. 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.com and 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 or click on 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.
<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<ol style="list-style-type: none"> 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 and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 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 and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	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.

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 toll free no. 1800 21 09911.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(iii) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders). <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (iv) After entering these details appropriately, click on “SUBMIT” tab.
- (v) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (vii) Click on the EVSN for Laxmipati Engineering Works Limited on which you choose to vote.
- (viii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (ix) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

- (x) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiii) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xiv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xv) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively, Non-Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@laxmipatiengineering.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 **Company/RTA email id**.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL), Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911.

EXPLANATORY STATEMENT:

(Pursuant to Section 102 and 110 of the Companies Act, 2013)

As required by Section 102 of the Companies Act, 2013 (the "Act"), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), the following Explanatory Statement sets out all material facts relating to the business mentioned under Item No. 1 of the accompanying Notice:

ITEM NO. 1:

APPROVAL OF MATERIAL RELATED PARTY TRANSACTION

Pursuant to the provisions of related party transaction under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") including any amendments thereto, all related party transactions that exceeds Rs. 50 Crore (Rupees Fifty Crores Only) or 10% (ten percent) of the annual consolidated turnover of the listed entity as per the last audited financial statements of the SME listed entity, whichever is lower shall be termed as Material Related Party Transactions and shall require prior approval of shareholders.

In view of the above threshold for determining the material related party transactions, the company seeks the approval of the shareholders to approve entering into contracts/arrangements with related parties mentioned below wherein the estimated value of proposed transactions is likely to exceed the materiality thresholds and conditions mentioned in the resolution. All the contracts/arrangements and the transactions with "related parties" are reviewed and approved by the Audit Committee.

The management has provided the Audit Committee with the relevant details of proposed RPT including material terms and basis of pricing. All the Independent Directors forming part of the Audit Committee, after due review of all relevant information and pursuant to Section 177 of the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, have accorded their approval for entering into the Related Party Transaction(s) between the Company and Laxmipati Apparel Private Limited for an aggregate value up to ₹5,00,00,000 (Rupees Five Crore only). Further, based on the business requirements and on the recommendation of the Audit Committee, the said transaction limit has been enhanced from ₹5,00,00,000 to ₹25,00,00,000 (Rupees Twenty-Five Crore only), subject to the approval of the Members of the Company. The Audit Committee has noted that the said transactions are in the ordinary course of business and at arm's length.

The details of transactions that require approval are given below, in accordance with SEBI Listing Regulations read with Industry Standards Forum note towards minimum information to be placed before the Shareholders are placed for approval:

SN	Particulars of the information	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 Transaction		
1.	Name of the related party	Laxmipati Apparel Private Limited (CIN: U13999GJ2022PTC134493)
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Manufacturing of textiles
A(2) Relationship and ownership of the related party		
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party — including nature of its concern (financial or otherwise) and the following:	Rakesh Govindprasad Sarawagi, Sanjaykumar Govindprasad Sarawagi and Manoj G Sarawagi are common directors.
	a) Shareholding of the listed entity / subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Nil
	b) 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
	c) Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Nil
A(3)Details of previous transactions with the related party		
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	Nil
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Nil

3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last three financial years.	Nil											
A(4) Amount of the proposed transactions													
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	Rs. 25 Crores											
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	49.90 %											
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	NA											
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	NA											
6.	Financial performance of the related party for the immediately preceding financial year (FY 2024-25)	<table border="1"> <thead> <tr> <th>Particulars</th> <th>FY2024-25 (Rs. in "00")</th> </tr> </thead> <tbody> <tr> <td>Revenue from operations</td> <td>0</td> </tr> <tr> <td>Other income</td> <td>328.77</td> </tr> <tr> <td>Profit After Tax</td> <td>202.77</td> </tr> <tr> <td>Net worth</td> <td>14471.97</td> </tr> </tbody> </table>	Particulars	FY2024-25 (Rs. in "00")	Revenue from operations	0	Other income	328.77	Profit After Tax	202.77	Net worth	14471.97	
Particulars	FY2024-25 (Rs. in "00")												
Revenue from operations	0												
Other income	328.77												
Profit After Tax	202.77												
Net worth	14471.97												
A(5) Basic details of the proposed transaction													
1.	Specific type of the proposed transaction	Availing or rendering of any services											
2.	Details of each type of the proposed transaction	At arms' length											

3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	1 year, April 1, 2026 through March 31, 2027
4.	Whether omnibus approval is being sought?	NA
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.	Upto Rs. 25 Crores.
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	<p>The Listed Entity is engaged in the business of heavy engineering and fabrication services. Entering into the proposed Related Party Transaction (RPT) for provision of job work and fabrication services with regards to heavy engineering is in the ordinary course of business and at arm's length basis.</p> <p>Such arrangements would be commercially beneficial to both entities, as they facilitate smooth and efficient business operations. The transactions ensure a consistent and uninterrupted supply of services in the desired quality and quantity, enabling better planning, execution, and timely completion of projects.</p> <p>Further, these transactions contribute to stable revenue generation and optimal capacity utilization for the Listed Entity, while also supporting the related party in meeting its operational and business requirements effectively. Accordingly, the proposed RPTs are in the overall interest of the Listed Entity and its stakeholders.</p>
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	<ol style="list-style-type: none"> 1. Rakesh Govindprasad Sarawagi 2. Sanjaykumar Govindprasad Sarawagi 3. Manoj G Sarawagi
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Rakesh Govindprasad Sarawagi jointly with Siddhi Vinayak Knots & Prints Private Limited holds 0.01% in Laxmipati Apparel Private Limited

8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9.	Other information relevant for decision making.	None
B(1) Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances		
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	NA
2.	Basis of determination of price.	NA
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	NA
	a. Amount of Trade advance	NA
	b. Tenure	NA
	c. Whether same is self-liquidating?	NA
4.	Any other information that may be relevant	NA

The Members may note that in terms of the provisions of the SEBI Listing Regulations, all related parties of the Company, whether or not a party to the proposed transaction(s), shall abstain from voting on the said resolution.

The Board Directors recommend the matter and the resolution set out under Item no. 1 for the approval of the Members by way of passing an Ordinary Resolution.

Pursuant to Section 102 of the Companies Act, 2013, the Board of Directors of the Company do hereby confirm that except the parties as aforementioned involved in this resolution and their relatives to the extent of their shareholding, none of its Director or Key Managerial Personnel and their immediate relatives are concerned or interested, financially or otherwise, in the aforesaid item no. 1.

Registered Office:

Office Block First Floor Pl. No.237/2 & 3 Sub
Pl.No. A/25 Central Park Soc. G.I.D.C, Pandesara,
Surat-394221, Gujarat, India

By Order of the Board of Directors,
For, **Laxmipati Engineering Works Limited**

Sd/-

Payu Bhardwaj

Date: February 24, 2026

Place: Surat

Company Secretary & Compliance officer
Membership No. A79654

ELECTRONIC VOTING PARTICULAR

EVSN (ELECTRONIC VOTING SEQUENCE NUMBER)
260224005

E-Voting shall start on Monday, March 2, 2026, (9.00 a.m.) and will be open till Tuesday, March 31, 2026 till the close of working hours (i.e. 5.00 p.m.).