

Ref.: Sect/2026-27

Date: 15.04.2026

The General Manager
Corporate Relations Department
BSE Limited
Floor 25, P J Towers,
Dalal Street, Mumbai - 400 001.

Through: BSE Listing Centre

Scrip Code: 531472
Symbol: CYBELEIND

Dear Sir / Madam,

SUB: Intimation of Postal Ballot Notice – reg

In continuation with our letter dated 06.04.2026, we hereby enclose the Postal Ballot Notice dated April 16, 2026 ("Notice"), seeking the approval of the members of the Company in respect of the following resolutions by way of remote electronic voting ("e-voting").

1. Approval of Material Related Party Transactions with Cybele Electra Private Limited, Subsidiary Company, subject to approval of the Members.
2. Approval of Material Related Party Transactions with Cybele Electronics Private Limited, Subsidiary Company, subject to approval of the Members.
3. Approval of Material Related Party Transactions between Cybele Electra Private Limited and Cybele Electronics Private Limited, Subsidiary Companies, subject to approval of the Members.
4. Approval for creation of mortgage / charge on the assets of the Company under Section 180(1)(a) of the Companies Act, 2013, up to the limits as approved by the Board, subject to approval of the Members.

In accordance with the applicable laws and circulars issued by Ministry of Corporate Affairs, the said notice is being sent electronically to all the members whose names appear in the Register of Members/list of Beneficial Owners and whose email id is registered with depositories /depository participants as on **cut-off date i.e. Friday, 10 April, 2026**. The Company has engaged the services of National Securities Depository Limited ("NSDL"), to provide e-voting facility. **The remote e-voting period shall commence at 9.00 a.m. (IST) on Thursday, 16 April, 2026 and shall end at 5.00 p.m. (IST) on Friday, 15 May, 2026.**

CYBELE INDUSTRIES LTD.

138, SIDCO Industrial Estate, Ambattur, Chennai - 600 098, Tamilnadu, India.
Phone : 044 - 2625 4366 | secretarial@cybele.in | www.cybele.in
CIN : L31300TN1993PLC025063 | GST: 33AAACQ0100A1ZO

This Postal Ballot Notice will also be available on the Company's website at www.cybele.co.in and on the website of NSDL at www.evoting.nsdl.com. This is for your information and records.

This is for your information and records.

Thanking you,

Yours faithfully,
For **CYBELE INDUSTRIES LIMITED**

V SANTHOSH
Company secretary and Compliance Officer
Membership No: 74921
Encl: As above.

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CYBELE INDUSTRIES LIMITED
CIN: L31300TN1993PLC025063

Registered Office: No. 138, SIDCO Industrial Estate, Ambattur, Chennai – 600 098
Tel: +91 044-26254366, Email: secretarial@cybele.in; Website: www.cybele.in

POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, each as amended.]

REMOTE E-VOTING STARTS ON	REMOTE E-VOTING ENDS ON
Thursday, April 16, 2026, at 9:00 a.m. (IST)	Friday, May 15, 2026, at 5:00 p.m. (IST)

Dear Members,

NOTICE is hereby given pursuant to Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (“the Rules”), Regulation 44 and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI LODR”), the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India (“SS-2”), each as amended, from time to time and Circulars issued by the Ministry of Corporate Affairs, Government of India (“MCA”) viz. General Circulars No.14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020, No. 10/2021 dated June 23, 2021, No. 20/2021 dated December 08, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 (collectively referred to as “MCA Circulars”), to seek your approval in respect of the following Special Businesses through postal ballot by way of remote e-voting process only (“e-voting”)

An Explanatory Statement pursuant to the provisions of Section 102 and other applicable provisions of the Act read with the Rules, pertaining to the below resolutions setting out the material facts and the reasons/ rationale thereof, is appended and forms part of the Notice for your consideration.

Pursuant to the provisions of Sections 108, 110 and other applicable provisions of the Act, read with (i) Rule 20 and Rule 22 of the Rules, as amended; (ii) Regulation 44 of the SEBI Listing Regulations and (iii) MCA Circulars, the Company has provided remote e-voting facility, to its Members to enable them to cast their votes electronically. For this purpose, the Company has engaged the services of National Securities Depository Limited (“NSDL”) as the agency to provide remote e-voting facility.

In compliance with all the applicable Circulars issued by MCA and Securities Exchange Board of India („SEBI“) this Postal Ballot Notice is being sent only through electronic mode to those Members whose e- mail address is registered with the Company/Depository Participant(s)/RTA as on Friday, April 10, 2026 (“Cut-off date”). It is however, clarified that all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/RTA/ Depositories) shall be entitled to vote in relation to the aforementioned Resolutions in accordance with the process specified in this Notice. A person who is not a member as on the cut-off date should treat this notice of postal ballot for information purpose only. If the member’s e-mail address is not registered or updated with the Company/ Depository Participant(s), they may follow the process provided in the Notes hereunder to receive the Notice, and remote e-Voting instructions.

Members are requested to carefully read the instructions in this Postal Ballot Notice and record their assent (FOR) or dissent (AGAINST) through the remote E-voting process, not later than 17:00 hours IST on Friday, May 15, 2026. The Remote E-voting facility will be blocked by NSDL immediately thereafter and the Members will not be allowed to cast their votes beyond the said date and time.

Please note that there will be no dispatch of physical copies of Notice or Postal Ballot Forms to the Members of the Company, since such requirement is dispensed with as per the abovementioned MCA Circulars and consequently, no physical Ballot Forms are being dispatched and shareholders can vote only through remote E – Voting process.

Pursuant to Rule 22(5) of the Companies (Management & Administration) Rules, 2014, the Board of Directors (“Board”) of the Company, at its meeting held on Monday, April 06, 2026, has appointed Ms. Parimala Natarajan, Practicing Company Secretary FCS-5597, CP No.5239, as the Scrutinizer (“Scrutinizer”) for conducting the Postal Ballot through remote e-Voting process in a fair and transparent manner.

The Scrutinizer will submit the report to the Chairman of the Company or the Company Secretary of the Company or any other person authorized by him, upon completion of the scrutiny of the Postal Ballot (through remote E-voting). The results of the Postal Ballot will be announced by any one of the Directors of the Company or the Company Secretary not later than 2 (Two) working days of the conclusion of the Postal Ballot. The results of the Postal Ballot shall be posted on the Company’s website viz www.cybele.in and on NSDL website viz. www.evoting.nsdl.com besides communicating to the BSE Limited www.bseindia.com the Stock Exchange where the Shares of the Company listed. The proposed resolutions, if approved by requisite majority, shall be deemed to have been passed on the last date of remote e-voting, i.e., Friday, 15th May, 2026.

S.No.	Proposals
1	To Approve Material Related Party Transactions with Cybele Electra Private Limited, Subsidiary Company;
2	To Approve Material Related Party Transactions with Cybele Electronics Private Limited, Subsidiary Company;

3	To Approve Material Related Party Transactions between Cybele Electra Private Limited and Cybele Electronics Private Limited, Subsidiary Companies;
4	To Approve a limit for Creation of Mortgage / Charge on the assets of the Company, covered under section 180(1) (a) of Companies Act, 2013;

SPECIAL BUSINESS

ITEM NO. 1

Approval for Material Related Party Transactions with Cybele Electra Private Limited, Subsidiary Company

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

“RESOLVED THAT pursuant to Regulation 23(4) and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), Section 188 and other applicable provisions, if any, of the Companies Act, 2013 along with the Rules made thereunder, and other applicable laws (including any amendments, modifications, variations or re-enactments thereof), and the Related Party Transaction Policy of the Company, pursuant to recommendations/ approval of Audit Committee and the Board of Directors of the Company, respectively, approval of members, be and is hereby accorded for entering into and/or continuing to enter into contracts/transactions/arrangements (whether by way of an individual transaction or a series of transactions taken together) with Cybele Electra Private Limited, Subsidiary of the Company and a Related Party under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations, in the nature of (a) sale, purchase, lease or supply of goods or business assets or equipment forming part of the business operations; (b) availing or rendering of services; (c) transfer of any resources, services or obligations to meet the Company’s business objectives/requirements; (d) providing guarantees or letter of comfort or undertaking and (e) Investment in equity shares (“Related Party Transactions”), on such material terms and conditions as may be agreed between the Cybele Industries Limited (“the company”) and Cybele Electra Private Limited (“the Subsidiary”), for an aggregate value not exceeding ₹30,00,00,000/- (Rupees Thirty Crores only) from the date of approval of this transaction by member by way of postal ballot till ensuing Annual General Meeting or 30/09/2026 whichever is earlier, subject to such contract(s)/arrangement(s)/transaction(s) being carried out at arm’s length and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the board of directors be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the board of directors, or any person so authorised by the board, in connection with any matter referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects.”

ITEM NO. 2

Approval for Material Related Party Transactions with Cybele Electronics Private Limited, Subsidiary Company

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

“RESOLVED THAT pursuant to Regulation 23(4) and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), Section 188 and other applicable provisions, if any, of the Companies Act, 2013, the applicable provisions of the Companies Act, 2013 along with the Rules made thereunder, and other applicable laws (including any amendments, modifications, variations or re-enactments thereof), and the Related Party Transaction Policy of the Company, and pursuant to recommendations/ approval of Audit Committee and the Board of Directors of the Company, respectively, approval of members, be and is hereby accorded for entering into and/or continuing to enter into contracts/transactions/arrangements (whether by way of an individual transaction or a series of transactions taken together) with Cybele Electronics Private Limited, Subsidiary of the Company and a Related Party under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations, in the nature of (a) sale, purchase, lease or supply of goods or business assets or equipment forming part of the business operations; (b) availing or rendering of services; (c) transfer of any resources, services or obligations to meet the Company’s business objectives/requirements; and (d) providing guarantees or letter of comfort or undertaking (“Related Party Transactions”), on such material terms and conditions as may be agreed between the Cybele Industries Limited (“the company”) and Cybele Electronics Private Limited (“the Subsidiary”), for an aggregate value not exceeding ₹17,00,00,000/- (Rupees Seventeen Crores only) from the date of approval of this transaction by member by way of postal ballot till ensuing Annual General Meeting or 30/09/2026 whichever is earlier, subject to such contract(s)/arrangement(s)/transaction(s) being carried out at arm’s length and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the board of directors be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the board of directors, or any person so authorised by the board, in connection with any matter referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects.”

ITEM NO.3

Approval for Material Related Party Transactions between Cybele Electra Private Limited and Cybele Electronics Private Limited, Subsidiary Companies

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

“RESOLVED THAT pursuant to Regulation 23(4) and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”), Section 188 and other applicable provisions, if any, of the Companies Act, 2013 along with the Rules made thereunder, and other applicable laws (including any amendments, modifications, variations or re-enactments thereof), and the Related Party Transaction Policy of the Company, and pursuant to recommendations/ approval of Audit Committee and the Board of Directors of the Company, respectively, approval of members, be and is hereby accorded for entering into and/or continuing to enter into contracts/transactions/arrangements (whether by way of an individual transaction or a series of transactions taken together) between Cybele Electra Private Limited, Subsidiary and Cybele Electronics Private Limited, Subsidiary of the Company, Related Parties under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations, in the nature of (a) sale, purchase, lease or supply of goods or business assets or equipment forming part of the business operations; (b) availing or rendering of services; (c) transfer of any resources, services or obligations to meet the Company’s business objectives/requirements; and (d) providing guarantees or letter of comfort or undertaking (“Related Party Transactions”), on such material terms and conditions as may be agreed between them for an aggregate value not exceeding ₹10,00,00,000/- (Rupees Ten Crores only) from the date of approval of this transaction by member by way of postal ballot till ensuing Annual General Meeting or 30/09/2026 whichever is earlier, subject to such contract(s)/arrangement(s)/transaction(s) being carried out at arm’s length and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the aforesaid Related Party Transactions may be undertaken on a reciprocal basis between the parties, including transactions where either of the subsidiary companies may act as a provider or recipient of goods, services, resources or obligations, as the case may be.

RESOLVED FURTHER THAT the aggregate value of all such transactions, taken together, shall not exceed ₹10,00,00,000/- (Rupees Ten Crores only) per entity during the aforesaid period, irrespective of the number or nature of transactions, whether undertaken as a provider or recipient of goods, services, resources or obligations, as the case may be.

RESOLVED FURTHER THAT the board of directors be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the board of directors, or any person so authorised by the board, in connection with any matter referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects.”

ITEM NO.4

To Approve a limit for Creation of Mortgage / Charge on the assets of the Company, covered under section 180(1) (a) of Companies Act, 2013.

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the provisions of the Memorandum and Articles of Association of the Company, and subject to such approvals, consents, sanctions and permissions as may be necessary, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee thereof or any person(s) authorised by the Board to exercise the powers conferred by this Resolution), to create such charges, mortgages and/or hypothecations, in addition to the existing charges, mortgages and hypothecations created by the Company, in such form and manner and with such ranking, whether exclusive, pari-passu, subservient or otherwise, and at such time and on such terms as the Board may determine, on all or any of the movable and/or immovable properties, both present and future, including the whole or substantially the whole of the undertaking(s) of the Company, in favour of banks, financial institutions and/or other lenders, for securing the borrowings of the Company availed / to be availed from time to time, provided that the total amount of such borrowings secured by such charges shall not at any time exceed ₹50,00,00,000 (Rupees Fifty Crores only).”

“RESOLVED FURTHER THAT the Board of Directors of the Company or any person authorised by the Board be and is hereby authorised to negotiate and finalise the terms and conditions with the concerned bank(s), financial institution(s) and/or lender(s), and to execute all such agreements, deeds, documents and writings as may be required, including any modifications thereto, and to do all such acts, deeds, matters and things as may be necessary, expedient or desirable to give effect to this Resolution.”

(By Order of the Board)

FOR CYBELE INDUSTRIES LIMITED

Sd/-

V.SANTHOSH

COMPANY SECRETARY & COMPLIANCE OFFICER

MEMBERSHIP NO: A74921

Place: Chennai

Date: 06.04.2026

NOTES:

1. The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 read together with Rule 22 of the Companies (Management and Administration) Rules, 2014, in respect of the proposed Special Resolutions setting out all the material facts and reasons are enclosed herewith and forms part of this Notice.
2. In terms of Section 108 and 110 and of the Companies Act, 2013 read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014 and Regulation 17(11) of the SEBI Listing Regulations, the businesses as set out in the Notice above is sought to be passed by Postal Ballot. Accordingly, your approval is sought for the resolutions contained in this Notice through remote e- voting.
3. The Postal Ballot Notice is being sent only through electronic mode to those Members who have registered their e-mail address with their Depository Participant(s) („DPs“) or with the Registrar and Share Transfer Agent of the Company and whose names appear in the Register of Members/ List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited (“NSDL“)/Central Depository Services (India) Limited (“CDSL“) as on **Friday, April 10, 2026 (“Cut-off date“)** in accordance with the provisions of the Companies Act, 2013, read with Rules made thereunder and MCA Circulars. In accordance with the applicable MCA Circulars, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would take place through the process of remote E- voting only.
4. The Cut-off date for reckoning the remote E - voting rights of the Members of the Company is **Friday, April 10, 2026 (“Cut-off date“)**. Member(s) holding Equity Shares as on Cut-off date may cast their vote through remote e-voting only and a person who is not a Member as on the Cut-off date shall treat this Notice for information purpose only. The remote e-voting period starts on **Thursday, April 16, 2026 at 9:00 Hours IST and ends on Friday, May 15, 2026 at 17:00 Hours IST**. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off Date i.e. Friday, April 10, 2026.
5. The Board of Directors of the Company, at its Meeting held on Monday, April 06, 2026 appointed Mrs. Parimala Natrajan, (FCS 5597) CP No. 5239, Practicing Company Secretary, Chennai, as the Scrutinizer (“Scrutinizer“) for conducting the Postal Ballot (remote e-voting) process in fair and transparent manner in accordance with the provisions of Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014.
6. The Notice of Postal Ballot is also placed on the website of the Company i.e. www.cybele.in the website of NSDL i.e. www.evoting.nsdl.com and at the relevant sections of the website of the Stock Exchange on which the Shares of the Company listed i.e. BSE Limited (www.bseindia.com)
7. Resolutions passed by the Members through Postal Ballot are deemed to have been passed on the last day of remote e-voting i.e. on **Friday, May 15, 2026** as if the same has been passed at a General Meeting of the Members.

8. The decision of the Scrutinizer on the validity of the votes cast through remote e-voting in this regard shall be final and binding.
9. All relevant documents referred in the Explanatory Statement shall be available for inspection through electronic mode, basis the request being sent on secretarial@cybele.in mentioning their name, Folio no. / Client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card attached to the email.
10. Procedure for registering the e-mail addresses for obtaining the Notice of Postal Ballot and remote e-voting instructions by the Members whose e-mail addresses are not registered with the DPs (in case of Members holding shares in demat form) or with RTA (in case of Members holding shares in physical form) is provided hereunder.
11. Pursuant to Section 101 of the Companies Act, 2013 read with relevant Rule made there under, Companies can serve Notice and other communications through electronic mode to those Members who have registered their e-mail addresses either with the Company or with the Depository Participant(s). Members holding shares in physical form and have not registered their e-mail address with the Company are requested to update their email addresses by writing to the Company at secretarial@cybele.in along with the copy of the signed request letter in Form ISR - 1 mentioning the name and address of the member, self-attested copy of the PAN card linked with Aadhaar and self-attested copy of any document (Eg.: Driving License, Election Identity Card, Passport) in support of the address of the member to enable the Company to register the e-mail address and for receiving the Notice of Postal Ballot and remote E-Voting instructions. Members holding shares in demat form are requested to register their, e-mail addresses with their Depository Participant(s) only. Those Members who have already registered their email addresses are requested to keep their email addresses validated with their Depository Participants/Company to enable servicing of notices/ documents/Annual Reports electronically to their email address.
12. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 022 - 4886 7000 and 022 - 2499 7000 or send a request at evoting@nsdl.co.in.
13. The Scrutiniser shall, after conclusion of the voting period, prepare report of the votes cast in favour or against, if any, and submit the same to the Chairman of the Company. Results of the voting will be declared by placing the same along with the Scrutinizer's report on the Company's website viz., www.cybele.in as well as communicated to the stock exchange on which the Shares of the Company listed i.e. BSE Limited (www.bseindia.com) within 2 working days of conclusion of postal ballot.

14. Instructions for casting votes by electronic means are mentioned hereunder:

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

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





Step 1: Access to NSDL e-Voting system

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

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

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online”

	<p>for IDEAS Portal” or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</p> <p>4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nSDL.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</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. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.

	<p>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.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

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

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

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

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

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

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

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?

- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to Parnat1986@yahoo.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Ms. Prajakta Pawleat evoting@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to secretarial@cybele.in
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to secretarial@cybele.in . If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**

3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

OTHER INFORMATION:

15. Securities and Exchange Board of India (“SEBI”) has mandated that securities of Listed Companies can be transferred only in dematerialised form w.e.f. April 1, 2019. Accordingly, the Company/RTA has stopped accepting any fresh lodgment of transfer of Shares in physical form. Members holding Shares in physical form are advised to avail of the facility of dematerialization.
16. Members are requested:
 - a. Intimate to the Registrar & Transfer Agent (R&TA) of the Company immediately, about any change in their address.
 - b. Members holding Shares in Demat form are hereby informed that bank particulars registered with their respective Depository Participants, with whom they maintain their Demat accounts, will be used by the Company for the payment of dividend, if any. The Company or its Registrar cannot act on any request received directly from the Members holding Shares in Demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participants of the Members. Members holding Shares in Demat form are requested to intimate any change in their address and / or bank mandate immediately to their Depository Participants and not to the Company’s RTA.
 - c. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding Shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding Shares in physical form can submit their PAN details to the Company or the Company’s RTA.

(By Order of the Board)
FOR CYBELE INDUSTRIES LIMITED
Sd/-
V.SANTHOSH
COMPANY SECRETARY & COMPLIANCE OFFICER
MEMBERSHIP NO: A74921

Place: Chennai
Date: 06.04.2026

EXPLANATORY STATEMENT
(Pursuant to Section 102 of the Companies Act, 2013)

The following explanatory statements set out all the material facts relating to the special businesses mentioned in the notice dated 06-04-2026 and shall be taken as forming part of the notice:

ITEM NO: 1-3

The Audit Committee and the Board of Directors of the Company at their respective meetings held on 06-04-2026 have passed resolution to seek approval of shareholders for Material Related Party Transaction on the terms mentioned herein below. The material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval.

Since the Companies are related party/ies within the meaning of Sec. 2 (76) of the Companies Act, 2013 read with Regulation 2 (zb) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and proposed transactions are exceeding limits mentioned in Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is under an obligation to obtain prior approval from the shareholders of the Company irrespective of the transaction being in the ordinary course of business entered into on arm's length basis. The Audit Committee has reviewed the certificate provided by the Whole-time Director and CFO of the Company as required under the RPT Industry Standards issued by SEBI vide its circular dated 26.06.2025.

The Board recommends the Resolution to be passed as Ordinary Resolution to enable the Company to enter into Contracts / transactions / arrangements as approved in the Resolution on arm's length basis.

The information furnished to the Members regarding the material Related Party Transaction pursuant to the prescribed RPT Industry Standards, are detailed in **Annexure A and B**.

The Directors, Key Managerial Personnel or their relatives holding shares in the Company are deemed to be considered or otherwise interested in the said Ordinary Resolution only to the extent of their Share Holdings, if any in the resolutions set out in Item Nos. 1 to 3 of the Notice. All related parties of the Company shall abstain from voting on the resolutions set out in Item Nos. 1 to 3 of this Notice, whether such related party is a party to the particular transaction or not, in accordance with the provisions of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

All documents where reference is made, are available for inspection in physical or in electronic form during specified business hours at the Registered Office of the company and copies thereof shall also be made available for inspection in physical or electronic form at register office of the Company during business hours.

ITEM NO. 4

As per the provisions of Section 180(1)(a) of the Companies Act, 2013, the Board of Directors of a company can create charges, mortgages or hypothecations on the assets of the Company, including on the whole or substantially the whole of the undertaking, only with the approval of the Members by way of a Special Resolution.

In order to meet the funding requirements for business operations, expansion plans and other corporate purposes, the Company may, from time to time, avail financial assistance from banks, financial institutions and/or other lenders. Such borrowings are generally required to be secured by way of creation of charge, mortgage and/or hypothecation on the movable and/or immovable properties of the Company, both present and future.

Accordingly, it is proposed to seek approval of the Members to authorise the Board of Directors to create such charges, mortgages and/or hypothecations on the assets of the Company, including the whole or substantially the whole of the undertaking(s) of the Company, in favour of lenders, for securing borrowings of the Company, provided that the total amount of such borrowings secured shall not exceed ₹50,00,00,000 (Rupees Fifty Crores only) at any point of time.

The proposed limit will enable the Company to avail necessary financial facilities in a timely and efficient manner and support its business growth and operational requirements.

The Board of Directors recommends the Special Resolution set out at Item No. 4 for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution, except to the extent of their shareholding, if any.



CYBELE INDUSTRIES LIMITED
CIN: L31300TN1993PLC025063

Registered Office: No. 138, SIDCO Industrial Estate, Ambattur, Chennai – 600 098
Tel: +91 044-26254366, Email: secretarial@cybele.in; Website: www.cybele.in

ANNEXURE - A

Details required to be furnished under the SEBI LODR read with Industry Standards Forum note towards minimum information to be placed before the Shareholders towards related party transactions are placed for approval:

S.N O.	Particulars	Information provided by Management		
		Cybele Electra Private Limited	Cybele Electronics Private Limited	(1) Cybele Electra Private Limited (2) Cybele Electronics Private limited
I	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Refer below table titled as "Annexure – B"	Refer below table titled as "Annexure – B"	Refer below table titled as "Annexure – B"
II	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	These RPTs contribute to enhanced operational efficiency, cost optimization and overall value creation for the Company and its stakeholders, and are therefore in the best interest of the Company.	These RPTs contribute to enhanced operational efficiency, cost optimization and overall value creation for the Company and its stakeholders, and are therefore in the best interest of the Company.	These RPTs contribute to enhanced operational efficiency, cost optimization and overall value creation for the Company and its stakeholders, and are therefore in the best interest of the Company.

III	Disclosure of the fact that the Audit Committee has reviewed the certificates provided by the CEO/Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards	The Audit Committee has reviewed the certificates issued by the Whole time Director and CFO of the Company, as required under the RPT Industry Standards.	The Audit Committee has reviewed the certificates issued by the Whole time Director and CFO of the Company, as required under the RPT Industry Standards.	The Audit Committee has reviewed the certificates issued by the Whole time Director and CFO of the Company, as required under the RPT Industry Standards.
IV	Disclosure that the material RPT or any material modification thereto has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval.	The Material Related Party Transactions with Cybele Electra Private Limited has been approved by Audit Committee. Board of Directors recommends the proposed transactions to the shareholders for approval.	The Material Related Party Transactions with Cybele Electronics Private Limited has been approved by Audit Committee. Board of Directors recommends the proposed transactions to the shareholders for approval.	The Material Related Party Transactions between Cybele Electra Private Limited and Cybele Electronics Private Limited AND The Material Related Party Transactions between Cybele Electronics Private Limited and Cybele Electra Private Limited has been approved by Audit Committee. Board of Directors recommends the proposed transactions to the shareholders for approval.
V	Web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT	Not Applicable	Not Applicable	Not Applicable
VI	Affirmation that the Audit Committee and Board of Directors, while providing information to the shareholders, can approve redaction of commercial secrets and such other information that would affect competitive position of listed entity and in	Not Applicable	Not Applicable	Not Applicable

	its assessment, the redacted disclosures still provide all the necessary information to the public shareholders for informed decision making;			
VII	Any other information that may be relevant	Nil	Nil	Nil



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ANNEXURE - B

Details required to be furnished under the SEBI LODR read with Industry Standards Forum note towards minimum information to be placed before the Shareholders towards related party transactions are placed for approval:

S.N O.	Description	Details	Details	Details
(A1) Basic details of the related party				
1	Name of the Related Party	Cybele Electra Private Limited	Cybele Electronics Private Limited	(1) Cybele Electra Private Limited (2) Cybele Electronics Private limited
2	Country of Incorporation of the Related Party	India	India	India
3	Nature of Business of the Related Party	To deal in all types of electrical and electronic items, wires and cables.	To deal in all types of wires , cables and Automotive Wire harness.	(1) To deal in all types of electrical and electronic items, wires and cables. (2) To deal in all types of wires, cables and Automotive Wire harness.
(A2) Relationship and ownership of related party				

1	<p>Relationship between the listed entity/subsidiary¹ (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:</p> <p>a) Shareholding of the listed entity/subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.</p> <p>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</p>	<p>Subsidiary Company</p> <p>The Cybele Industries Limited (Company) holds 80.72% in Cybele Electra Private Limited</p> <p>Not applicable</p>	<p>Subsidiary Company</p> <p>The Cybele Industries Limited (Company) holds 75% in Cybele Electronics Private Limited</p> <p>Not applicable</p>	<p>Subsidiary Company</p> <p>The Cybele Industries Limited (Company) holds 80.72% in Cybele Electra Private Limited and 75% in Cybele Electronics Private Limited</p> <p>Not applicable</p>
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	<p>listed entity/ subsidiary (in case of transaction involving the subsidiary).</p> <p>c) Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).</p>	NIL	NIL	NIL
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(A3) Details of previous transactions with the related party

1	Total amount of all the transactions undertaken by the Company or subsidiary with the related party during the last Audited financial year.	<p>During the FY 24-25 the total Amount – Rs. 3.38 Crores</p> <table border="1" data-bbox="436 1179 785 1421"> <thead> <tr> <th>S.No</th> <th>Nature of Transactions</th> <th>FY 2024-2025 (in Crores)</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Sale of</td> <td>2.32</td> </tr> </tbody> </table>	S.No	Nature of Transactions	FY 2024-2025 (in Crores)	1	Sale of	2.32	<p>During the FY 24-25 the total Amount – Rs. 2.75 Crores</p> <table border="1" data-bbox="814 1179 1163 1421"> <thead> <tr> <th>S.No</th> <th>Nature of Transactions</th> <th>FY 2024-2025 (in Crores)</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Sale of</td> <td>1.33</td> </tr> </tbody> </table>	S.No	Nature of Transactions	FY 2024-2025 (in Crores)	1	Sale of	1.33	<p>During the FY 24-25 the total Amount of transactions between Cybele Electra and Electronics are Rs. 0.03 Crores</p> <table border="1" data-bbox="1192 1179 1675 1421"> <thead> <tr> <th>S.No.</th> <th>Nature of Transactions</th> <th>FY 2024-2025 (in Crores)</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Sale of Goods or services</td> <td>0</td> </tr> <tr> <td>2</td> <td>Purchase of goods or services</td> <td>0</td> </tr> </tbody> </table>	S.No.	Nature of Transactions	FY 2024-2025 (in Crores)	1	Sale of Goods or services	0	2	Purchase of goods or services	0
S.No	Nature of Transactions	FY 2024-2025 (in Crores)																							
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1	Sale of Goods or services	0																							
2	Purchase of goods or services	0																							

	Goods or services	
2	Purchase of goods or services	0.01
3	Loans and Advances	1.05

	Goods or services	
2	Purchase of goods or services	0.25
3	Loans and Advances	1.17

3	Loans and Advances	0.03

During the FY 24-25 the total Amount of transactions between Cybele Electronics and Electra are Rs. 0.03 Crores

S.No.	Nature of Transactions	FY 2024-2025 (in Crores)
1	Sale of Goods or services	0
2	Purchase of goods or services	0
3	Loans and Advances	0.03

2	Total amount of all the transactions undertaken by the Company or subsidiary with the related party during the current financial year upto the quarter immediately preceding the quarter in which approval is sought.	Rs. 10.27 Crores (April 2025 to March 2026)	Rs. 8.95 Crores (April 2025 to March 2026)	Rs. 0.15 Crores (April 2025 to March 2026)
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3	Default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the Company or its subsidiary during the last financial year.	NIL	NIL	NIL
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(A4) Amount of the proposed transaction(s)

1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	<p>Following are the list of estimated proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders:</p> <table border="1"> <thead> <tr> <th data-bbox="424 852 506 987">S.No</th> <th data-bbox="506 852 674 987">Nature of transaction</th> <th data-bbox="674 852 787 987">Amount (in Crores)</th> </tr> </thead> <tbody> <tr> <td data-bbox="424 987 506 1295">1.</td> <td data-bbox="506 987 674 1295">Purchase of Goods, including raw materials, finished goods, and consumables</td> <td data-bbox="674 987 787 1295">1</td> </tr> <tr> <td data-bbox="424 1295 506 1398">2.</td> <td data-bbox="506 1295 674 1398">Sale of Goods, including</td> <td data-bbox="674 1295 787 1398">24</td> </tr> </tbody> </table>	S.No	Nature of transaction	Amount (in Crores)	1.	Purchase of Goods, including raw materials, finished goods, and consumables	1	2.	Sale of Goods, including	24	<p>Following are the list of estimated proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders:</p> <table border="1"> <thead> <tr> <th data-bbox="802 852 884 987">S.No</th> <th data-bbox="884 852 1052 987">Nature of transaction</th> <th data-bbox="1052 852 1165 987">Amount (in Crores)</th> </tr> </thead> <tbody> <tr> <td data-bbox="802 987 884 1295">1.</td> <td data-bbox="884 987 1052 1295">Purchase of Goods, including raw materials, finished goods, and consumables</td> <td data-bbox="1052 987 1165 1295">2</td> </tr> <tr> <td data-bbox="802 1295 884 1398">2.</td> <td data-bbox="884 1295 1052 1398">Sale of Goods, including</td> <td data-bbox="1052 1295 1165 1398">12</td> </tr> </tbody> </table>	S.No	Nature of transaction	Amount (in Crores)	1.	Purchase of Goods, including raw materials, finished goods, and consumables	2	2.	Sale of Goods, including	12	<p>Following are the list of estimated proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders:</p> <table border="1"> <thead> <tr> <th data-bbox="1180 748 1262 1024">S.No</th> <th data-bbox="1262 748 1451 1024">Nature of transaction</th> <th data-bbox="1451 748 1703 1024">Transaction between Cybele Electra Private Limited and Cybele Electronics Private Limited Amount (in Crores)</th> <th data-bbox="1703 748 1923 1024">Transaction between Cybele Electronics Private Limited and Cybele Electra Private Limited Amount (in Crores)</th> </tr> </thead> <tbody> <tr> <td data-bbox="1180 1024 1262 1260">1.</td> <td data-bbox="1262 1024 1451 1260">Purchase of Goods, including raw materials, finished goods, and consumables</td> <td data-bbox="1451 1024 1703 1260">4</td> <td data-bbox="1703 1024 1923 1260">5</td> </tr> <tr> <td data-bbox="1180 1260 1262 1398">2.</td> <td data-bbox="1262 1260 1451 1398">Sale of Goods, including manufactured</td> <td data-bbox="1451 1260 1703 1398">5</td> <td data-bbox="1703 1260 1923 1398">4</td> </tr> </tbody> </table>	S.No	Nature of transaction	Transaction between Cybele Electra Private Limited and Cybele Electronics Private Limited Amount (in Crores)	Transaction between Cybele Electronics Private Limited and Cybele Electra Private Limited Amount (in Crores)	1.	Purchase of Goods, including raw materials, finished goods, and consumables	4	5	2.	Sale of Goods, including manufactured	5	4
S.No	Nature of transaction	Amount (in Crores)																																
1.	Purchase of Goods, including raw materials, finished goods, and consumables	1																																
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	manufactured and traded products																																				
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	Total	17																																			
	and traded products																																				
3.	Loans and Advances including Interest on loan	1	1																																		
	Total	10	10																																		
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, the proposed transaction is a material Related Party Transaction (“RPT”) under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)	Yes, the proposed transaction is a material Related Party Transaction (“RPT”) under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)	Yes, the proposed transaction is a material Related Party Transaction (“RPT”) under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)																																	
3	Value of the proposed transactions as a percentage of the Company’s annual consolidated turnover for the immediately	The value of the proposed transaction is 146.84 % of Company’s annual consolidated turnover of Rs. 20.43 Crore for FY 2024-25.	The value of the proposed transaction is 83.21 % of Company’s annual consolidated turnover of Rs. 20.43 Crore for FY 2024-25.	The value of the proposed transaction is 48.94 % of Company’s annual consolidated turnover of Rs. 20.43 Crore for FY 2024-25.																																	

	preceding Audited financial year (i.e FY 24-25)			
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 Company is not a party to the transaction)	Not Applicable	Not Applicable	Not Applicable
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	The value of the proposed transaction is 2222.22% of Cybele Electra Private Limited annual standalone turnover of Rs. 1.35 Crore for FY 2024-25.	The value of the proposed transaction is 1317.82% of Cybele Electronics Private Limited annual standalone turnover of Rs. 1.29 Crore for FY 2024-25.	The value of the proposed transaction is 740.74% of Cybele Electra Private Limited annual standalone turnover of Rs. 1.35 Crore for FY 2024-25. The value of the proposed transaction is 775.19% of Cybele Electronics Private Limited annual standalone turnover of Rs. 1.29 Crore for FY 2024-25.

	turnover of related party) for the immediately preceding Audited financial year (i.e FY 24-25)																															
6	Financial performance of the related party for the immediately preceding Audited financial year	Details of Cybele Electra private limited <table border="1"> <thead> <tr> <th>Particulars</th> <th>FY 2024-2025 (in Crores)</th> </tr> </thead> <tbody> <tr> <td>Turnover</td> <td>1.35</td> </tr> <tr> <td>Profit After Tax</td> <td>-1.02</td> </tr> <tr> <td>Net worth</td> <td>-0.87</td> </tr> </tbody> </table>	Particulars	FY 2024-2025 (in Crores)	Turnover	1.35	Profit After Tax	-1.02	Net worth	-0.87	Details of Cybele Electronics private limited <table border="1"> <thead> <tr> <th>Particulars</th> <th>FY 2024-2025 (in Crores)</th> </tr> </thead> <tbody> <tr> <td>Turnover</td> <td>1.29</td> </tr> <tr> <td>Profit After Tax</td> <td>-0.61</td> </tr> <tr> <td>Net worth</td> <td>-0.46</td> </tr> </tbody> </table>	Particulars	FY 2024-2025 (in Crores)	Turnover	1.29	Profit After Tax	-0.61	Net worth	-0.46	Details of Cybele Electra private limited and Cybele Electronics Private Limited <table border="1"> <thead> <tr> <th>Particulars</th> <th>FY 2024-2025 (in Crores)</th> <th>FY 2024-2025 (in Crores)</th> </tr> </thead> <tbody> <tr> <td>Turnover</td> <td>1.35</td> <td>1.29</td> </tr> <tr> <td>Profit After Tax</td> <td>-1.02</td> <td>-0.61</td> </tr> <tr> <td>Net worth</td> <td>-0.87</td> <td>-0.46</td> </tr> </tbody> </table>	Particulars	FY 2024-2025 (in Crores)	FY 2024-2025 (in Crores)	Turnover	1.35	1.29	Profit After Tax	-1.02	-0.61	Net worth	-0.87	-0.46
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(A5) Basic details of the proposed transaction

1	Specific type of the proposed transaction	The estimated proposed transactions are as follows:	The estimated proposed transactions are as follows:	The estimated proposed transactions are as follows:																							
		<table border="1"> <thead> <tr> <th>S.No</th> <th>Nature of transaction</th> <th>Amount (in Crores)</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Purchase of Goods and services, including raw materials, finished goods, and</td> <td>1</td> </tr> </tbody> </table>	S.No	Nature of transaction	Amount (in Crores)	1.	Purchase of Goods and services, including raw materials, finished goods, and	1	<table border="1"> <thead> <tr> <th>S.No</th> <th>Nature of transaction</th> <th>Amount (in Crores)</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Purchase of Goods, including raw materials, finished goods, and consumables</td> <td>2</td> </tr> <tr> <td>2.</td> <td>Sale of Goods,</td> <td>12</td> </tr> </tbody> </table>	S.No	Nature of transaction	Amount (in Crores)	1.	Purchase of Goods, including raw materials, finished goods, and consumables	2	2.	Sale of Goods,	12	<table border="1"> <thead> <tr> <th>S.No</th> <th>Nature of transaction</th> <th>Transaction between Cybele Electra Private Limited and Cybele Electronics Private Limited Amount (in Crores)</th> <th>Transaction between Cybele Electronics Private Limited and Cybele Electra Private Limited Amount (in Crores)</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Purchase of Goods, including raw materials, finished</td> <td>4</td> <td>5</td> </tr> </tbody> </table>	S.No	Nature of transaction	Transaction between Cybele Electra Private Limited and Cybele Electronics Private Limited Amount (in Crores)	Transaction between Cybele Electronics Private Limited and Cybele Electra Private Limited Amount (in Crores)	1.	Purchase of Goods, including raw materials, finished	4	5
S.No	Nature of transaction	Amount (in Crores)																									
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2	Details of each type of the proposed transaction	Sale of goods/Services, Purchase of goods/services, Lending interim loan for operation purpose and Investment in Equity shares	Sale of goods/Services, Purchase of goods/services and Lending interim loan for operation purpose.	Sale of goods/Services, Purchase of goods/services and Lending interim loan for operation purpose.																																								
3	Tenure of the proposed transaction	Till the ensuing AGM to be held for the FY 25-26 or 30/09/2026 (whichever is earlier)	Till the ensuing AGM to be held for the FY 25-26 or 30/09/2026 (whichever is earlier)	Till the ensuing AGM to be held for the FY 25-26 or 30/09/2026 (whichever is earlier)																																								
4	Whether omnibus approval is being sought?	Yes	Yes	Yes																																								
5	Value of the proposed transaction during a financial year.	Not exceeding Rs. 30 Crores	Not exceeding Rs. 17 Crores	Not exceeding Rs. 10 Crores for transactions between Cybele Electra Private Limited and Cybele Electronics private Limited each company AND																																								

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6	Justification as to why the RPTs proposed to be entered into are in the interest of the Company.	<p>i. Cybele Electra private limited has well established retail market to sell the Finished goods of the company</p> <p>ii. To meet the Company's increasing working capital requirements.</p> <p>iii. To fund ongoing and upcoming projects and business expansion activities.</p> <p>iv. To ensure timely execution of operational commitments</p> <p>The integrated business model between the Company and Cybele Electra Private Limited results in operational synergies, improved resource utilization and cost efficiencies, while minimizing dependency on external third parties.</p> <p>Accordingly, these RPTs contribute to enhanced operational efficiency, cost optimization and overall value creation for the Company and its stakeholders, and are therefore in the best interest of the Company.</p>	<p>i. Cybele Electronics private limited has well established B2B market to sell the Finished goods of the company</p> <p>ii. To meet the Company's increasing working capital requirements.</p> <p>iii. To fund ongoing and upcoming projects and business expansion activities.</p> <p>iv. To ensure timely execution of operational commitments</p> <p>The integrated business model between the Company and Cybele Electronics Private Limited results in operational synergies, improved resource utilization and cost efficiencies, while minimizing dependency on external third parties.</p> <p>Accordingly, these RPTs contribute to enhanced operational efficiency, cost optimization and overall value creation for the Company and its stakeholders, and are therefore in the best interest of the Company.</p>	<p>The integrated business model between the Cybele Electra Private Limited and Cybele Electronics Private Limited results in operational synergies, improved resource utilization and cost efficiencies, while minimizing dependency on external third parties.</p> <p>Accordingly, these RPTs contribute to enhanced operational efficiency, cost optimization and overall value creation for the Company and its stakeholders, and are therefore in the best interest of the Company.</p>

7	<p>Details of the promoter(s)/ Director(s) / key managerial personnel (KMP) of the Company who have interest in the transaction, whether directly or indirectly.</p> <p>a. Name of the Director / KMP</p> <p>b. Shareholding of the Director / KMP, whether direct or indirect, in the related party</p>	<p>The Company hold 80.72% of shareholding in the Cybele Electra Private limited, Subsidiary company (related party).</p> <p>Mr. Joykutty and Mr. George P Joy are director of Cybele Electra Private Limited</p> <table border="1" data-bbox="432 573 785 987"> <thead> <tr> <th>S.No</th> <th>Promoters / Directors</th> <th>Shareholding in Cybele Electra Private Limited</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Mr. Joykutty</td> <td>0</td> </tr> <tr> <td>2</td> <td>Mr. George Puthuveethil Joy</td> <td>19.28%</td> </tr> </tbody> </table>	S.No	Promoters / Directors	Shareholding in Cybele Electra Private Limited	1	Mr. Joykutty	0	2	Mr. George Puthuveethil Joy	19.28%	<p>The Company hold 75% of shareholding in the Cybele Electronics Private limited, Subsidiary company (related party).</p> <p>Mr. Joykutty and Mr. George P Joy are director of Cybele Electronics Private Limited</p> <table border="1" data-bbox="810 573 1163 987"> <thead> <tr> <th>S.No</th> <th>Promoters / Directors</th> <th>Shareholding in Cybele Electronics Private Limited</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Mr. Joykutty</td> <td>0</td> </tr> <tr> <td>2</td> <td>Mr. George Puthuveethil Joy</td> <td>25%</td> </tr> </tbody> </table>	S.No	Promoters / Directors	Shareholding in Cybele Electronics Private Limited	1	Mr. Joykutty	0	2	Mr. George Puthuveethil Joy	25%	<p>The Company hold 80.72% of shareholding in the Cybele Electra Private limited, Subsidiary company (related party) and holds 75% in Cybele Electronics Private limited, Subsidiary company. (related party)</p> <p>Mr. Joykutty and Mr. George P Joy are director of Cybele Electra Private Limited</p> <table border="1" data-bbox="1188 472 1761 680"> <thead> <tr> <th>S.No</th> <th>Promoters / Directors</th> <th>Shareholding in Cybele Electra Private Limited</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Mr. Joykutty</td> <td>0</td> </tr> <tr> <td>2</td> <td>Mr. George Puthuveethil Joy</td> <td>19.28%</td> </tr> </tbody> </table> <p>Mr. Joykutty and Mr. George P Joy are director of Cybele Electronics Private Limited</p> <table border="1" data-bbox="1188 849 1761 1092"> <thead> <tr> <th>S.No</th> <th>Promoters / Directors</th> <th>Shareholding in Cybele Electronics Private Limited</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Mr. Joykutty</td> <td>0</td> </tr> <tr> <td>2</td> <td>Mr. George Puthuveethil Joy</td> <td>25%</td> </tr> </tbody> </table>	S.No	Promoters / Directors	Shareholding in Cybele Electra Private Limited	1	Mr. Joykutty	0	2	Mr. George Puthuveethil Joy	19.28%	S.No	Promoters / Directors	Shareholding in Cybele Electronics Private Limited	1	Mr. Joykutty	0	2	Mr. George Puthuveethil Joy	25%
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8	<p>A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.</p>	<p>Not applicable as all the transaction are carried out in arm's length price.</p>	<p>Not applicable as all the transaction are carried out in arm's length price.</p>	<p>Not applicable as all the transaction are carried out in arm's length price.</p>																																				
9	<p>Other information relevant for</p>	<p>NIL</p>	<p>NIL</p>	<p>NIL</p>																																				

decision making.			
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S.NO.	Description	Details		
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.	No bidding or any other process has been applied for choosing a party for sale, purchase or supply of goods or services. Transactions within the Group provides better economies of scale, ensures cost optimization, reduces administrative burden and associated costs, making the process more efficient	No bidding or any other process has been applied for choosing a party for sale, purchase or supply of goods or services. Transactions within the Group provides better economies of scale, ensures cost optimization, reduces administrative burden and associated costs, making the process more efficient	No bidding or any other process has been applied for choosing a party for sale, purchase or supply of goods or services. Transactions within the Group provides better economies of scale, ensures cost optimization, reduces administrative burden and associated costs, making the process more efficient
2	Basis of determination of price.	The price / consideration for the transactions is determined based on prevailing market prices, cost benchmarks, scope and nature of goods or services, volume, quality specifications, delivery timelines, and other relevant commercial terms, ensuring that the transactions are undertaken in the ordinary course of business and on an arm's length basis.	The price / consideration for the transactions is determined based on prevailing market prices, cost benchmarks, scope and nature of goods or services, volume, quality specifications, delivery timelines, and other relevant commercial terms, ensuring that the transactions are undertaken in the ordinary course of business and on an arm's length basis.	The price / consideration for the transactions is determined based on prevailing market prices, cost benchmarks, scope and nature of goods or services, volume, quality specifications, delivery timelines, and other relevant commercial terms, ensuring that the transactions are undertaken in the ordinary course of business and on an arm's length basis.

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:	Not applicable	Not applicable	Not applicable
	a. Amount of Trade advance	Not applicable	Not applicable	Not applicable
	b. Tenure			
	c. Whether same is self-liquidating?			
B(2). Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary				
1	Source of funds in connection with the proposed transaction.	Internal Accruals	Internal Accruals	Internal Accruals
2	Where any financial indebtedness is incurred to give loan, intercorporate deposit or advance, specify the following:	No financial indebtedness has been incurred at present for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties. In the event such indebtedness is considered in the future, the nature, cost of funds, and tenure will be determined based on prevailing market conditions, internal financial policies, and applicable regulatory guidelines.	No financial indebtedness has been incurred at present for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties. In the event such indebtedness is considered in the future, the nature, cost of funds, and tenure will be determined based on prevailing market conditions, internal financial policies, and applicable regulatory guidelines.	No financial indebtedness has been incurred at present for the purpose of extending loans, inter-corporate deposits, advances, or investments to related parties. In the event such indebtedness is considered in the future, the nature, cost of funds, and tenure will be determined based on prevailing market conditions, internal financial policies, and applicable regulatory guidelines.
	a. Nature of indebtedness			
	b. Total cost of borrowing			
	c. Tenure			
	d. Other details			
3	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders.	Interest range is 10% to 11% p.a	Interest range is 10% to 11% p.a	Interest range is 10% to 11% p.a

4	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	Interest rate of borrowing will be as per prevailing MCLR rates	Interest rate of borrowing will be as per prevailing MCLR rates	Interest rate of borrowing will be as per prevailing MCLR rates
5	Maturity / due date	The amount shall be repayable on demand, without any predetermined Repayment schedule or tenure.	The amount shall be repayable on demand, without any predetermined Repayment schedule or tenure.	The amount shall be repayable on demand, without any predetermined repayment schedule or tenure.
6	Repayment schedule & terms	Repayable on demand, as and when called upon.	Repayable on demand, as and when called upon.	Repayable on demand, as and when called upon.
7	Whether secured or unsecured?	Unsecured	Unsecured	Unsecured
8	If secured, the nature of security & security coverage ratio	Not Applicable	Not Applicable	Not Applicable
9	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	The Funds will be utilized for general business and operational requirements.	The Funds will be utilized for general business and operational requirements.	The Funds will be utilized for general business and operational requirements.
B(3). Disclosure only in case of transactions relating to investment made by the listed entity or its subsidiary				
1	Source of funds in connection with the proposed transaction.	Internal Accruals	Not applicable	Not applicable
2	Where any financial indebtedness is incurred to make investment, specify the following:	No financial indebtedness has been incurred at present for the purpose of Investment proposed to be made.	Not applicable	Not applicable
	a. Nature of indebtedness	Not applicable	Not applicable	Not applicable
	b. Total cost of borrowing			
	c. Tenure			
d. Other details				

3	Purpose for which funds shall be utilized by the investee company.	The Funds will be utilized for general business and operational requirements.	Not applicable	Not applicable
4	Material terms of the proposed transaction	Ranking parri passu with existing Equity shares	Not applicable	Not applicable

C(1). Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary

1	Latest credit rating of the related party	Nil	Nil	Nil
2	<p>Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. In addition, state the following:</p> <p>a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting;</p> <p>b) Whether the related party has been declared a “wilful defaulter” by any of its bankers</p>	<p>No</p> <p>No</p>	<p>No</p> <p>No</p>	<p>No</p> <p>No</p>

	and whether such status is currently subsisting;	No	No	No
	c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;	No	No	No
	d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.			
	FY 2025-2026	Not applicable	Not applicable	Not applicable
	FY 2024-2025			
	FY 2023-2024			
C(2). Disclosure only in case of transactions relating to any investment made by the listed entity or its subsidiary				
1	Latest credit rating of the related party	Nil	Not applicable	Not applicable
2.	Whether any regulatory approval is required. If yes, whether the same has been obtained.	None	Not applicable	Not applicable