

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) – 400604, Maharashtra, India

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Date: 22.01.2026

To

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400001.

**Scrip Code: 531460**

**Subject: Postal Ballot Notice - Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are enclosing herewith the Notice of Postal Ballot dated January 16, 2026 seeking approval of the Members of the Company by way of Postal Ballot through Remote E-voting on the following resolutions:

| Sr. No. | Description of the Resolution(s)  | Type of Resolution |
|---------|---|--------------------|
| 1       | Re-appointment of Mr. Rajnish Kumar Pandey (DIN: 01096119) as a Executive Whole-Time Director of the Company to hold office for a further term of 5 (five) consecutive years                | Special Resolution |
| 2       | Re-appointment of Mr. Abhay Kumar Sethia (DIN: 09721583) as a Non-Executive Independent Director of the Company to hold office for a second term of 5 (five) consecutive years              | Special Resolution |
| 3       | Re-appointment of Ms Chetna Gupta (DIN: 02212440) as a Non-Executive Independent Director of the Company to hold office for a second term of 5 (Five) consecutive years                     | Special Resolution |
| 4       | Re-appointment of Ms Khusbu Agarwal (DIN: 09847254) as a Non-Executive Independent Director of the Company to hold office for a second term of 5 (Five) consecutive years                   | Special Resolution |
| 5       | To authorize the Board of Directors of the Company to borrow money under section 180(1)(c) of the Companies Act, 2013 for an amount not exceeding of Rs. 10 Crores (Rupees Ten Crores Only) | Special Resolution |
| 6       | To obtain approval to advance any loan/give guarantee/provide security under section 185 of the Companies Act, 2013   | Special Resolution |

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The Board of Directors of the Company has appointed M/S Abhishek Wagh & Associates, Practicing Company Secretaries, as the Scrutinizer to conduct the postal ballot through remote e-voting process in a fair and transparent manner

In accordance with relevant circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India ("Circulars") Notice is being sent only through electronic mode today to all those Members whose email addresses are registered with the Company/ Registrar & Transfer Agent ("RTA") or Depositories as on **Friday, January 16, 2026** ("cut-off date") and the communication to assent/dissent of the Members on the resolutions proposed in this Notice will only take place through the remote e-voting system. In compliance with the requirements of the MCA Circulars, the hard copy of the Notice along with postal ballot form and postage prepaid self-addressed business reply envelope will not be sending to the members whose email address are not registered.

The Notice of Postal Ballot ("Notice") is available on the website of the Company at <http://www.continentalcontrol.in> and on the website of **Purva Shareregistry (India) Private Limited**, Registrar & Transfer Agent of the Company (RTA) at <https://evoting.purvashare.com> and Stock Exchange at [www.bseindia.com](http://www.bseindia.com). The Company has engaged the services of Purva Shareregistry (India) Private Limited, to provide remote e-voting facility.

The remote e-voting facility will be available during the following period:

|                                 |   |
|---------------------------------|---|
| Commencement of Remote e-Voting | Friday, 23rd January, 2026 at 09.00AM     |
| Completion of Remote e-Voting   | Saturday, 21st February, 2026 at 05:00 PM |

The remote e-voting shall not be allowed beyond 5:00 P.M on Saturday, 21st February, 2026 and the remote e-voting module shall be disabled by Purva Shareregistry (India) Private Limited thereafter.

Kindly take the same on your record.

**For Continental Controls Limited**

Jyoti Darade  
Company Secretary & Compliance Officer  
ACS 70171

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## POSTAL BALLOT NOTICE

*(Pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)*

To,  
The Members,  
Continental Controls Limited

Notice is hereby given that pursuant to the provisions of Section 110 read with Section 108 and all other applicable provisions, if any, of the Companies Act, 2013 ("the **Act**"), read together with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force ("Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**SEBI Listing Regulations**"), SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3<sup>rd</sup> October 2024, General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021, 20/2021 dated 8th December, 2021 and 3/2022 dated 5th May, 2022, 11/2022 dated 28th December, 2022, 09/2023 dated 25th September, 2023, 09/2024 dated 19th September, 2024 and Circular no. 03/2025 dated 22 September, 2025 issued by the Ministry of Corporate Affairs, Government of India ("**MCA Circulars**"), Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India ("**ICSI**") and any other applicable laws and regulations, to transact the Special Businesses as set out hereunder are proposed to be passed by the members of the Company ("Continental Controls Limited") by way of Postal Ballot, only by way of remote e-voting ("e-voting") process.

The Explanatory Statement pursuant to Section 102 and other applicable provisions of the Act, read with Rules framed thereunder, setting out the material facts and reasons thereof, concerning the resolution mentioned in this Postal Ballot Notice ("Notice"), is annexed hereto for your consideration.

In accordance with the MCA Circulars referred above, this Postal Ballot Notice is being sent only by electronic mode to those members whose names appear on the Register of Members as on **Friday, January 16, 2026 ("Cut-Off Date")** received from the Depositories and whose e-mail address is registered with the Company / Depositories. The

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

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the MCA Circulars and SS-2, the Company is providing remote e-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The Company has engaged the services of Purva Sharegistry (India) Private Limited for the purpose of providing remote e-voting facility to its Members. The instructions for remote e-voting are appended to this Notice. The Notice is also available on the website of the Company <http://www.continentalcontrol.in/>

Members desiring to exercise their vote through the remote e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice for casting of votes by remote e-voting. The schedule of remote e-voting is as under:

| VOTING STARTS ON                        | VOTING ENDS ON                             |
|---|--|
| Friday, 23rd January, 2026 at 09:00 A.M | Saturday, 21st February, 2026 at 05:00 P.M |

The remote e-voting will be disabled by Purva Sharegistry (India) Private Limited immediately thereafter.

The proposed resolution and explanatory statement pertaining to the respective resolution pursuant to Section 102(1) and other applicable provisions of the Act read with the Rules setting out all the material facts concerning the resolutions mentioned in this Postal Ballot Notice and reasons thereof, is appended herewith for your consideration are as follows:

## **SPECIAL BUSINESSES:**

### **Item No. 1**

**Re-appointment of Mr. Rajnish Kumar Pandey (DIN: 01096119) as an Executive Whole-Time Director of the Company to hold office for a further term of 5 (five) consecutive years**

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

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**“RESOLVED THAT** pursuant to the applicable provisions of Sections 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ('the Rules') and regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015, to the extent applicable (including any statutory modification(s) or any amendment(s) thereto or any substitution(s) or any re-enactment(s) made thereof, for the time being in force), if any, and based on recommendation of the Nomination and Remuneration Committee, and approval of the Board of Directors , Mr. Rajnish Kumar Pandey (DIN: 01096119) be and is hereby re-appointed as an Executive Whole-Time Director of the Company for the further period of five consecutive years with effect from April 12, 2026 to April 11, 2031, liable to retire by rotation on the terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to alter, vary, revise, modify or change the aforementioned remuneration from time to time and may exceed the maximum permissible limit as per Schedule V, Part II, Section II of the Companies Act, 2013, as set out in the Explanatory Statement annexed to the Notice.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute all documents and to delegate authority to any officer of the Company for filling of requisites forms that may be required on behalf of the Company, and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution.”

## **Item No.2**

**Re-appointment of Mr. Abhay Kumar Sethia (DIN: 09721583) as a Non-Executive Independent Director of the Company to hold office for a second term of 5 (five) consecutive years**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 ('the

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Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015, to the extent applicable (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force ('Listing Regulations'), and as approved by Board of Directors of the Company based on the recommendations of the Nomination and Remuneration Committee, Mr. Abhay Kumar Sethia (DIN: 09721583), who was appointed as a Non Executive Independent Director, for a period of one year i.e., from February 5, 2025 to February 4, 2026, and in respect of whom the Company has received a notice as per section 160(1) of the Act from a Member proposing his candidature for the office of Non Executive Independent Director, be and is hereby re-appointed as a Non Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (Five) consecutive years commencing from February 5, 2026 to February 4, 2031.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute all documents and to delegate authority to any officer of the Company for filling of requisites forms that may be required on behalf of the Company, and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution."

### **Item No. 3**

#### **Re-appointment of Ms Chetna Gupta (DIN: 02212440) as a Non-Executive Independent Director of the Company to hold office for a second term of 5 (Five) consecutive years**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015, to the extent applicable, including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force ('Listing Regulations') and as approved by Board of Directors of the Company based on

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the recommendations of the Nomination and Remuneration Committee , Ms Chetna Gupta (DIN: 02212440), who was appointed as a Non Executive Independent Director, for a period of one year i.e., from February 5, 2025 to February 4, 2026 , and in respect of whom the Company has received a notice as per section 160 (1) of the Act from a Member proposing her candidature for the office of Non Executive Independent Director , be and is hereby re-appointed as a Non Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 5 (Five) consecutive years commencing from February 5, 2026 to February 4, 2031.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute all documents and to delegate authority to any officer of the Company for filling of requisites forms that may be required on behalf of the Company, and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution.”

#### **Item No. 4**

#### **Re-appointment of Ms Khusbu Agarwal (DIN: 09847254) as a Non-Executive Independent Director of the Company to hold office for a second term of 5 (Five) consecutive years**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015, to the extent applicable (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force ('Listing Regulations')), and as approved by Board of Directors of the Company based on the recommendations of the Nomination and Remuneration Committee , Ms Khusbu Agarwal (DIN: 09847254), who was appointed as a Non Executive Independent Director, for a period of one year i.e., from February 5, 2025 to February 4, 2026 , and in respect of whom the Company has received a notice as per section 160 (1) of the Act from a Member proposing her candidature for the office of Non Executive Independent Director , be and is hereby re-appointed as a Non Executive Independent Director of the Company, not liable to

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retire by rotation, to hold office for a second term of 5 (Five) consecutive years commencing from February 5, 2026 to February 4, 2031.

**RESOLVED FURTHER THAT** the Board of Directors and/or Company Secretary of the Company be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute all documents and to delegate authority to any officer of the Company for filling of requisites forms that may be required on behalf of the Company, and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution.”

## **Item no. 5**

### **To authorize the Board of Directors of the Company to borrow money under section 180(1)(c) of the Companies Act, 2013 for an amount not exceeding of Rs. 10 Crores (Rupees Ten Crores Only)**

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

**“RESOLVED THAT** pursuant to provisions of Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant rules made there under (including any statutory modification(s) or amendment(s) thereto or substitution(s) or any re-enactment(s) made thereof, for the time being in force) 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 include any committee of the Board thereof), to borrow money, as and when required, from, including without limitation, any bank(s) and/or financial institution(s) and/or foreign lender(s) and/or body corporate(s) and/or entity(ies) and/or authority(ies), either in Indian Rupees or in such other foreign currency(ies) as may be permitted under applicable laws, on such terms and conditions as the Board may deem fit, provided that the aggregate amount so borrowed, together with the monies already borrowed by the Company (excluding temporary loans obtained from the Company’s bankers in the ordinary course of business), shall not at any time exceed the limit of INR 10,00,00,000 (Indian Rupees Ten Crores only).

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute all documents and to delegate authority to any officer of the

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Company for filling of requisites forms that may be required on behalf of the Company, and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution.”

## Item NO. 6

### **To obtain approval to advance any loan/give guarantee/provide security under section 185 of the Companies Act, 2013**

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

**“RESOLVED THAT** pursuant to the provisions of Section 185 and other applicable provisions, if any of the Companies Act, 2013 (“the Act”) (including any statutory modifications or re-enactments thereof for the time being in force) and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors\_(hereinafter referred to as “the Board” which term shall be deemed to include any duly constituted Committee thereof) and subject to such approvals, consents, sanctions and permissions as may be necessary, approval of the members of the Company be and is hereby accorded to the Board for advancing loan(s) in one or more tranches including loan represented by way of book debt to, and/or giving guarantee(s) to, and/or providing security(ies) in connection with any loan taken/to be taken by any company(ies) which are group companies, associate companies, joint venture companies or subsidiary companies of the Company or any other person in which any of the Directors of the Company is interested as specified in the explanation to section 185(2) of the Act, of an aggregate amount not exceeding Rs. 10 crores (Rupees Ten Crores only) during a financial year, as the Board may, in its absolute discretion, deem fit and in the best interest of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and execute all documents and to delegate authority to any officer of the Company for filling of requisites forms that may be required on behalf of the Company, and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution .

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(West) – 400604, Maharashtra, India

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**By Order of the Board of Directors  
For Continental Controls Limited**

**Sd/-**

Rajnish Pandey  
Whole Time Director  
DIN: 01096119

Place: Mumbai

Date: 16.01.2026

Regd Office:

Plot No. A 356/357, Road No. 26,  
Wagle Industrial Estate, MIDC,  
Thane (W) – 400604, Maharashtra, India

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## **NOTES:**

(1) The Statement pursuant to the provisions of Section 102(1) of the Act setting out the material facts and reasons for proposed resolution is annexed hereto.

(2) In terms of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, assent or dissent of the Members in respect of the Special Businesses contained in the Postal Ballot Notice is sought through Postal Ballot (e-Voting).

(3) The Board of Directors of the Company at its meeting held on 16<sup>th</sup> January, 2026 has appointed Mr. Abhishek Wagh, proprietor of - M/S Abhishek Wagh & Associates, Practicing Company Secretaries, as the Scrutinizer to scrutinize the Postal Ballot process through Remote e-voting in a fair and transparent manner and has communicated their willingness to be appointed as Scrutinizer and will be available for the said purpose.

(4) The Scrutinizer shall after the conclusion of the voting period, prepare report of the votes cast in favour or against, if any, and submit the report to the Chairman of the Company or to any other person so authorised by him. The Scrutinizer's decision on the validity of votes cast through Postal Ballot will be final and binding. The results so declared along with the Scrutinizer's Report shall be placed on the Company's website at <http://www.continentalcontrol.in/> and shall also be communicated/forwarded to BSE Limited, where the equity shares of the Company are listed. The Resolutions shall be deemed to have been passed on Saturday, 21<sup>st</sup> February, 2026 (being the last date of e-voting period of postal ballot) subject to obtaining requisite votes thereto.

(5) All the material documents referred to in the explanatory statement will be available at website of the Company at <http://www.continentalcontrol.in/> and for inspection electronically until the last date for receipt of votes through the e-Voting process. Members seeking to inspect such documents can send an email to [compliance@continentalcontrol.in](mailto:compliance@continentalcontrol.in).

(6) Any Director or Company Secretary of the Company is severally authorized to ensure smooth conduct of the e-Voting.

(7) In compliance with the MCA Circulars, this Notice along with the instructions regarding e-voting is being sent only by e-mail to all those Members, whose e-mail addresses are registered with the Company or the RTA or with the depository (ies)/depository participants and whose names appear in the Register of Members / List of Beneficial Owners as on **Friday, January 16, 2026** ("Cut-off Date").

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The Notice is also uploaded on the website of the Company at [www.continentalcontrol.in](http://www.continentalcontrol.in) and on the websites of BSE Limited (<https://www.bseindia.com/>). In this Notice, the term member(s) or shareholder(s) are used interchangeably.

For Members whose email addresses are not registered with the Company or with their Registrar and Share Transfer Agent (RTA) or with their respective Depository Participant(s) (DPs) and who wish to receive the Postal Ballot Notice and all other communications from time to time, can get their email addresses registered by the steps given under “General Guidelines for Shareholders”.

(8) As per the MCA and SEBI Circulars, physical copies of the Notice, postal ballot forms and pre-paid Business Reply Envelopes are not being sent to Members for this Postal Ballot.

(9) Any member who did not receive the Postal Ballot Notice may either send an email to the Company at [compliance@continentalcontrol.in](mailto:compliance@continentalcontrol.in) or write to RTA's email address at [evoting@purvashare.com](mailto:evoting@purvashare.com)

(10) A person, whose name is recorded in the Register of Members of Company or in the register of beneficial owners maintained by the depositories (viz. CDSL / NSDL) as on the **cut-off date i.e. Friday, January 16, 2026** shall only be entitled to avail the facility of remote e-voting for the proposed Resolutions. The vote in this Postal Ballot cannot be cast/exercised through proxy.

(11) The remote e-voting facility will be available during the following period:

Commencement date of remote e-voting: From 9.00 A.M. (IST) on Friday, 23rd January, 2026

End date of remote e-voting: At 5.00 P.M. (IST) on Saturday, 21st February, 2026

The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled / blocked thereafter by the e-voting service providers. Once the vote on the resolutions is cast by the Member(s), they shall not be allowed to change it subsequently or cast the vote again.

(12) Members desirous of inspecting the documents referred to in this Notice or Explanatory Statement may send their request to [compliance@continentalcontrol.in](mailto:compliance@continentalcontrol.in) from their registered e-mail addresses mentioning their names, folio numbers, DP ID and Client ID.

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If you have any queries or issues regarding Remote E-Voting from the E-Voting System, you can write an email to [evoting@purvashare.com](mailto:evoting@purvashare.com) or contact at 022-49614132 and 022-49700138.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to [evoting@purvashare.com](mailto:evoting@purvashare.com) or contact at 022- 3522 0312 and 022- 49700138.

(13) All documents referred to in the Postal Ballot Notice will also be available electronically for inspection, without any fee, to Members from the date of circulation of this Notice up to the closure of the voting period. Members desirous of inspecting the documents referred to in the Notice or Explanatory Statement may send their requests to [compliance@continentalcontrol.in](mailto:compliance@continentalcontrol.in) from their registered e-mail addresses mentioning their names, folio numbers/DP ID and Client ID.

(14) Awareness about Online Resolution of Disputes in the Indian Securities Market through Online Dispute Resolution ('ODR') Portal:

(I) This is to inform the Members that the Securities and Exchange Board of India ("SEBI") vide circular no. SEBI/HO/OIAE/OIAE\_IAD1/P/CIR/2023/131 dated July 31, 2023 issued guidelines for online resolution of disputes in the Indian securities market through establishment of a common ODR Portal which harnesses online conciliation and arbitration for resolution of disputes arising between investors/clients and listed companies (including their RTA's) or specified intermediaries/regulated entities in the securities market.

(II) SEBI vide circular no. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/135 dated August 4, 2023 has further clarified that the investor shall first take up his/her/their grievance with the Market Participant (Listed Companies, specified intermediaries, regulated entities) by lodging a complaint directly with the concerned Market Participant. If the grievance is not redressed satisfactorily, the investor may escalate the same through the SCORES Portal in accordance with the process laid out. After exhausting the above options for resolution of the grievance, if the investor is still not satisfied with the outcome, he/she/they can initiate dispute resolution through the ODR Portal.

(III) The SMART ODR Portal can be accessed at: <https://smartodr.in/login>

## THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

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

Step 2 : Access through PURVA 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 January 23, 2026 at 09.00 AM and ends on February 21, 2026 at 5.00 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, January 16, 2026** may cast their vote electronically. The e-voting module shall be disabled by PURVA for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) 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.

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(iv) 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 <b>CDSL Depository</b> | <ol style="list-style-type: none"><li>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 <a href="http://www.cDSLindia.com">www.cDSLindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li><li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li><li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website <a href="http://www.cDSLindia.com">www.cDSLindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li><li>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 <a href="http://www.cDSLindia.com">www.cDSLindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li></ol> |

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|  |   |
|--|---|
| Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b> | <ol style="list-style-type: none"><li>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: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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 redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</li><li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdesDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdesDirectReg.jsp</a></li><li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 held 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.</li><li>4) Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li></ol> |
|--|---|

NSDL Mobile App is available on



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|  |  |
|--|--|
|  | <p>5) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 <b>company name or e-Voting service provider name</b> and you will be re-directed to <b>e-Voting service provider website</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> |
| Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b> | 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 <b>CDSL</b> | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33 |
| Individual Shareholders holding securities in Demat mode with             | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at  |

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NSDL

[evoting@nsdl.com](mailto:evoting@nsdl.com) or call at : 022 - 4886 7000 and 022 - 2499 7000

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

(i) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- 1) The shareholders should log on to the e-voting website <https://evoting.purvashare.com>.
- 2) Click on “Shareholder/Member” 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 EVENT Number followed by Folio Number registered with the company. For example if folio number is 001\*\*\* and EVENT is 8 then user ID is 8001\*\*\*
- 4) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) or [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 5) If you are a first-time user follow the steps given below:

| <b>For Shareholders holding shares in Demat Form other than individual and Physical Form</b> |  |
|--|--|
| PAN  | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders). <ul style="list-style-type: none"><li>● 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.</li></ul> |
| Dividend   | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format)  |

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|   |   |
|---|---|
| Bank Details<br><b>OR</b> Date of Birth (DOB) | as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"><li>• 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 as mentioned in instruction (v).</li></ul> |
|---|---|

- (i) After entering these details appropriately, click on “SUBMIT” tab.
- (ii) Shareholders holding shares in physical form will then directly reach the Company selection screen.
- (iii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (iv) Click on the EVENT NO. for the relevant <Company Name> on which you choose to vote.
- (v) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO/ABSTAIN” for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.
- (vi) Click on the “NOTICE FILE LINK” if you wish to view the Notice.
- (vii) 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.
- (viii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

## **(ix) Facility for Non – Individual Shareholders and Custodians – Remote Voting**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://evoting.purvashare.com> and register themselves in the “Custodians / Mutual Fund” module.

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- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [evoting@purvashare.com](mailto:evoting@purvashare.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.
- 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 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; [compliance@continentalcontrol.in](mailto:compliance@continentalcontrol.in) (designated email address by company), if they have voted from individual tab & not uploaded same in the Purva 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 attending AGM & e-Voting from the Purva e-Voting System, you can write an email to [evoting@purvashare.com](mailto:evoting@purvashare.com) or contact at 022-49614132 and 022-35220056.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Shareregistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to [evoting@purvashare.com](mailto:evoting@purvashare.com) or contact at 022- 022-49614132 and 022-35220056.

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## **EXPLANATORY STATEMENT PURSUANT TO SEC 102 (1) OF THE COMPANIES ACT, 2013**

### **Item No. 1**

Mr. Rajnish Kumar Pandey (DIN: 01096119) was appointed as a Executive Whole-time Director of the Company in the Extra Ordinary General Meeting held on 5<sup>th</sup> May 2025 for the period of one year with effect from 12th April, 2025 to 11 April, 2026.

Mr. Rajnish Kumar Pandey is a highly qualified and seasoned professional with a strong academic background in M.Com, MA (Econ), LLB, FCS, FCA, PhD, IP (IBBI) and brings with him over 38 years of experience in the field of law, project management, corporate matters and finances.

Considering his educational qualification and his rich and varied experience, Nomination and Remuneration Committee and the Board are of the view that Mr. Rajnish Kumar Pandey possesses the requisite skills and capabilities and this association would be of immense benefit to the Company.

Based on the recommendation of the Nomination & Remuneration Committee, the Board of Directors approved his re-appointment as Executive Whole-Time Director of the Company for a further period of 5 (five) consecutive years i.e. from 12th April, 2026 to 11th April, 2031, liable to retire by rotation on the terms and conditions including remuneration as decided by the Board.

Except Mr. Rajnish Kumar Pandey and his relatives, being the appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the proposed Special Resolution set out at Item No. 1 of the Notice.

The Board recommends the Special Resolution set out in Item no. 1 of the accompanying Notice, for approval by the Members.

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## (ANNEXURE TO NOTICE)

### DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT THROUGH POSTAL BALLOT

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings]

|   |  |
|---|--|
| Name of the Director  | Mr. Rajnish Kumar Pandey (DIN: 01096119)   |
| Date of Birth   | 10/07/1961   |
| Age   | 64 Years   |
| Date of Appointment on the Board  | April 12, 2025   |
| Qualifications  | M.Com, MA (Econ), LLB, FCS, FCA, PhD, IP (IBBI).   |
| Terms and conditions of appointment / reappointment   | Reappointment as Executive Whole Time Director of the Company for a term of 5 (five) consecutive years with effect from April 12, 2026 to April 11, 2031   |
| Profile, Experience and Expertise in specific functional areas  | Mr. Rajnish Kumar Pandey brings with him over 38 years of experience in the field of law, project management, corporate matters and finance  |
| Details of remuneration sought to be paid   | Reappointment as Executive Whole time Director of the Company for a term of 5 (five) consecutive years with effect from April 12, 2026 to April 11, 2031 at a remuneration as may be decided by the Board. |
| Directorships held in other public companies including private companies which are subsidiaries of public companies (excluding foreign companies) | Nil  |
| Details of Listed entities from which he resigned during the last three years   | Nil  |
| Memberships/ Chairmanships of committees across all companies   | Nil  |
| Number of Meetings attended during FY 2025-26   | 6  |
| Shareholding in the Company   | Nil  |
| Relationships with Directors and KMP  | None   |

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## Item No. 2

Mr. Abhay Kumar Sethia (DIN: 09721583) was appointed as a Non-Executive Independent Director of the Company at the Extra Ordinary General Meeting held on May 5, 2025 for the period of one year with effect from February 5, 2025 to February 4, 2026.

Mr. Abhay Kumar Sethia holds a degree in B. Com ( Accountancy & Audit); CA ( Intermediate - Audit, Taxation & Corporate Laws). He is a finance and governance professional with over 17 years of experience in finance, taxation, audit, statutory and regulatory compliance and governance functions. He has extensive experience advising and overseeing compliance frameworks for both Listed and Private Companies.

The Board of Directors of the Company has evaluated the performance of Mr. Abhay Kumar Sethia and was satisfactory to the Board. The Company has received declaration from him that, he meets the criteria of independence as prescribed under Section 149 of the Act and under Regulation 16 of the Listing Regulations. He has also confirmed that he is neither disqualified from being appointed as a Director in terms of Section 164 of the Act nor debarred from holding office as a Director of the company, by virtue of any SEBI Order or any other such authority and given his consent to act as a Director. The Board of Directors have taken on record the declaration and confirmation submitted by him.

Based on the recommendation of the Nomination & Remuneration Committee, the Board at its meeting held on January 16, 2026, reappointed Mr. Abhay Kumar Sethia, as a Non-Executive Independent Director of the Company with effect from February 5, 2026 to February 4, 2031 not liable to retire by rotation, subject to the approval of the members. Further, Mr. Abhay Kumar Sethia will not be entitled for any remuneration except sitting fees for attending Board Meetings/Committee Meetings

Except Mr. Abhay Kumar Sethia and his relatives, being the appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the proposed Special Resolution set out at Item No. 2 of the Notice. .

The Board recommends the Special Resolution set out in Item no. 2 of the accompanying Notice, for approval by the Members.

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## (ANNEXURE TO NOTICE)

### DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT THROUGH POSTAL BALLOT

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings]

|   |   |
|---|---|
| Name of the Director  | Mr. Abhay Kumar Sethia (DIN: 09721583)  |
| Date of Birth   | 13/02/1987  |
| Age   | 38 years  |
| Date of Appointment on the Board  | February 5, 2025  |
| Qualifications  | B. Com ( Accountancy & Audit); CA ( Intermediate - Audit, Taxation & Corporate Laws)  |
| Terms and conditions of appointment / reappointment   | Re-appointment as a Non Executive Independent Director of the Company for a term of 5 (five) consecutive years with effect from February 5, 2026 to February 4, 2031                        |
| Profile, Experience and Expertise in specific functional areas  | Mr. Abhay Kumar Sethia is a finance and governance professional with over 17 years of experience in finance, taxation, audit, statutory and regulatory compliance and governance functions. |
| Directorships held in other body corporate ( including Listed and Unlisted )(excluding foreign companies)                   | 5   |
| Details of Listed entities from which he resigned during the last three years   | Nil   |
| Memberships/ Chairmanships of committees across all companies( including Listed and Unlisted )(excluding foreign companies) | 9   |
| Shareholding in the Company   | Nil   |
| Relationships with Directors and KMP  | Nil   |

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## **Item No. 3**

Ms Chetna Gupta (DIN: 02212440) was appointed as a Non-Executive Independent Director of the Company at the Extra Ordinary General Meeting held on 5th May 2025 for the period of one year with effect from February 5, 2025 to February 4, 2026.

Ms. Chetna Gupta is a qualified Company Secretary, LL.B., MBA (HR), and Cost & Works Accountant (Intermediate). She has 15 years of experience in corporate governance, financial control, compliance management, and corporate advisory. She possesses extensive expertise in NBFC compliances, audit management, corporate restructuring, regulatory reporting, and statutory compliances. She brings strong experience in financial planning, budgeting, fund management, risk mitigation, and governance oversight, enabling her to contribute effective strategic insight and sound judgment at the Board level.

The Board of Directors of the Company has evaluated the performance of Ms Chetna Gupta and was satisfactory to the Board. The Company has received declaration from her that, she meets the criteria of independence as prescribed under Section 149 of the Act under Regulation 16 of the Listing Regulations. She has also confirmed that she is neither disqualified from being appointed as a Director in terms of Section 164 of the Act nor debarred from holding office as a Director of the company, by virtue of any SEBI Order or any other such authority and given her consent to act as a Director. The Board of Directors have taken on record the declaration and confirmation submitted by him.

Based on the recommendation of the Nomination & Remuneration Committee, the Board at its meeting held on January 16, 2026, reappointed Ms Chetna Gupta (DIN: 02212440), as a Non-Executive Independent Director of the Company with effect from February 5, 2026 to February 4, 2031 not liable to retire by rotation, subject to the approval of the members. Further, Ms Chetna Gupta will not be entitled for any remuneration except sitting fees for attending Board Meetings/Committee Meetings.

Except Ms Chetna Gupta and her relatives, being the appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the proposed Special Resolution set out at Item No. 3 of the Notice.

The Board recommends the Special Resolution set out in Item no. 3 of the accompanying Notice, for approval by the Members.

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## (ANNEXURE TO NOTICE)

### DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT THROUGH POSTAL BALLOT

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings]

|   |  |
|---|--|
| Name of the Director  | Ms. Chetna Gupta (DIN: 02212440)   |
| Date of Birth   | 14/08/1987   |
| Age   | 38 years   |
| Date of Appointment on the Board  | February 5, 2025   |
| Qualifications  | A qualified Company Secretary, LL.B., MBA (HR), and Cost & Works Accountant (Intermediate)   |
| Terms and conditions of appointment / reappointment   | Re-appointment as a Non Executive Independent Director of the Company for a term of 5 (five) consecutive years with effect from February 5, 2026 to February 4, 2031   |
| Profile, Experience and Expertise in specific functional areas  | Ms. Chetna Gupta has 15 years of experience in corporate governance, financial control, compliance management, and corporate advisory. She possesses extensive expertise in NBFC compliances, audit management, corporate restructuring, regulatory reporting, and statutory compliances. She brings strong experience in financial planning, budgeting, fund management, risk mitigation, and governance oversight, enabling her to contribute effective strategic insight and sound judgment at the Board level. |
| Directorships held in other body corporate ( including Listed and Unlisted )(excluding foreign companies)                   | 5  |
| Details of Listed entities from which he resigned during the last three years   | Nil  |
| Memberships/ Chairmanships of committees across all companies( including Listed and Unlisted )(excluding foreign companies) | 1  |
| Shareholding in the Company   | Nil  |
| Relationships with Directors and KMP  | Nil  |

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## **Item No. 4**

Ms. Khusbu Agrawal (DIN: 09847254) was appointed as a Non-Executive Independent Director of the Company at the Extra Ordinary General Meeting held on 5th May 2025 for the period of one year with effect from February 5, 2025 to February 4, 2026.

Ms. Khushbu Agrawal holds degrees in M.Com, LL.B., MJMC (Journalism & Mass Communication) and is a Fellow Company Secretary (FCS) as well as an IBBI Registered Valuer. She has over 9 years of professional experience in the areas of corporate law, valuation, regulatory compliance, corporate governance, and financial advisory.

Her nature of expertise includes Corporate Law, Valuation, Regulatory Compliance, Corporate Governance, and Financial Advisory. She possesses an integrated understanding of legal, financial, and regulatory frameworks, combined with a strong analytical yet practical approach to addressing complex corporate and financial matters

The Board of Directors of the Company has evaluated the performance of Ms Khusbu Agrawal and was satisfactory to the Board. The Company has received declaration from her that, she meets the criteria of independence as prescribed under Section 149 of the Act under Regulation 16 of the Listing Regulations. She has also confirmed that she is neither disqualified from being appointed as a Director in terms of Section 164 of the Act nor debarred from holding office as a Director of the company, by virtue of any SEBI Order or any other such authority and given her consent to act as a Director. The Board of Directors have taken on record the declaration and confirmation submitted by him.

Based on the recommendation of the Nomination & Remuneration Committee, the Board at its meeting held on January 16, 2026, reappointed Ms. Khusbu Agrawal (DIN: 09847254), as a Non-Executive Independent Director of the Company with effect from February 5, 2026 to February 4, 2031 not liable to retire by rotation, subject to the approval of the members. Further, Ms Khusbu Agrawal will not be entitled for any remuneration except sitting fees for attending Board Meetings/Committee Meetings.

Except Ms. Khusbu Agrawal and her relatives, being the appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the proposed Special Resolution set out at Item No. 4 of the Notice.

The Board recommends the Special Resolution set out in Item no. 4 of the accompanying Notice, for approval by the Members.

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) – 400604, Maharashtra, India

## (ANNEXURE TO NOTICE)

### DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT THROUGH POSTAL BALLOT

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings]

|   |   |
|---|---|
| Name of the Director  | Ms. Khusbu Agrawal (DIN: 09847254)  |
| Date of Birth   | 18/08/1988  |
| Age   | 37 years  |
| Date of Appointment on the Board  | February 5, 2025  |
| Qualifications  | M.Com, LL.B., MJMC (Journalism & Mass Communication); Fellow Company Secretary (FCS); IBBI Registered Valuer  |
| Terms and conditions of appointment / reappointment   | Re-appointment as a Non Executive Independent Director of the Company for a term of 5 (five) consecutive years with effect from February 5, 2026 to February 4, 2031  |
| Profile, Experience and Expertise in specific functional areas  | Ms. Khushbu Agrawal has over 9 years of experience in the areas of corporate law, valuation, regulatory compliance, corporate governance, and financial advisory. Her nature of expertise includes Corporate Law, Valuation, Regulatory Compliance, Corporate Governance, and Financial Advisory. |
| Directorships held in other body corporate ( including Listed and Unlisted )(excluding foreign companies)                   | 7   |
| Details of Listed entities from which he resigned during the last three years   | Nil   |
| Memberships/ Chairmanships of committees across all companies( including Listed and Unlisted )(excluding foreign companies) | 11  |
| Shareholding in the Company   | Nil   |
| Relationships with Directors and KMP  | Nil   |

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## **Item no. 5**

As per the provisions of Section 180 of the Companies Act, 2013 read with the applicable provisions of the Companies Amendment Act, 2017, the Board of Directors of the Company cannot, except with the consent of the Company in the General Meeting by a Special Resolution, borrow the monies apart from temporary loans (loans viz., means loans repayable on demand or within six months from the date of the loan such as short-term, cash credit arrangements, the discounting of bills and the issue of other short-term loans of a seasonal character, but does not include loans raised for the purpose of financial expenditure of a capital nature) obtained from the Company's bankers in the ordinary course of business, in excess of the aggregate of the Paid-Up Share Capital, Free Reserves and Securities Premium of the Company, that is to say, reserves not set apart for any specific purposes. The above powers can be exercised by the Board only with the consent of the Members obtained by a Special Resolutions. Keeping in view of the Company's business expansion and need of funds for fulfillment of working capital requirements, purchase of assets, machineries or cash credit facilities, Letter of Credit, Bank guarantees etc., Your consent is therefore sought, to authorize the Board to borrow up to 10 Crores (Rupees Ten Crores Only) (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) as outstanding, at any time as set out in the resolution. The aforesaid borrowing limit shall not exceed the aggregate of Rs. 10 Crores (Rupees Ten Crores Only) in excess of and in addition to the paid-up share capital, free reserves and securities premium of the Company for the time being.

None of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the proposed Special Resolution set out at Item No. 5 of the Notice.

The Board recommends the Special Resolution set out in Item no. 5 of the accompanying Notice, for approval by the Members.

## **Item No. 6**

Pursuant to Section 185 of the Companies Act, 2013 (the Act), a Company may advance any loan including any loan represented by book debt, or give any guarantee or provide any security in connection with any loan taken by any entity(ies) covered under the category of 'a person in whom any of the director of the Company is interested' as specified in the explanation to Section 185(2) of the Act, after passing a special resolution in the general meeting. It is proposed to make loan(s) including loan represented by way of book debt to,

# CONTINENTAL CONTROLS LIMITED

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and/or give guarantee(s) and/or provide security(ies) in connection with any loan taken/to be taken by any company(ies) which are group companies, associate companies, joint venture companies or subsidiary companies of the Company or any other person in whom any of the director of the Company is interested as specified in the explanation to Section 185(2) of the Act, from time to time, within the limits as mentioned in the Item no. 06 of this Notice to meet the business requirements. The Board of Directors of the Company would evaluate the proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals/financial assistance from any banks/financial institutions/body corporates and/or any other appropriate sources, from time to time, at such rate of interest as agreed by the parties in the best interest of the Company and shall be used by the borrowing company for its principal business activities only.

Based on the recommendation of the Audit Committee and upon such recommendation, the Board has approved the same at their respective meetings held on 16th January, 2026.

None of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the proposed Special Resolution set out at Item No. 6 of the Notice.

The Board recommends the Special Resolution set out in Item no. 6 of the accompanying Notice, for approval by the Members.

**By Order of the Board of Directors  
For Continental Controls Limited**

**Sd/-**

Rajnish Pandey  
Whole Time Director  
DIN: 01096119

Place: Mumbai

Date: 16.01.2026

Regd Office:

Plot No. A 356/357, Road No. 26,  
Wagle Industrial Estate, MIDC,  
Thane (W) – 400604, Maharashtra, India