SHETRON
THE NAME BEHIND THE NAMES

NOTICE OF POSTAL BALLOT

Dear Member(s),

Notice is hereby given that pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013, (the Act), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended (Rules), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest one being 03/2025 dated September 9, 2025, issued by the Ministry of Corporate Affairs (MCA Circulars), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and as amended from time to time), the Special Resolutions and Ordinary Resolution as set out in this Notice is proposed for consideration by the Members of the Company for passing by means of Postal Ballot by voting through electronic means only.

An Explanatory Statement pursuant to Section 102 and other applicable provisions, if any, of the Act, pertaining to the resolutions setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice.

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 framed thereunder and the MCA Circulars, the manner of voting on the proposed resolutions is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, the Postal Ballot Notice along with the instructions for e-voting is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depository Participant(s). The details of the procedure to cast the vote form part of the Notes to this Notice.

The e-voting period commences from 09.00 A.M. (IST) on Thursday, 26th November, 2026 and ends at 05.00 P.M. (IST) on Friday, 25th December, 2026.

The Board of Directors of the Company ("the Board") appointed Mr. Vijayakrishna KT, (Membership No. 1788 and COP No. 980), Practising Company Secretary as the Scrutinizer, for conducting the Postal Ballot process, in a fair and transparent manner.

The Scrutinizer will submit his report to the Chairman of the Company or to such other authorized persons and the results of the voting by Postal Ballot will be announced not later than 2 (two) working days of the conclusion of the e-voting. The results declared along with the Scrutinizer's Report shall be communicated in the manner provided in this Postal Ballot Notice.

The said results along with the Scrutinizer's Report would be intimated to BSE Limited, where the Equity Shares of the Company are listed. The results will also be uploaded on the Company's website at www.shetron.com and on the website of on the website of CDSL at www.evotingindia.com.

SPECIAL BUSINESS:

1) Appointment of Mr. Mohan Narayan Menon (DIN: 02838483) as an Independent Director of the Company.

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Rules framed thereunder and Regulation 17(1A) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the Listing Regulations") [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] and Articles of Association of the Company, based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors, approval of the Members of the Company be and is hereby accorded to appoint Mr. Mohan Narayan Menon (DIN: 02838483), who has attained the age of 75 years and who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the Listing Regulations, as an Independent Director of the Company for a period of three consecutive years, with effect from December 25th, 2026 and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary of the Company be and are hereby authorized to do such acts, deeds, things as may be required to give effect to the above resolution also to take necessary steps to file necessary returns with the Registrar of Companies and comply with other formalities if any, as may be required pursuant to the provisions of Companies Act, 2013 or such other regulations."

2) Re-Appointment of Mr. Bhagya Chandra Rao (DIN: 00211127) as an Independent Director of the Company.

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Rules framed thereunder and Regulation 17(1A) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the Listing Regulations") [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force] and Articles of Association of the Company, based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors, Mr. Bhagya Chandra Rao (DIN: 00211127), who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the Listing Regulations, be and is hereby appointed as an Independent Director of the Company for a period of 5 (five) consecutive years, with effect from 29th May, 2027, and for his continuation as a Non-Executive Independent Director upon attaining the age of 75 years on 3rd June, 2031, during the aforesaid tenure, in accordance with Regulation 17(1A) of the Listing Regulations, and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary of the Company be and are hereby authorized to do such acts, deeds, things as may be required to give effect to the above resolution also to take necessary steps to file necessary returns with the Registrar of Companies and comply with other formalities if any, as may be required pursuant to the provisions of Companies Act, 2013 or such other regulations."

3) Appointment of Mrs. Raksha Mally (DIN: 05199276) as Non-Executive Director of the Company.

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

"**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013 ('the Act') and the rules made thereunder, Regulations 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification or re-enactment thereof for the time being in force), and other applicable provisions of the applicable laws, if any, in accordance with the Articles of Association of the Company and based on

the recommendations of Nomination and Remuneration Committee and the Board of Directors of the Company, Mrs. Raksha Mally (DIN: 05199276), be and is hereby appointed as Non-Executive Director of the Company, who is liable to retire by rotation, with effect from **December 25th, 2026.**

RESOLVED FURTHER THAT the Board of Directors and/or Company Secretary of the Company be and are hereby authorized to do such acts, deeds, things as may be required to give effect to the above resolution also to take necessary steps to file necessary returns with the Registrar of Companies and comply with other formalities if any, as may be required pursuant to the provisions of Companies Act, 2013 or such other regulations."

4) Approval of the terms and conditions for remaining period of the term of Mr. Diwakar Sanku Shetty (DIN: 00432755), Executive Chairman:

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 198 and all other applicable provisions of the Companies Act, 2013 (the "Act") (including any statutory modification from time to time or any re-enactment thereof for the time being in force) read with Schedule V to the said Act, and subject to the approval of such other authorities as may be necessary, based on the recommendations of the Nomination and Remuneration Committee and the Board, consent of the Shareholders be and is hereby accorded to remuneration payable to Mr. Divakar S Shetty (DIN: 00432755), Executive Chairman, for the remaining period of his term of appointment i.e., with effect from 16th May, 2027 to 15th May, 2029 on the terms and conditions including remuneration as set out in the Statement annexed to the Notice.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, expedient in order to give effect to this resolution."

Place: Bengaluru
Date: 24th November, 2026

By the order of the Board
For Shetron Limited

Registered Office:
Plot No: 1. Bommasandra Industrial Area
Hosur Road, Bangalore –560099

Diwakar S Shetty
Executive Chairman
DIN: 00432755

NOTES:

1) A statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice and additional information as required under the Listing Regulations is attached.
2) In compliance with the MCA Circulars, the Notice is being sent by electronic mode only to those Members whose names appear in the Register of Members/ List of Beneficial Owners maintained by the Company and as received from National Securities and Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) (Depositories) as on Friday, 20th November, 2026 and whose e-mail IDs are registered with the Company I Depository Participants. For Members who have not registered their e-mail IDs, please follow the instructions given under Note No. 8.
3) In accordance with the MCA Circulars, physical copies of the Notice are not being sent to Members for this Postal Ballot. Members are requested to provide their assent or dissent through e-voting only.
4) The Members, whose names appear in the Register of Members / List of Beneficial Owners as received from Depositories as on Friday, 20th November 2026, being the cut-off date, are entitled to vote on the Resolutions set forth 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. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on Friday, 20th November 2026, being the cut-off date fixed for the purpose.
5) In compliance with provisions of Section 108 and Section 110 and other applicable provisions of the Act read with the Companies (Management & Administration) Rules, 2014, the Company is pleased to offer e-voting facility to all the Members for voting on the resolutions set forth in the Notice. For this purpose, the Company has availed the service of services of CDSL.
6) Members may please note that the Postal Ballot Notice will also be available on the Company's website at www.shetron.com, websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com, and on the website of the CDSL at www.evotingindia.com.
7) All the material documents referred to in the Explanatory Statement, shall be available for inspection for Members through electronic mode until the last date of e-voting, basis the request being sent on irg@integratedindia.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.
8) We urge members to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, who have not registered their email addresses are requested to register their email addresses with their respective depository

participants and members holding shares in physical mode are requested to update their email addresses with the Company by sending an email to irg@integratedindia.in to receive the Notice in electronic mode. Members may follow the process detailed below for registration of email ID to obtain the Notice, user ID / password for e- voting

9) The Scrutinizer will submit his report, after the completion of scrutiny, within the prescribed timelines, to the Chairman of the Company or any person authorized. The results of e-voting will be announced within specified time and will be displayed on the Company's website at www.shetron.com and the website of CDSL at www.evotingindia.com. The results will simultaneously be communicated to the Stock Exchange and will also be displayed at the registered office of the Company.
10) The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e., Friday, 25th December, 2026.
11) Corporate/ 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 authorised to vote, to the Scrutinizer by e-mail to vijaykt@vjkt.in with a copy marked to www.evotingindia.com. Institutional members 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.
12) The instructions for Members for e-voting are as under:

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

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

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

(i) The voting period begins on Thursday, 26th November, 2026 at 09:00 am and end on Friday, 25th December, 2026 AT 05:00 pm. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, 20th November, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is

at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

(i) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

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

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	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 to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period.

	3) 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. 4) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 5) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member'

	section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4) 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 name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

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

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

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

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

2) Click on "Shareholders" module.

3) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,
b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.

PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as

desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; investors@shetrongroup.com (designated email address by company), if they

  have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

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

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

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

Place: Bengaluru
Date: 24th November, 2026

By the order of the Board
For Shetron Limited

Registered Office:
Plot No: 1. Bommasandra Industrial Area
Hosur Road, Bangalore –560099

Diwakar S Shetty
Executive Chairman
DIN: 00432755

Explanatory Statement

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

As required by Section 102 of the Companies Act, 2013 (Act), the following explanatory statement sets out all material facts relating to the businesses mentioned under Item Nos. 1, 2, 3 & 4:

Item No. 1:

Appointment of Mr. Mohan Narayan Menon (DIN: 02838483) as an Independent Director of the Company.

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on 03rd November 2026, recommended the appointment of Mr. Mohan Narayan Menon (DIN: 02838483) as an Independent Director of the Company, for a term of three consecutive years, to the shareholders.

Further, a Special Resolution has to be passed pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to appoint Mr. Menon as Independent Director.

Brief Profile of Mr. Menon as follows:

Mr. Mohan Narayan Menon holding DIN: 02838483, 78 years, graduate in Metallurgical Engineering from M S University, Baroda and Master's degree in Management from Jamnalal Bajaj Institute of Management, Mumbai University. Also undergone three weeks specialized course in International Management from INSEAD Singapore. He has over 50 years of experience in packaging mainly Closures, Plastics Containers and Other packaging accessories. Currently, he is associated with Fibre Foils Limited, APC Nutrients Private Limited.

In terms of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Mohan Narayan Menon being eligible and offers himself for appointment as an Independent Director of the Company, for a term of three consecutive years' with effect from 25 December 2026.

In the opinion of the Board of Directors, Mr. Menon's rich and diverse experience is a valuable asset to the Company which adds value and enriched point of view during Board discussions and decision making. He is also a person of integrity who possesses required expertise and his association as Non-Executive Independent Director will be beneficial to the Company.

Mr. Mohan Narayan Menon fulfils the requirements of an Independent Director as laid down under Section 149(6) of the Act, and Regulation 16 of the Listing Regulations and is Independent of the Management. Terms and conditions of appointment of Independent Directors is available on the Website of the Company.

The Company has received a notice in writing pursuant to Section 160 of the Act from a Member proposing his candidature for the office of Director.

The Company has received all statutory disclosures / declarations from Mr. Mohan Narayan Menon including:

(i) consent in writing to act as director in Form DIR-2, pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 ("the Appointment Rules"),

(ii) intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act, and

(iii) a declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act.

In terms of Regulation 25(8) of the Listing Regulations, he has also confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Further, he is not debarred from holding the office of Director pursuant to any Order issued by the Securities and Exchange Board of India (SEBI) or any other authority.

As per explanation to Section 152, office of Independent Directors shall not be liable for retirement by rotation.

The Board of Directors recommends the passing of the resolution at Item No. 1 as a **Special Resolution.**

The details of Mr. Mohan Narayan Mez pursuance of the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been given in Annexure A to this Notice.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the said Resolution.

Item No. 2:

Re-Appointment of Mr. Bhagya Chandra Rao (DIN: 00211127) as an Independent Director of the Company. Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on 03rd November 2026, re-appointed Mr. Bhagya Chandra Rao (DIN: 00211127) as an Independent Director of the Company, for term of five consecutive years, commencing from 29th May, 2027, subject to the applicable provisions of the Companies Act, 2013, the SEBI Listing Regulations and the Articles of Association of the Company.

Mr. Bhagya Chandra Rao is Non-Executive Independent Director. He has a Bachelor's Degree in Mechanical Engineering from Mysore University. He has deep domain expertise and understanding of business transformation, strategy, sales & marketing, supply chain, enterprise resource planning, manufacturing and technology management. He has a very good understanding of the functioning of the Board and sub-committee meetings (NRC, Risk, CSR, Stakeholders, Audit) as per the Companies Act, 2013 as well as the SEBI guidelines. He has four decades of work experience with several Industries in large organizations like ABB, IFB Industries, Anand group, WIDIA, Sandvik Asia, Kennametal India in various positions of business and functional leadership. He was the Managing Director of Kennametal India Ltd (2012-2020), Chairman of WIDIA India Tooling Pvt. Ltd. (2018-2020) President of Sandvik Asia Ltd SMC Supply Chain (2014-2012).

He is driven by achieving turnaround growth strategy & long term profitability, expert in creating an effective sales & marketing model on market expansion leveraging fully the potential of products & value offerings. His directorship and other engagements are as follows: Chairman Wendt India Ltd, Independent Director at Suprajit Engineering Ltd and on voluntary basis as Vice President at ABSBS private trust on community services.

In terms of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Bhagya Chandra Rao being eligible and offers himself for re-appointment as an Independent Director of the Company, for a term of five consecutive years' commencing from 29th May, 2027, subject to the applicable provisions of the Companies Act, 2013, the SEBI Listing Regulations and the Articles of Association of the Company

In the opinion of the Board of Directors, Mr. Bhagya Chandra Rao fulfils the requirements of an Independent Director as laid down under Section 149(6) of the Act, and Regulation 16 of the Listing Regulations and is Independent of the Management. Terms and conditions of appointment of Independent Directors is available on the Website of the Company.

The Company has received a notice in writing pursuant to Section 160 of the Act from a Member proposing his candidature for the office of Director.

The Company has received all statutory disclosures / declarations from Mr. Bhagya Chandra Rao including:

(i) consent in writing to act as director in Form DIR-2, pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 ("the Appointment Rules"),

(ii) intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act, and

(iii) a declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Act.

In terms of Regulation 25(8) of the Listing Regulations, he has also confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Further, he is not debarred from holding the office of Director pursuant to any Order issued by the Securities and Exchange Board of India (SEBI) or any other authority.

Moreover Mr. Bhagya Chandra Rao will attain the age of 75 years on 3rd June, 2031 within the period of 5 Years of appointment therefor the approval is sought under Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of Directors recommends the passing of the resolution at Item No. 2 as a **Special Resolution.**

The details of Mr. Bhagya Chandra Rao in pursuance of the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been given in Annexure A to this Notice.

Mr. Bhagya Chandra Rao, being an appointee, is concerned or interested in the Resolution set out at item no. 2 of the Postal Ballot Notice. None of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the said Resolution.

Item No. 3:

Appointment of Mrs. Raksha Mally (DIN: 05199276) as Non-Executive Director of the Company.

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on 03rd November 2026, recommended the appointment of Mrs. Raksha Mally (DIN: 01599276) as Non-Executive, Non-Independent Director of the Company to the shareholders.

Mrs. Raksha Mally holding DIN: 05199276, aged 52 years is a graduate in B.Com. from Narsee Monjee College of Commerce, Mumbai. Mrs. Raksha Mally is a Partner at Anoma, a Bangalore-based brand renowned for curating lifestyle products and premium pop-up exhibitions. She brings over a decade of experience in brand curation, sourcing, merchandising, and client engagement in the lifestyle and retail sector. With a strong understanding of consumer preferences and market trends, she has played a key role in building Anoma as a distinctive platform for premium and curated lifestyle brands.

Additional Pursuits: Mrs. Raksha Mally is also an accomplished Artist specializing in Oil Painting on Canvas. Her keen eye for aesthetics and design significantly enriches her curatorial work and brand sensibility.

The Company has received a notice in writing pursuant to Section 160 of the Act from a Member proposing her candidature for the office of Director.

The Company has received all statutory disclosures / declarations from Mrs. Raksha Mally including:

(i) consent in writing to act as director in Form DIR-2, pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 ("the Appointment Rules"), and

(ii) intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act,

The Board of Directors recommends the passing of the resolution at Item no. 3 as an **Ordinary Resolution.**

The details of Mrs. Raksha Mally in pursuance of the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been given in Annexure A to this Notice.

Other than Mrs. Raksha Mally, Mr. Diwakar Sanku Shetty, Mr. Praveen Mally, none of the other Directors and Key Managerial Personnel of the Company or their respective relatives is interested, financially or otherwise, in the Resolution at Item No.3 of the accompanying Notice.

Item No. 4:

Approval of the terms and conditions for remaining period of the term of Mr. Diwakar Sanku Shetty (DIN: 00432755), Executive Chairman:

The Shareholders may recall that Mr. Diwakar Sanku Shetty was re-appointed as Whole-time Director i.e. Executive Chairman, of the Company for a period of five (5) consecutive years, commencing from May 16, 2024 and ending on May 15, 2029, and that his remuneration was approved for a period of three (3) years, commencing from May 16, 2024 and ending on May 15, 2027.

Taking into consideration the duties and responsibilities of the Executive Chairman, the prevailing managerial remuneration in industry and on the recommendation of the Nomination and Remuneration Committee, the Board at its Meeting held on 3rd November, 2026 approved the terms and conditions for the remaining period of his term i.e., 16th May, 2027 to 15th May, 2029, subject to approval of the Shareholders on remuneration including minimum remuneration and on terms and conditions given hereunder:

Remuneration

A. Salary: Rs 1,00,00,000/- per annam (including all allowances) with annual increments, as may be decided by the Board from time to time.

B. Incentive/Commission: Equivalent to 1% of net profits of the Company, subject to a ceiling of 50% of annual salary.

Perquisites:

a. Reimbursement of medical expenses (including insurance premium for medical and hospitalization policy, if any) incurred for self and family, subject to a ceiling of one month's salary in a year.

b. Leave Travel Concession: Leave Travel Concession for self and family, once a year, incurred in accordance with the Rules of the Company.

   For the above purposes "Family" includes spouse, dependent children's.

c. Personal Accident Insurance: Personal Accident Insurance as per rules of the Company.

d. Contribution to Provident Fund and superannuation Fund: Contribution to Provident Fund and Superannuation Fund, as per Rules of the Company, to the extent these, either singly or put together, are not taxable under the Income Tax Act, 1961.

e. Leave and Encashment of Leave: As per Rules of the Company.

f. Gratuity and/or contribution to Gratuity Fund: As per Rules of the Company.

g. Use of Car and Telephone: Company maintained car with driver for use on Company's business, telephone at residence and cellular phone provided by the Company will not be considered as perquisite. However, personal long distance and use of car for private purposes shall be borne by the Director.

h. Club Membership: Membership in two clubs will be made available to meet business associates.

i. Reimbursement of Expenses: Reimbursement of entertainment, travelling and all other expenses incurred for the business of the Company, as per Rules of the Company.

   The above perquisites and allowances shall be evaluated as per income-tax rules, wherever applicable. In the absence of any such rules, these shall be evaluated at actual cost.

C. Other Benefits:

a. Contribution to provident fund, pension/superannuation/ gratuity fund schemes in accordance with the Company's rules and regulations in force from time to time;

b. Leave Travel Encashment.

c. Reimbursement of actual medical expenses incurred in India or abroad for self and family including hospitalization expenses, treatment expenses and in case of medical treatment abroad, the air fare, boarding/lodging, travel, etc., for self and family and attendant

d. Medical/Personal accident/ Travel insurance: Actual premium to be paid by the Company for self & family;

e. Telephone: Free telephone facility at residence including mobile phone & other suitable communication facilities.

The above benefits will not be included in the computation of the ceiling on perquisites and allowances.

Minimum remuneration: Notwithstanding anything to the contrary contained herein, where, in any financial year during the currency of the tenure of Mr. Diwakar Sanku Shetty, the Company has no profits or its profits are inadequate, Mr. Diwakar Sanku Shetty shall be entitled to a minimum remuneration comprising salary, perquisites and benefits as detailed above subject to such revisions as may be approved by the Board from time to time.

The disclosures as required under Section II of Part II of Schedule V read with Section 201 of the Companies Act, 2013 as attached herewith as Annexure B to this Notice.

The details of Mr. Diwakar Sanku Shetty in pursuance of the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 have been given in Annexure B to this Notice.

Other than Mr. Divakar S Shetty, Mr. Kartik Nayak, Mr. Praveen Mally, none of the other Directors and Key Managerial Personnel of the Company or their respective relatives is interested, financially or otherwise, in the Resolution at Item No.4 of the accompanying Notice.

The Board recommends the Resolution at Item No.4 for approval of the members.

Place: Bengaluru
Date: 24th November 2026

By the order of the Board
For Shetron Limited

Registered Office:
Plot No: 1. Bommasandra Industrial Area
Hosur Road, Bangalore –560099

Diwakar S Shetty
Executive Chairman
DIN: 00432755

ANNEXURE A TO THE NOTICE
APPOINTMENT OF DIRECTOR

Details of Directors seeking appointment/re-appointment/retiring by rotation (In pursuance of Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015):

Name	Mr. Mohan Narayan Menon	Mr. Bhagya Chandra Rao	Mrs. Raksha Mally
Date of Birth and Age	10th August 1948	3rd June, 1956	28th April 1974
DIN	02838483	00211127	05199276
Date of Appointment/ Re-appointment	Effective date of the appointment will be the date of approval of the shareholders	29th May 2027	Effective date of the appointment will be the date of approval of the shareholders
Expertise in specific functional areas	Mr. Mohan Narayan Menon has over 50 years of experience in Packaging mainly Closures, Plastic Containers and Other Packaging accessories.	He has deep domain expertise and understanding of business transformation, strategy, sales & marketing, supply chain, enterprise resource planning, manufacturing and technology management. He has a very good understanding of the functioning of the Board and sub-committee meetings as per the Companies Act as well as the SEBI guidelines.	Mrs. Raksha Mally is a Partner at Anoma, a Bangalore-based brand renowned for curating lifestyle products and premium pop-up exhibitions. She brings over a decade of experience in brand curation, sourcing, merchandising, and client engagement in the lifestyle and retail sector. With a strong understanding of consumer preferences and market trends,

			she has played a key role in building Anoma as a distinctive platform for premium and curated lifestyle brands.
Qualification	Mr. Mohan Narayan Menon Graduate in Metallurgical Engineering from M.S.University, Baroda and Master's degree in management from Jamnalal Bajaj Institute of Management, Mumbai University. Also did a three-week specialized course in International Management from INSEAD, Singapore	Bachelor's Degree in Mechanical Engineering from Mysore University.	Mrs. Raksha Mally graduate in B.Com. from Narsee Monjee College of Commerce, Mumbai
Number of Shares held in the equity capital of the company	Nil	Nil	Nil
Directorships held in other Public and Private Companies	1. Fibre Foild Ltd 2.APC Nutrients Pvt. Ltd	1.Suprajit Engineering Ltd. 2. Wendt India Ltd.	Nil
Relationship with other Directors and KMP's	None	None	Mrs. Raksha Mally is the spouse of Mr. Praveen Vittal Mally, Joint Managing Director, and the daughter of Mr. Diwakar Sanku Shetty, Executive Chairman of the Company.

ANNEXURE B TO THE NOTICE

The Company has not made any default in repayment of any of its debts (including public deposits) or debentures or interest payable thereon or preference shares and dividend on preference shares for continuous period of thirty days in the preceding financial year before the date of his appointment.

Other particulars:

I. GENERAL INFORMATION

1.Nature of Industry	Metal Cans Manufacturing
2.Date or expected date of commencement of commercial production	Existing Company in operation since 1980
3.In case of new companies, expected date of commencement of activities as per project approved by the financial institute appearing in the prospectus	-Not applicable-
4.Financial performance based on given indicators	In the Financial Year 2025-26, the Company made a turnover of Rs. 24,733 lakhs and Profit of Rs. 400 Lakhs.
5. Foreign investments or collaborators, if any	-Not applicable-

II. INFORMATION ABOUT THE APPOINTEE

PARTICULARS	
1.Background details	He has rich and varied experience in the Packaging Industry and has been involved in the operations of the Company over a long period of time.
2.Past Remuneration	Rs. 100 Lakhs per annum
3.Recognition or awards	-Not applicable-
4.Job profile and his suitability	He was working as Chairman & Whole time Director of the Company, to manage the whole business and affairs of the Company.
5.Remuneration proposed	As stated in the explanatory statement at Item No. 4 of this Notice.
6.Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)	The remuneration of Mr. Diwakar Shetty is comparable to that drawn by the peers in the similar capacity in the industry and is commensurate with the size of the Company and diverse nature of its business.
7.Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	Mr. Diwakar Shetty does not have any pecuniary relationship directly or indirectly with the company or with the other Managerial Personnel except to the extent of remuneration payable to him as Executive Chairman and Whole-time Director of the Company and he holds 2273997 Equity Shares held in the Company. He is relative of Mr. Kartik Manohar Nayak and Mr. Praveen Vittal Mally, Joint Managing Directors of the Company.

III. OTHER INFORMATION

1.Reason of loss or inadequate profits	The performance of the Company for the year under review has been improved and the Company has been earning profits.
2.Steps taken or proposed to be taken for improvements	To mitigate the adverse impact, the Company took various measures such as making alternate arrangements to operate to it full production capacity. The Company has also explored the new markets for sale.
3.Expected increase in productivity and profits in measurable terms	The management has adopted focused and aggressive business strategies in all spheres of functions to improve the sales and profitability of the Company. Considering the present business scenario, the Company is expecting increase in revenue and profitability. The Management is confident of keeping a higher growth ratio in the period to come and strong belief that business improvement will sustain in future.