

SANSERA ENGINEERING LIMITED

CIN: L34103KA1981PLC004542

Registered Office: Plant-7, No. 143/A, Jigani Link Road, Bommasandra Industrial Area, Anekal Taluk, Bengaluru 560105; **Telephone:** +91 80 27839081/82/83; **Fax:** +91 80 27839309

Website: www.sansera.in; **Email:** rajesh.modi@sansera.in

POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, each as amended and applicable circulars issued by the Ministry of Corporate Affairs, from time to time]

VOTING STARTS ON	VOTING ENDS ON	CUT-OFF DATE
Wednesday, June 17, 2026, from 9.00 am (IST)	Thursday, July 16, 2026, till 5.00 pm (IST)	Friday, June 12, 2026

Dear Members,

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, (**‘Act’**) (including any statutory modification or re-enactment thereof for the time being in force), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (**‘Rules’**), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘Listing Regulations’**), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (**‘SS-2’**), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs (**‘MCA’**) for holding general meetings/conducting postal ballot process through e-voting vide General Circulars Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (hereinafter collectively referred to as **‘MCA Circulars’**) and other applicable provisions of the Act, Rules, MCA Circulars and Notifications issued thereunder (including any statutory modifications or re-enactment thereof for the time being in force), the Special Resolutions as set out in this Postal Ballot Notice (**‘Notice’**) are proposed for consideration by the members of the Company through postal ballot by voting through electronic means (remote e-voting) only.

Pursuant to Sections 102 and 110 and other applicable provisions of the Act, the explanatory statement pertaining to the said Resolutions setting out the material facts and the reasons/ rationale thereof is annexed to this Notice for your consideration and forms part of this Notice.

In compliance with the aforesaid MCA Circulars, this Notice is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories/ Registrar and Transfer Agent (**‘RTA’**). Accordingly, a physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot.

If your email address is not registered with the Company/ Depositories/RTA, please follow the process provided in the Notes to receive this Notice. The communication of the assent or dissent of the Members would only take place through the remote e-voting system.

In compliance with Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules, the MCA Circulars and SS-2, the Company is providing remote e-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The Company has engaged the services of MUFG Intime India Private Limited (*formerly known as Link Intime India Private Limited*) (“**MUFG INTIME**”) for the purpose of providing remote e-voting facility to its members. The instructions for remote e-voting are appended to this Notice. The Notice is also available on the website of the Company www.sansera.in.

The Board of Directors of the Company has appointed CS Pramod SM or failing him CS Biswajit Ghosh of M/s. BMP & Co., LLP, a Practicing Company Secretary firm, Bengaluru as scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

Members desiring to exercise 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 forming part of the Notice for casting of votes by remote e-voting not later than 5.00 P.M. (IST) on Thursday, July 16, 2026. The remote e-voting facility will be disabled by MUFG INTIME immediately thereafter and will not be allowed beyond the said date and time.

SPECIAL BUSINESSES:

1) APPOINTMENT OF MS. RADHIKA GOVIND RAJAN AS INDEPENDENT DIRECTOR AND FIXING OF REMUNERATION.

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”) and the Companies (Appointment and Qualification of Directors) Rules, 2014, and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) including any statutory modification(s) or re-enactment thereof for the time being in force, and the Articles of Association of the Company, Ms. Radhika Govind Rajan, DIN: 00499485, having Registration No. IDDB-DI-202002-005153 of Director in Independent Director’s Data Bank, and who was appointed as an Additional Director designated as Non-Executive Independent Director by the Board of Directors with effect from May 20, 2026, on recommendation

of the Nomination & Remuneration Committee of the Company and in respect of whom notice under section 160 of the Act has been received from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, for a term of five (5) years commencing from May 20, 2026 up to May 19, 2031 (both days inclusive), and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT as Ms. Radhika Govind Rajan will attain the age of seventy-five (75) years during the said term of her appointment, and in terms of Regulation 17(1A) of the Listing Regulations which requires a Special Resolution to be passed for continuation of directorship of a Non-Executive Director who has attained or will attain the age of seventy-five years (75), the Company hereby specifically approves, by way of this Special Resolution, the continuance of Ms. Radhika Govind Rajan as a Non-Executive Independent Director of the Company notwithstanding her attaining the age of seventy-five years during the said tenure, for the remainder of her term ending May 19, 2031.

RESOLVED FURTHER THAT pursuant to Section 197, 198 read with Schedule V of the Act and other applicable provisions, Ms. Radhika Govind Rajan, DIN: 00499485, shall be entitled to receive fixed commission not exceeding Rs. 30.00 Lacs (Rupees Thirty Lacs only) per annum, plus sitting fees for attending the Board and Committee meetings and reimbursement of actual expenses incurred in connection with attending such meetings during her tenure as Independent Director of the Company as may be determined by the Board from time to time.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as the “Board” which expression shall also include any Committee duly constituted by the Board) be and is hereby authorised to perform all such acts, deeds, matters or things and take all such steps as may be necessary, proper or expedient to give effect to the aforesaid resolution.”

2) APPOINTMENT OF MR. DEEPAK KESHAV GHASIS AS INDEPENDENT DIRECTOR AND FIXING OF REMUNERATION.

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014, and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) including any statutory modification(s) or re-enactment thereof for the time being in force, and the Articles of Association of the Company, Mr. Deepak Keshav Ghaisas (DIN: 00001811), having Registration No. IDDB-DI-202001-005465 of Director in Independent Director’s Data Bank, and who was appointed as an Additional Director designated as Non-Executive Independent Director by the Board of Directors with effect from May 20, 2026, on recommendation

of the Nomination & Remuneration Committee of the Company and in respect of whom notice under section 160 of the Act has been received from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a term of five (5) years from May 20, 2026 till May 19, 2031 (both days inclusive,) and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to Section 197, 198 read with Schedule V of the Act and other applicable provisions, Mr. Deepak Keshav Ghaisas (DIN: 00001811), shall be entitled to receive fixed commission not exceeding Rs. 30.00 Lacs (Rupees Thirty Lacs only) per annum, plus sitting fees for attending the Board and Committee meetings and reimbursement of actual expenses incurred in connection with attending such meetings during his tenure as Independent Director of the Company as may be determined by the Board from time to time.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as the “Board” which expression shall also include any Committee duly constituted by the Board) be and is hereby authorised to perform all such acts, deeds, matters or things and take all such steps as may be necessary, proper or expedient to give effect to the aforesaid resolution.”

3) APPOINTMENT OF MR. VENKATARAM MAMILLAPALLE AS INDEPENDENT DIRECTOR AND FIXING OF REMUNERATION.

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014, and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) including any statutory modification(s) or re-enactment thereof for the time being in force, and the Articles of Association of the Company, Mr. Venkataram Mamillapalle (DIN: 02597033), having Registration No. IDDB-DI-202605-094749 of Director in Independent Director’s Data Bank, and who was appointed as an Additional Director designated as Non-Executive Independent Director by the Board of Directors, with effect from May 20, 2026, on recommendation of the Nomination & Remuneration Committee of the Company and in respect of whom notice under section 160 of the Act has been received from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a term of five (5) years from May 20, 2026 till May 19, 2031 (both days inclusive), and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to Section 197, 198 read with Schedule V of the Act and other applicable provisions, Mr. Venkataram Mamillapalle (DIN: 02597033), shall be entitled to receive fixed commission not exceeding Rs. 30.00 Lacs (Rupees Thirty Lacs only) per annum, plus

sitting fees for attending the Board and Committee meetings and reimbursement of actual expenses incurred in connection with attending such meetings during his tenure as Independent Director of the Company as may be determined by the Board from time to time.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as the “Board” which expression shall also include any Committee duly constituted by the Board) be and is hereby authorised to perform all such acts, deeds, matters or things and take all such steps as may be necessary, proper or expedient to give effect to the aforesaid resolution.”

Registered Office:

Plant-7, No.143/A, Jigani Link Road,
Bommasandra Industrial Area,
Anekal Taluk, Bengaluru 560105.

**By Order of the Board
Sansera Engineering Limited**

Sd/-

Rajesh Kumar Modi

Company Secretary

Membership No. F5176

Place: Bengaluru

Date: May 21, 2026

Notes:

1. The relevant Explanatory Statement pursuant to Section 102 and 110 of the Act read with Rule 22 of the Rules and SS-2, setting out material facts relating to the Resolutions and reasons thereof, is annexed hereto and forms part of this Notice.
2. In compliance with the MCA Circulars, the Company is sending this Notice only in electronic form to all the Members, whose names appear on the Register of Members of the Company or in the Register of Beneficial Owners maintained by National Securities Depository Limited (NSDL) & Central Depository Services (India) Limited (CDSL) (the ‘**Depositories**’) as on Friday, June 12, 2026, (the ‘**Cut-off date**’) and who have registered their email addresses in respect of electronic holdings with the Depository through the Depository Participants and in respect of physical holdings with the Company’s Registrar and Share Transfer Agent, MUFG INTIME (“**RTA**”).
3. Members may note that the aforesaid Notice has been uploaded on the website of the Company at www.sansera.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited and the National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively.
4. The voting rights of the Members shall be reckoned in proportion to the equity shares held by them on the Cut-off date. Only those Members holding shares either in physical form or dematerialized form as on the Cut-off date will be entitled to cast their votes by remote e-voting. A person who is not a member as on the Cut-off date should treat this Notice for information purposes only.
5. Members are requested to confirm their e-mail Id, or otherwise notify changes in the email Id, to RTA of the Company at: investor.helpdesk@in.mpms.mufg.com.
6. Resolution, if passed by the members through postal ballot is deemed to have been duly passed on the last date specified for the remote e-voting i.e. Thursday, July 16, 2026, in terms of SS-2. Resolution passed by Members with requisite majority, through postal ballot shall be deemed to have been passed at a general meeting of Members convened on that behalf.
7. Members are requested to intimate changes, if any, pertaining to their name, postal address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, to their Depository Participants (DPs) in case the shares are held by them in dematerialized form and to the RTA of the Company in case, the shares are held by them in physical form.
8. A member cannot exercise his/her vote by proxy on Postal Ballot.

9. All the documents referred to in this Notice and the Explanatory Statement pursuant to Section 102 of the Act will be available for inspection via electronic mode from the date of circulation of this Notice up to the date of declaration of Postal Ballot results. Members can inspect the same by writing an email to the Company at e-mail: rajesh.modi@sansera.in.
10. Brief details of the directors, being appointed as Independent Directors, are annexed hereto as per the requirement of regulation 36(3) of the Listing Regulations and the provisions of the Act.
11. In case of any query/grievance in connection with the Postal Ballot through remote e-voting process, Members may contact Mr. Rajiv Ranjan, Sr. Assistant Vice President – e-voting, MUFG INTIME by e-mail at - enotices@in.mpms.mufg.com, Tel: 022-4918 6000 or the Company at e-mail: rajesh.modi@sansera.in.
12. There will be one vote for every Client ID/registered folio number irrespective of the number of joint holders.
13. Results of voting shall be declared within 2 working days from the date of closure of e-voting.
14. The results along with the Scrutinizers' report would be intimated to the Stock Exchanges where securities of the Company are listed, Depositories and RTA and will be displayed on the Company's website www.sansera.in.
15. The Board of Directors of the Company has appointed CS Pramod SM or in his absence CS Biswajit Ghosh, partners of M/s. BMP & Co., LLP, a Practicing Company Secretary firm, Bengaluru as scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
16. The Scrutinizer, after scrutinizing the votes, will, not later than two working days from the conclusion of the meeting; make a consolidated scrutinizer's report which shall be placed on the website of the Company, i.e., www.sansera.in. The results shall simultaneously be communicated to the Stock Exchanges i.e., BSE and NSE.

17. Remote e-Voting Instructions for shareholders:

In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Rules; Regulation 44 of the Listing Regulations and in terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting facility to be provided by listed entities, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by MUFG INTIME, on the resolution set forth in this Notice. The instructions for e-voting are given below.

The remote e-voting facility is available at the following link: <https://instavote.linkintime.co.in>. The e-voting event number (EVEN) and period of remote e-voting are set out below:





EVEN	Commencement of e-voting	End of remote e-voting
260264	Wednesday, June 17, 2026 from 9.00 am (IST)	Thursday, July 16, 2026 till 5.00 pm (IST)

E-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by MUFG INTIME upon the expiry of the aforesaid period.

The individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

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	<p>METHOD 1 - NSDL OTP based login</p> <p>Visit URL: https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP. Enter the OTP received on your registered email ID/ mobile number and click on login. Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.</p> <p>METHOD 2 - NSDL IDeAS facility</p> <p><u>Shareholders registered for IDeAS facility:</u></p> <p>Visit URL: https://eservices.nsd.com and click on “Beneficial Owner” icon under “IDeAS Login Section”. Enter IDeAS User ID, Password, Verification code & click on “Log-in”. Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on “Access to e-Voting” under e-Voting services.</p>

	<p>Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.</p> <p><u>Shareholders not registered for IDeAS facility:</u></p> <p>To register, visit URL: https://eservices.nsdl.com and select “Register Online for IDeAS Portal” or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on “Submit”. Enter the last 4 digits of your bank account / generate ‘OTP’ Post successful registration, user will be provided with Login ID and password. Follow steps given above in points (a-d).</p> <div style="border: 1px solid black; padding: 5px; width: fit-content; margin: 10px auto;"> <p>Shareholders/ Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> </div> <div style="text-align: center; margin: 10px auto;">   </div> <div style="text-align: center; margin: 10px auto;">   </div> <p>METHOD 3 - NSDL e-voting website Visit URL: https://www.evoting.nsdl.com Click on the “Login” tab available under ‘Shareholder/Member’ section. Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on “Login”. Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.</p>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<p>METHOD 1 - CDSL e-voting page Visit URL: https://www.cdslindia.com. Go to e-voting tab. Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on “Submit”.</p>

	<p>System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account</p> <p>Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.</p> <p>METHOD 2 - CDSL Easi/ Easiest facility:</p> <p><u>Shareholders registered for Easi/ Easiest facility:</u></p> <p>Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or Visit URL: www.cdslindia.com, click on “Login” and select “My Easi New (Token)”.</p> <p>Enter existing username, Password & click on “Login”.</p> <p>Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.</p> <p><u>Shareholders not registered for Easi/ Easiest facility:</u></p> <p>To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration/ https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration.</p> <p>Proceed with updating the required fields for registration.</p> <p>Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).</p>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants.</p>	<p>Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.</p> <p>Login to DP website After Successful login, user shall navigate through “e-voting” option.</p>

	<p>Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.</p> <p>Post successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.</p>								
<p>Individual shareholders holding securities in physical mode/ Non-Individual Shareholders holding shares in Demat mode & Evoting service Provider is MUFG Intime India Private Limited (Formerly Link Intime India Private Limited)</p>	<p>Open the internet browser and launch the URL: https://instavote.linkintime.co.in</p> <p>► Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details:</p> <p>or User ID details as given below.</p> <table border="1" data-bbox="581 800 1409 1100"> <thead> <tr> <th>Manner of holding shares</th> <th>User ID</th> </tr> </thead> <tbody> <tr> <td>For Members who hold shares in demat account with CDSL</td> <td>16-digit beneficiary ID</td> </tr> <tr> <td>For Members who hold shares in demat account with NSDL</td> <td>8-character DP ID followed by 8-digit Client ID</td> </tr> <tr> <td>For Members who hold shares in physical form</td> <td>EVENT NO. + Folio Number registered with the Company</td> </tr> </tbody> </table> <p>B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.</p> <p>C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)</p> <p>D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.</p> <ul style="list-style-type: none"> • Shareholders holding shares in CDSL form, shall provide ‘C’ or ‘D’, above. • Shareholders holding shares in NSDL form, shall provide ‘D’ above • Shareholders/ members holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above. 	Manner of holding shares	User ID	For Members who hold shares in demat account with CDSL	16-digit beneficiary ID	For Members who hold shares in demat account with NSDL	8-character DP ID followed by 8-digit Client ID	For Members who hold shares in physical form	EVENT NO. + Folio Number registered with the Company
Manner of holding shares	User ID								
For Members who hold shares in demat account with CDSL	16-digit beneficiary ID								
For Members who hold shares in demat account with NSDL	8-character DP ID followed by 8-digit Client ID								
For Members who hold shares in physical form	EVENT NO. + Folio Number registered with the Company								

	<p>▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).</p> <p>▶ Click “confirm” (Your password is now generated).</p> <p>2. Click on ‘Login’ under ‘SHARE HOLDER’ tab.</p> <p>3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’.</p>
<p>Cast your vote electronically</p>	<p>After successful login, you will be able to see the notification for e-voting. Select ‘View’ icon.</p> <p>E-voting page will appear.</p> <p>1. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).</p> <p>2. After selecting the desired option i.e., Favour / Against, click on ‘Submit’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.</p>

Guidelines for Institutional Shareholders: (“Custodian / Corporate Body/ Mutual Fund”)

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on “Sign Up” under “Custodian / Corporate Body/ Mutual Fund”
- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person’s email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on “Investor Mapping” tab under the Menu section
- C. Map the Investor with the following details:
 - 1) ‘Investor ID’ – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.

- 2) 'Investor's Name - Enter Investor's Name as updated with DP.
- 3) 'Investor PAN' - Enter your 10-digit PAN.
- 4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on "Votes Entry" tab under the Menu section.
- c) Enter the "Event No." for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under "On-going Events".
- d) Enter "16-digit Demat Account No."
- e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.
- f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will see "Notification for e-voting".
- c) Select "View" icon for "Company's Name / Event number".
- d) E-voting page will appear.
- e) Download sample vote file from "Download Sample Vote File" tab.
- f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.
- g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE: Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional Shareholders:

Shareholders facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000

Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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.co.in or call at toll free no.: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800 22 55 33.

Individual Shareholders holding securities in Physical mode have forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of MUFG Intime: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under ‘SHARE HOLDER’ tab and further Click ‘forgot password?’
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/ her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain a minimum of 8 characters, at least one special character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter.

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

Process for those Members whose e-mail 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:

a) In case shares are held in physical mode please provide folio no., name of Member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), Aadhar (self-attested scanned copy of Aadhar card) by e-mail to investor.helpdesk@in.mpms.mufg.com .

b) In case shares are held in demat mode, please provide DP ID & Client ID (16-digit DP ID & Client ID 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 investor.helpdesk@in.mpms.mufg.com . If you are an individual member holding securities in demat mode, you are requested to refer to the login method explained above i.e., login method for e-voting for individual Member/shareholder holding securities in demat mode.

c) Alternatively, Members may send a request to enotices@in.mpms.mufg.com for procuring User ID and Password for e-voting by providing above mentioned documents.

d) In terms of SEBI circular dated December 9, 2020, on e-voting facility provided by listed companies, individual Members holding securities in demat mode are allowed to vote through their demat account maintained with depositories and depository participants. Members are required to update their mobile number and e-mail ID correctly in their demat account in order to access e-voting facility.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014.

ITEM NO. 1, 2 AND 3:

Based on recommendation of Nomination & Remuneration Committee (NRC), the Board of Directors appointed) Ms. Radhika Govind Rajan (DIN: 00499485), Mr. Deepak Keshav Ghaisas (DIN: 00001811) and Mr. Venkataram Mamillapalle (DIN: 02597033) as Additional Directors designated as Non-Executive Independent Directors of the Company at its meeting on May 20, 2026 whose office shall not be liable to retire by rotation, and who shall hold office for a period/ term of five (5) years i.e. from May 20, 2026 up to May 19, 2031 (both days inclusive) subject to approval of the members.

In terms of the Regulation 17(1C), 25(2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), appointment of Ms. Radhika Govind Rajan, Mr. Deepak Keshav Ghaisas and Mr. Venkataram Mamillapalle is subject to approval of shareholders of the Company within a period of three months from the date of appointment. It is therefore, proposed to obtain the approval of shareholders by way of Postal Ballot.

Further, Regulation 17(1A) of the Listing Regulations provides that no company shall appoint a person or continue the directorship of any person as a Non-Executive Director who has attained the age of seventy-five years unless a special resolution is passed to that effect. During the tenure of Ms. Radhika Govind Rajan (from May 20, 2026 to May 19, 2031), her age will exceed 75 years. Thus, as per the abovesaid provision of the Listing Regulations, approval of the members of the Company will be required by way of special resolution, so that she can continue as an Independent Director of the Company during her tenure even after attaining the age of seventy-five years.

The respective resolutions seek the approval of members for the appointment of Ms. Radhika Govind Rajan, Mr. Deepak Keshav Ghaisas and Mr. Venkataram Mamillapalle as Independent Directors of the Company including fixed commission not exceeding Rs. 30.00 Lacs per annum payable to each of them, respectively, for each financial year or part thereof during the period up to May 19, 2031 plus sitting fees for attending the Board and Committee meetings and reimbursement of actual expenses incurred in connection with attending such meetings, as may be determined by the Board of Directors from time to time, pursuant to Section 197, 198 read with Schedule V of Companies Act, 2013 (“Act”) along with other applicable provisions of the Act and the Rules made thereunder (including any statutory modification(s) or reenactment(s) thereof) and their office shall not be liable to retire by rotation. However, the total amount payable to all Independent Directors shall not exceed 1% per annum of the net profits of the Company calculated in accordance with the provisions of section 198 of the Act. The Company has, in terms of Section 160(1) of the Act, received in writing a notice from a member, proposing their candidature for the office of Director.

Ms. Radhika Govind Rajan, Mr. Deepak Keshav Ghaisas and Mr. Venkataram Mamillapalle have given their declaration to the Board that they meet the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations, and are not restrained or debarred from acting as Directors by virtue of any order passed by SEBI or any such authority and are eligible to be appointed as a Director in terms of Section 164 of the Act. In terms of Regulation 25(8) of SEBI Listing Regulations, they have confirmed that they are not aware of any circumstances or situation which exist or may be reasonably anticipated that could impair or impact their ability to discharge their duties. They have also given their consent to act as Independent Directors of the Company.

In the opinion of the Board, Ms. Radhika Govind Rajan, Mr. Deepak Keshav Ghaisas and Mr. Venkataram Mamillapalle are persons of integrity, possess the relevant expertise / experience and fulfils the conditions specified in the Act and the Listing Regulations for appointment as Independent Directors of the Company.

Given their skills and experience, and upon recommendation of NRC, the Board considers it desirable and in the interest of the Company to have Ms. Radhika Govind Rajan, Mr. Deepak Keshav Ghaisas and Mr. Venkataram Mamillapalle on the Board of the Company and accordingly the Board recommends their appointment as Independent Directors including payment of a fixed commission not exceeding Rs. 30.00 Lacs per annum to each of them, respectively, together with sitting fees and reimbursement of actual expenses, as proposed in the resolution set out at Item No. 1, 2 and 3, for approval by the members by way of Special Resolution.

Further, it is informed that the second term of Mrs. Revathy Ashok (DIN: 00057539) and Mr. Muthuswami Lakshminarayan (DIN: 00064750), as Independent Directors of the Company shall conclude on July 27, 2026 and upon completion of their respective terms of office, they shall cease to hold office as Independent Directors of the Company with effect from the close of business hours on the said date.

The letters of appointment of each Independent Director setting out the terms and conditions of appointment are available for inspection by members at the Registered Office of the Company during business hours on all working days (except Saturdays, Sundays and Public Holidays) up to the last date of e-voting and also would be available for inspection by the members, by writing an email to the Company at rajesh.modi@sansera.in. The additional information required under Regulation 36 of the Listing Regulations, and applicable Secretarial Standards is annexed as Annexure-I.

Except Ms. Radhika Govind Rajan, Mr. Deepak Keshav Ghaisas and Mr. Venkataram Mamillapalle and/or their relatives, no other Director, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

Registered Office:

Plant-7, No.143/A, Jigani Link Road
Bommasandra Industrial Area
Anekal Taluk, Bengaluru 560105

By Order of the Board
Sansera Engineering Limited

Sd/-
Rajesh Kumar Modi
Company Secretary
Membership No. F5176

Place: Bengaluru

Date: May 21, 2026

Annexure 1

Details pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, is given hereunder:

Name	Ms. Radhika Govind Rajan	Mr. Deepak Keshav Ghaisas	Mr. Venkataram Mamillapalle
DIN	00499485	00001811	02597033
Nationality	United States of America	Indian	Indian
Date of Birth, Age	23/04/1956, 70 years	19/11/1957, 69 years	03/04/1968, 58 years
Date of First Appointment on the Board	May 20, 2026	May 20, 2026	May 20, 2026
Brief Resume, Experience and Nature of Expertise in specific functional areas	<p>Ms. Radhika Govind Rajan is Executive Vice President at DSP Investment Pvt Ltd., the Family Office of Hemendra Kothari in Mumbai. She manages the investments of this Family office and has been with the group since July 2011. Her special focus is Private Equity and Venture investments for the Family Office.</p> <p>Ms. Radhika has over 40 years of experience in the financial markets, in New York till 2011, and in Mumbai, India to date since then.</p> <p>Ms. Radhika has focused on India as an investment destination since 1999, when she made a brief foray into the IT sector, as one of the earliest team members of Mphasis. Mphasis is now amongst the top ten listed IT services companies in India. She was with the TCG Group in New York setting up an Indian Equities Hedge Fund and</p>	<p>Mr. Deepak Keshav Ghaisas aged about 69 years is a distinguished Indian entrepreneur and investor with a notable career spanning the software, biotechnology and venture capital sectors. He began his journey in the software industry in 1987 and joined I-flex Solutions Ltd. in 1993 as the Chief Financial Officer (CFO) for global operations. In 1997, he expanded his role to become the Chief Executive Officer (CEO) of India operations while continuing as CFO and eventually served as Director and Vice Chairman of the company.</p> <p>After his impactful tenure at I-flex, Mr. Deepak transitioned into the biotechnology sector, where he currently serves as Chairman of Gencoval Strategic Services, focusing on strategic development and innovation in healthcare and biotech industries.</p> <p>As a co-founder and advisor at Exfinity Venture Partners, he plays a pivotal role in</p>	<p>Mr. Venkataram Mamillapalle is a Mechanical Engineering graduate from RVS College of Engineering, Madurai Kamaraj University. He brings nearly 32 years of international and multi-cultural experience in the global automotive industry, with deep expertise in procurement and global sourcing, supply chain and logistics, material management, project management, quality assurance and business development, including experience in setting up departments and processes from inception.</p> <p>Most recently, Mr. Venkataram served as Chief Executive Officer & Managing Director of Renault India Private Limited, from which position he has retired. During his tenure with the Renault group (since 2014), he also served as Regional Purchasing Head for Renault Nissan Mitsubishi in Russia</p>

	<p>advising TCG and several other private equity groups on US start-ups and proposed investments in the US-India corridor. Prior to 1999, Ms. Radhika worked as a global-macro proprietary trader at different large financial institutions like JP Morgan (formerly Chemical Bank), Itochu, UBS, Bank of America and Bank of Montreal. She holds an MSc degree from the Indian Institute of Technology, Bombay and holds an MBA equivalent degree from India's top-ranked business school, the Indian Institute of Management, Ahmedabad. She served as an Independent Director on the Boards of Sonata Software Limited, and 3M India, Health & Glow Pvt. Ltd and an advisor to several Indian start-ups. Currently she is an Independent Director in Exide, Bayer CropScience Limited. Ms. Radhika was an invited contributing author of "The Global Internet Economy," a book published by MIT Press in 2003. She is a Charter Member of TIE Tristate, the New York based chapter of TIE, a global association of entrepreneurs active in accelerating the</p>	<p>supporting early-stage technology startups, leveraging his extensive experience to guide emerging ventures. He holds several prominent positions in governance and institutional leadership. He is the Chairman of the Board of Governors at the Indian Institute of Information Technology, Design and Manufacturing (IIITDM) Jabalpur and Chairperson at IIIT Nagpur. He also serves as the Chairperson of Mindspace Business Parks REIT and has previously held Directorships at Shoppers Stop Ltd. and The Ugar Sugar Works Ltd. Additionally, he was a Member of the Board of Governors at IIT Kanpur from 2018 to 2024. A commerce graduate, Mr. Deepak is a Fellow of the Institute of Chartered Accountants of India (ICAI), the Institute of Cost and Works Accountants of India (ICWA), and the Institute of Company Secretaries of India (FCS). His contributions to industry policy and development are notable through his service on the NASSCOM Executive Council and the CII Executive Council for Western India. With a deep commitment to innovation and leadership, he continues to play a vital role in shaping India's technological and entrepreneurial landscape</p>	<p>and as Vice President, AVTOVAZ, Russia. As Chief Executive Officer & Managing Director of Renault India, he led the Company's India operations, including its market expansion, product launches and overall business performance.</p> <p>Prior to the Renault group, he held senior leadership positions including Senior Vice President (Purchasing, Quality and Logistics) at Tata Motors India, and Vice President (Global Purchasing and Supply Chain) at General Motors in India and Korea, where he led global purchasing operations spanning Korea, Japan, Vietnam and Israel. His earlier career includes leadership roles with Lombardini India Private Limited, Delphi Automotive Systems (US) and Eicher Tractors.</p> <p>Over the course of his career, Mr. Venkataram has led large multi-national teams across India, the United States, Korea, Japan, Vietnam, Israel, Uzbekistan and Russia, and has developed core competencies in strategic alliances and partnerships, quality assurance and control, vendor and supplier management, techno-commercial operations, human resource management and team leadership.</p>
--	--	--	---

	globalization of Indian business.		<p>Key accomplishments during his career include:</p> <ul style="list-style-type: none"> • Leading the India operations of Renault, including multiple product launches and growth in market share and industry ranking in the Indian passenger vehicle segment; • Managing large-scale global purchasing, supplier quality and supply chain operations, including multi-billion-dollar procurement portfolios at General Motors and Tata Motors; • Driving supplier development and quality improvement programmes, cost savings and process efficiencies across organisations; • Managing global supply chain crisis response, including during the 2011 Japan earthquake and tsunami, for which he was recognised for his crisis management.
Qualification	She holds MSc degree from the Indian Institute of Technology, Bombay and MBA equivalent degree from India's top-ranked business school, i.e., The Indian Institute of Management Ahmedabad.	He is a member of the Institute of Chartered Accountants of India (ICAI), the Institute of Cost and Works Accountants of India (ICWA), and the Institute of Company Secretaries of India (FCS).	B.Tech, Mechanical Engineering from RVS College of Engineering, Coimbatore.
No. of Board Meetings attended during the year 2026-27 till date as a director	-	-	-
Terms and conditions of appointment	As per the resolution in item no. 1 of this Notice read with the explanatory statement thereto.	As per the resolution in item no. 2 of this Notice read with the explanatory statement thereto.	As per the resolution in item no. 3 of this Notice read with the explanatory statement thereto.

Directorships held in other Public Companies alongwith listed companies from which the person has resigned in the past three years	Current Directorships: i. 3M India Limited– Independent Director ii. Exide Industries Limited– Independent Director iii. Bayer CropScience Limited- Independent Director	Nil	Nil
Memberships / Chairmanships of Committees of other Boards along with listed companies from which the person has resigned in the past three years. (includes only Audit Committee and Stakeholders’ Relationship Committee)	Current Memberships: Audit Committee: i. Bayer CropScience Limited – Chairperson ii. Exide Industries Limited – Member iii. 3M India Limited – Member Stakeholders Relationship Committee 3M India Limited – Chairperson	Nil	Nil
Number of shares held in the Company, including shareholding as a beneficial owner	Nil	Nil	Nil
Remuneration last drawn (excluding sitting fees)	Not applicable	Not applicable	Not applicable
Remuneration sought to be paid	As per the resolution in item no. 1 of this Notice read with the explanatory statement thereto	As per the resolution in item no. 2 of this Notice read with the explanatory statement thereto	As per the resolution in item no. 3 of this Notice read with the explanatory statement thereto
Relationships between Directors inter-se or with manager and other key managerial personnel	NIL	NIL	NIL
Occupation	Business	Professional	Professional