

PEL/2026-27/40

September 30, 2026

The Secretary
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot no. C/IG Block
Bandra-Kurla Complex Bandra (E)
MUMBAI - 400 051

Scrip Code: PELATRO

Dear Sir/Madam,

Sub: Corrigendum to the Notice of Postal Ballot circulated to shareholders on September 21, 2026

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in continuation to the Company's intimation dated September 21, 2026, whereby the Notice of Postal Ballot dated September 21, 2026 was submitted to the stock exchange, we hereby inform you that a Corrigendum to Notice is being issued pursuant to the observations raised by the National Stock Exchange (NSE) dated September 25, 2026, in relation to the in- principle approval application made by the Company towards issue and allotment of Convertible Share Warrants by way of Preferential Issue on Private Placement basis.

The Corrigendum is enclosed herewith for your reference.

Except as detailed in the Corrigendum, all other contents of the Notice of Postal Ballot and Explanatory Statement therein remain unchanged. The Notice of Postal Ballot should be read in continuation of and in conjunction with the Corrigendum.

This Corrigendum has been sent to the registered email-ids of the Shareholders. The same is also available on the website of the Company at <https://www.pelatro.com/announcements/>.

Kindly take the same on your records.

Thanking you.

Yours sincerely,
For Pelatro Limited

Lakshmy
Mohanani

Digitally signed by Lakshmy
Mohanani
Date: 2026.09.30 17:30:50
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Lakshmy Mohanan
Company Secretary and Compliance Officer

Encl: as above

CORRIGENDUM TO THE POSTAL BALLOT NOTICE FOR ISSUANCE OF 7,00,000 CONVERTIBLE SHARE WARRANTS AT RS. 400/- EACH ON A PREFERENTIAL BASIS.

This Corrigendum (“Corrigendum”) to the Notice of Postal Ballot of Pelatro Limited (“Notice”) is hereby issued pursuant to the observations raised by the National Stock Exchange (“NSE”) dated September 25, 2026, in relation to the in- principal application made by the Company towards offer and allotment of Convertible Share Warrants by way of preferential issue on a private placement basis, from time to time, on list of allottees and certain clauses of the explanatory statement forming part of the Postal Ballot Notice dated September 21, 2026. This corrigendum shall form an integral part of the Notice which has already been circulated to shareholders of the Company via email dated September 21, 2026, and always be read in conjunction with this corrigendum. It is made available on the website of the stock exchange i.e. NSE and on the website of the Company at <https://www.pelatro.com/announcements/>. All other contents of the Notice of Postal Ballot, save and except as modified or supplemented by the Corrigendum, shall remain unchanged.

The shareholders are therefore requested to note the below listed changes to the Notice and of the explanatory statement forming part of the Notice:

1. The special resolution to be voted on by the shareholders shall be read as below:

SPECIAL BUSINESSES:**ITEM NO.1: ISSUANCE OF 6,85,000 CONVERTIBLE SHARE WARRANTS AT RS. 400/- EACH ON A PREFERENTIAL BASIS**

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

“RESOLVED THAT pursuant to the provisions of Sections 23, 42, 62, 110 and all other applicable provisions, if any, of the Companies Act, 2013 (the ‘Act’), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made there under (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force) and in accordance with the enabling provisions of the Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the “SEBI ICDR Regulations”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”), as amended from time to time, and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs, the Securities and Exchange Board of India (“SEBI”) and/or any other statutory or regulatory authorities, including National Stock Exchange of India Limited (Stock Exchange) on which the equity shares of the Company having face value of Rs. 10/- (Rupees Ten only) each (“Equity Shares”) are listed (hereinafter collectively referred to as “Applicable Regulatory Authorities”) from time to time to the extent applicable, and subject to such approval(s), consent(s) and permission(s) as may be necessary or required, from Applicable Regulatory Authorities (including the Stock Exchanges) and subject to such conditions and modifications as may be imposed or prescribed while granting such approvals, consents and permissions, and which may be agreed to by the Board of Directors of the Company (hereinafter called ‘the Board’ which term shall be deemed to

include any committee/(s) which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution or any person authorised by the Board or its committee for such purpose), the consent of the members of the Company be and is hereby accorded to create, issue, offer and allot by way of preferential issue on a private placement basis, from time to time, in one or more tranches, up to 6,85,000 (Six Lakh Eighty Five Thousand) Share Warrants each convertible into, or exchangeable for, 1 (one) fully paid up equity share of the Company of face value of Rs. 10/- (Rupees Ten only) each (“Warrants”) at a price of Rs. 400/- (Rupees Four Hundred only) each payable in cash (“Warrants Issue Price”), aggregating up to Rs. 27,40,00,000/- (Rupees Twenty-Seven Crores Forty Lakhs Only), which may be exercised in one or more tranches during the period commencing from the date of allotment of the Warrants until expiry of 18 (Eighteen) months, in accordance with the terms of the Warrants as set out herein and on such other terms and conditions as set out herein, subject to applicable laws and regulations, including the provisions of Chapter V of the SEBI ICDR Regulations and the Act, as the Board may determine herein, subject to applicable laws and regulations, to the below-mentioned Proposed Allottees in the manner as follows:

No.	Name of Proposed Allottee	Category	No. of Convertible Warrants to be issued	Aggregate Consideration proposed to be received
1	Varun Menon	Promoter	1,20,000	up to Rs. 4,80,00,000/-
2	Kiran Menon	Promoter	80,000	up to Rs. 3,20,00,000/-
3	Prabha Mohta	Public	1,70,000	up to Rs. 6,80,00,000/-
4	Kishan Gopal Mohta	Public	1,65,000	up to Rs. 6,60,00,000/-
5	Gurpreet Jitendra Singh	Public	45,000	up to Rs. 1,80,00,000/-
6	Invicto Incrementum Fund	Public	35,000	up to Rs. 1,40,00,000/-
7	Aakriti Surana	Public	35,000	up to Rs. 1,40,00,000/-
8	Megha Rathi	Public	15,000	up to Rs. 60,00,000/-
9	Luke Christopher Coutinho	Public	20,000	up to Rs. 80,00,000/-
	Total		6,85,000	Up to Rs. 27,40,00,000/-

RESOLVED FURTHER THAT in accordance with the provision of Chapter V of the SEBI ICDR Regulations, the ‘Relevant Date’ for the purpose of calculating the price for the Preferential Issue of Warrants be and is hereby fixed as Monday, September 21, 2026, being the date, which is 30 days prior to the date on which the special resolution by the shareholders is proposed to be passed i.e., Wednesday, October 21, 2026.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the issue of Warrants and the resultant Equity Shares to be allotted on exercise of such Warrants shall be subject to the following terms and conditions apart from others as prescribed under applicable laws:

- The Warrant holder shall, subject to the SEBI ICDR Regulations and other applicable rules, regulations and laws, be entitled to apply for and be allotted one equity share against each Warrant.
- An amount equivalent to 25% (twenty five percent) of the Warrant Price against each Warrant shall be payable at the time of subscription (“Warrants Subscription Amount”) and allotment of each

Warrant and the balance 75% (seventy five percent) of the Warrant Price (“Warrants Exercise Amount”) including any adjustments thereof, if any, shall be payable as per terms agreed with the Company.

- (c) The Warrants shall be allotted in dematerialized form within a period of 15 (fifteen) days from the date of passing of the special resolution by the Members, provided that where the allotment of Warrants is subject to receipt any approval(s) or permission(s) from Applicable Regulatory Authority(ies), the allotment shall be completed within a period of 15 (fifteen) days from the date of receipt of last of such approval or permission, not exceeding 60 days from date of receipt of funds
- (d) The Warrants and the Equity Shares allotted pursuant to exercise of such Warrants shall be subject to lock-in for such period as specified in the provisions of Chapter V of the SEBI ICDR Regulations.
- (e) The pre-preferential allotment shareholding of the Proposed Allottees in the Company shall be subject to lock-in as specified in the provisions of Chapter V of the SEBI ICDR Regulations.
- (f) The price determined and the number of Equity Shares to be allotted on conversion of the Warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time.
- (g) The right attached to the Warrants may be exercised by the Warrant holder, in one or more tranches, at any time on or before the expiry of 18 (eighteen) months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be converted along with the aggregate amount payable thereon. The Company shall accordingly, without any further approval from the Members, allot the corresponding number of Equity Shares in dematerialized form, subject to receipt of the relevant Warrants Exercise Amount by the Warrant holder to the designated bank account of the Company;
- (h) The Equity Shares to be allotted on exercise of the Warrants shall be in dematerialized form and rank pari-passu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof and be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum and Articles of Association of the Company.
- (i) The tenure of the Warrants shall not exceed 18 (eighteen) months from the date of allotment of the Warrants. In the event the warrant holder does not exercise the Warrants within 18 months from the date of allotment, the Warrants shall lapse and the amount paid at the time of subscription of the Warrants shall stand forfeited.
- (j) The Warrants by themselves until exercised and Equity Shares allotted, do not give the warrant holder thereof any rights with respect to that of an equity shareholder of the Company.
- (k) The warrants including equity shares allotted pursuant to exercise of options attached to warrants so allotted under this resolution shall not be sold or transferred in any manner during the period of lock-in as provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under.

- (l) The Warrants proposed to be issued shall be subject to appropriate adjustment, if during the interim period, the Company makes any issue of Equity Shares by way of capitalization of profits or reserves, upon demerger/ realignment, rights issue or undertakes consolidation/ sub-division/ reclassification of Equity Shares or such other similar events or circumstances requiring adjustments as permitted under SEBI ICDR Regulations and all other applicable regulations from time to time.
- (m) The Company shall procure the listing and trading approvals for the Equity Shares to be issued and allotted to the Warrant Holders upon exercise of the Warrants from the relevant Stock Exchange in accordance with the Listing Regulations and all other applicable laws, rules and regulations.

RESOLVED FURTHER THAT subject to receipt of such approvals as may be required under applicable laws, consent of the Members of the Company be and is hereby accorded to record the names and details of the Proposed Allottees in Form PAS-5 and the Board be and is hereby authorized to make an offer to the Proposed Allottees, through Letter of Offer/ Private Placement Offer Letter cum application letter in Form PAS-4 or such other form as prescribed under the Act.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board hereby authorizes any of the Director or Company Secretary or Chief Financial Officer of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient for such purpose, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the foregoing (including modification to the terms of the issue of Equity Shares and Warrants), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Issue) and to authorize all such acts as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion may deem fit without being required to seek any fresh approval of the Members of the Company and to settle all questions, difficulties or doubts that may arise in regard to the offer and acceptance of such conditions as may be imposed or prescribed by any regulatory, statutory authority or Government of India, while granting such approvals, consents, permissions and sanctions, issuing and allotment of the Equity Shares, Warrants including the resultant Equity Shares and listing thereof with the Stock Exchanges as appropriate and utilization of proceeds of the issue, filing of necessary forms with Registrar of Companies, opening of separate bank account, filing of corporate action forms with depositories i.e., National Securities Depository Limited and take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT all actions taken by the Board or committee(s) duly constituted for this purpose in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.”

2. The list of proposed allottees in item no. 1 a) of explanatory statement to the Notice shall be read as below:

No.	Name of Proposed Allottee	Category	No. of Convertible Warrants to be issued	Aggregate Consideration proposed to be received
1	Varun Menon	Promoter	1,20,000	up to Rs. 4,80,00,000/-
2	Kiran Menon	Promoter	80,000	up to Rs. 3,20,00,000/-
3	Prabha Mohta	Public	1,70,000	up to Rs. 6,80,00,000/-
4	Kishan Gopal Mohta	Public	1,65,000	up to Rs. 6,60,00,000/-
5	Gurpreet Jitendra Singh	Public	45,000	up to Rs. 1,80,00,000/-
6	Invicto Incrementum Fund	Public	35,000	up to Rs. 1,40,00,000/-
7	Aakriti Surana	Public	35,000	up to Rs. 1,40,00,000/-
8	Megha Rathi	Public	15,000	up to Rs. 60,00,000/-
9	Luke Christopher Coutinho	Public	20,000	up to Rs. 80,00,000/-
	Total		6,85,000	Up to Rs. 27,40,00,000/-

3. Annexure A to the Notice shall be read as below:

The gross proceeds from the Preferential Issue of Convertible Share Warrants amounting to Rs. 27,40,00,000/- (Rupees Twenty-Seven Crores Forty Lakhs Only) shall be utilized for the objects set out below:

Sl.No.	Particulars	Amount to be utilised
1	Working Capital Requirements	21,05,00,000
2	General Corporate Purpose*	6,35,00,000
	Total	27,40,00,000

*The amount to be utilized towards general corporate purposes does not exceed 25% of the total gross proceeds of the preferential issue, in compliance with Chapter V of the SEBI (ICDR) Regulations, 2018.

The amount Rs. 27,40,00,000 shall be spent tentatively within 2 (two) years from the last date of maturity of share warrants.

The funds shall be kept in a separate bank account opened with Kotak Mahindra Bank Limited till the time such proceeds are fully utilised.

4. Annexure B to the Notice shall be read as below:

Sl. No.	Name of the Proposed Allottee	Current Status / Category / Class of the Proposed allottee	Pre-Preferential Holding*		No. of Equity shares to be allotted*	Post-Preferential Holding***		Proposed Status of the Proposed allottee Post-Preferential Issue
			No. of Shares	% of Holding		No. of Shares	% of Holding	
1	Varun Menon	Promoter	21,36,195	20.16	1,20,000	22,56,195	19.97	Promoter
2	Kiran Menon	Promoter	21,76,195	20.54	80,000	22,56,195	19.97	Promoter
3	Prabha Mohta	Public	79,800	0.75	1,70,000	2,49,800	2.21	Public
4	Kishan Gopal Mohta	Public	3,13,200	2.96	1,65,000	4,78,200	4.23	Public
5	Gurpreet Jitendra Singh	Public	17,400	0.16	45,000	62,400	0.55	Public
6	Invicto Incrementum Fund	Public	-	-	35,000	35,000	0.31	Public
7	Aakriti Surana	Public	12,900	0.12	35,000	47,900	0.42	Public
8	Megha Rathi	Public	-	-	15,000	15,000	0.13	Public
9	Luke Christopher Coutinho	Public	6,600	0.06	20,000	26,600	0.24	Public
Total			47,42,290		6,85,000	54,27,290		

* The Shareholding Details are as on September 11, 2026.

** assuming the full subscription to all the offered warrants and thereafter subsequent conversion of issued warrants and allotment of equity shares.

***The Shareholding details are assuming the full subscription to all the offered warrants and thereafter subsequent conversion of warrants and allotment of equity shares.

5. Annexure C to the Notice shall be read as below:

Category	Pre-Issue (as on September 11, 2026) No. of Shares held	Percentage of Shareholding	*Post Issue- No of Shares held	Percentage of Shareholding
A. Promoters/Promoters Group's holding				
1. Indian				
Individuals/HUF				
Kiran Menon	21,76,195	20.54	22,56,195	19.31
Varun Menon	21,36,195	20.16	22,56,195	19.31
Sudeesh Yezhuvath	9,83,294	9.28	9,83,294	8.42
Suresh Yezhuvath	2,30,941	2.18	2,30,941	1.98
Sarath S	50,000	0.47	50,000	0.43
Any other				
Sub-Total (1)	55,76,625	52.62	57,76,625	49.45
2. Foreign				
Non-resident Individuals/Foreign Individuals				
Sub-Total(2)	0	0		
Total Shareholding of Promoter and Promoter Group	55,76,625	52.62	57,76,625	49.45
B. Public Shareholding				
1. Institution Domestic				
Alternate Investment Funds	1,66,800	1.57	2,01,800	1.73
Other Financial Institutions	0	0		
Sub-Total(1)	1,66,800	1.57	2,01,800	1.73
2. Institution (Foreign)				
Foreign Portfolio Investors Category - I	2,55,600	2.41	2,55,600	2.19
Sub-Total (2)	2,55,600	2.41	2,55,600	2.19
3. Central Government/State Government(s)/ President of India				
	0	0.00	0	0.00
Sub-Total (3)	0	0.00	0	0.00
4. Non-institutions				
Directors and their relatives	22,900	0.22	22,900	0.20
Key Managerial Personnel	20,133	0.19	28,133	0.24
Individuals				
i. Individual shareholders holding nominal capital upto Rs. 2 lakhs	25,40,430	23.97	26,92,630	23.05
ii. Individual shareholders holding nominal capital in excess of Rs. 2 Lakhs	10,16,100	9.59	17,05,900	14.60
Non-Resident Indians (NRIs)	23,100	0.22	23,100	0.20
Bodies Corporate	8,17,811	7.72	8,17,811	7.00
Any other	1,57,900	1.49	1,57,900	1.35

Category	Pre-Issue (as on September 11, 2026) No. of Shares held	Percentage of Shareholding	*Post Issue- No of Shares held	Percentage of Shareholding
Sub-Total(4)	45,98,374	43.39	54,48,374	46.64
Sub-Total (B)= (1)+(2)+(3)+(4)	50,20,774	47.38	59,05,774	50.55
C. Non-Promoter - Non-Public Shareholder	0	0.00	0	0.00
Custodian/DR Holder	0	0.00	0	0.00
Sub-Total (C)	0	0.00	0	0.00
GRAND TOTAL	1,05,97,399	100.00	1,16,82,399	100.00

* assuming that all ESOPs granted and all convertible share warrants issued are fully exercised and converted into equity shares.

6. In the Notice, wherever the number of convertible share warrants is mentioned as 7,00,000 (Seven Lakh) and the corresponding amount is mentioned as Rs. 28,00,00,000 (Twenty-Eight Crore Only), the same shall be read as 6,85,000 (Six Lakh Eighty-Five Thousand) and Rs. 27,40,00,000 (Rupees Twenty-Seven Crores Forty Lakhs Only) respectively.

This Corrigendum to the Notice shall form an integral part of the Notice, which has already been circulated to the Shareholders of the Company. The Notice shall always be read in conjunction with this Corrigendum. Shareholders who have already cast their votes through remote e-voting prior to the issuance of this Corrigendum and who wish to raise any concerns may communicate the same to the Scrutinizer at kjksiq@outlook.com within 48 hours of receipt of this corrigendum.

In the event any shareholder who has already exercised their vote desires to revise or change the vote cast earlier in light of this Corrigendum, such shareholder may submit a request by email to the Scrutinizer at the aforesaid email address before the conclusion of the e-voting period.

The Corrigendum is available on website of the NSE and on the website of the Company at www.pelatro.com and on the website of NSDL at www.evoting.nsdl.com.

Date: September 30, 2026

Place: Bengaluru

By Order of the Board of Directors

For Pelatro Limited

Sd/-

Lakshmy Mohanan

Company Secretary and Compliance Officer



Lakshmy Mohanan Digitally signed by Lakshmy Mohanan
Date: 2026.09.30 17:33:49 +05'30'