



NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE is hereby given that the Extra Ordinary General Meeting No. 02/2025-26 of the Members of Pattech Fitwell Tube Components Limited ("the Company") will be held on Saturday, March 07, 2026 at 03:00 P.M. IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following businesses:

SPECIAL BUSINESSES:

ITEM NO. 1:

TO APPROVE ADVANCING OF ANY LOAN AND/ OR GIVE ANY GUARANTEE AND/ OR TO PROVIDE ANY SECURITY TO DR HARESH TECHNOLOGIES PRIVATE LIMITED' ("DHTPL"), UNDER SECTION 185 OF THE COMPANIES ACT, 2013 OR ANY OTHER ENTITY(IES) IN WHICH ANY OF THE DIRECTORS OF THE COMPANY IS DEEMED TO BE INTERESTED AS SPECIFIED IN THE EXPLANATION TO SUB-SECTION 2 OF SECTION 185 OF THE ACT:

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

"RESOLVED THAT Pursuant to the provisions of Section 185 and other applicable provisions, if any of the Companies Act, 2013 ("Act") (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions as may be necessary, approval of the members 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 constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution), for giving loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by DR Hareesh Technologies Private Limited ("DHTPL") or by any entity which is a Subsidiary or Associate or Joint Venture or group entity of the Company or any other person in which any of the Directors of the Company is deemed to be interested as specified in the explanation to sub-section 2 of section 185 of the Act (collectively referred to as the "Entities"), of an aggregate outstanding amount not at any time exceeding Rupees 75.00 Crores (Rupees Seventy Five Crores Only), in its absolute discretion deem beneficial and in the best interest of the Company;

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to negotiate, finalize and agree to the terms and conditions of the aforesaid Loans / Guarantees / Securities, and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deeds and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable."

ITEM NO.2:

TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) PROPOSED TO BE ENTERED INTO BY THE COMPANY WITH DR HARESH TECHNOLOGIES PRIVATE LIMITED ("DHTPL"):

To consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolutions**:

"RESOLVED THAT Pursuant to the provisions of Section 188 and other applicable provisions, if any of the Companies Act, 2013 ("Act") read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, and based on the prior approval of the Audit Committee and Board of Directors of the Company (hereinafter referred to as "Board", which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute) and subject to requisite statutory/regulatory and other appropriate approvals, if any, as may be required, consent of the Members be and is hereby accorded to the Company to enter into and/or carry out new contract(s)/ arrangement(s)/transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise), as detailed in the Explanatory Statement, falling within the definition of 'Related Party Transaction' under Regulation 2(1)(zc) of the Listing Regulations, with DR Hareesh Technologies Private Limited ("DHTPL"), falling under the definition of 'Related Party' under Regulation 2(1)(zb), for an amount not exceeding the limits as detailed below during the period F.Y. 2026-27, on an arm's length basis and in the ordinary course of business of the Company as detailed in the Explanatory Statement annexed;

Sr. No.	Amount of Transactions	Nature of Transactions
1.	Upto INR 25.00 Crores	Giving of Loans
2.	Upto INR 25.00 Crores	Providing Guarantees
3.	Upto INR 25.00 Crores	Providing Securities
4.	Upto INR 10.00 Crores	leasing of property of any kind

RESOLVED FURTHER THAT the Board of Directors and / or Key Managerial Personnel (KMP) of the Company be and are hereby authorized to agree, make, accept and finalize all such terms, condition(s), modification(s) and alteration(s) as it may deem fit within the aforesaid limits and to do all such acts, deeds, matters and things including but not limited to authorizing signatories, deciding on the timing, manner and extent of carrying out the aforesaid activities and to negotiate, finalize and execute agreement(s), arrangement(s), contract(s) and such other document(s), by whatever name called, to make any material modifications to the terms of such related party transactions and to do all such acts, matters and things as may be necessary and to settle any questions or difficulties that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the members and to delegate all or any of the powers or authorities herein conferred to any director(s) or other officer(s) of the Company, or to engage any advisor, consultant, agent or intermediary, as may be deemed necessary;

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any director(s), committee(s), executive(s), officer(s) or representatives(s) of the Company or to any other person to do all such acts, deeds, matters and things as may be considered necessary or expedient and also to execute such documents, writings etc. as may be necessary to give effect to this resolution;

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and is hereby approved, ratified and confirmed in all respect."

PATTECH FITWELL TUBE COMPONENTS LIMITED

CIN: U28990GJ2022PLC134839

Registered Office: Survey No. 873/B/1, Road No.: 1, Ansons Limbani Estate,

Near GETCO 66 K.V. Sub Station, G.I.D.C, Por, N.H-08, Dist.: Vadodara - 391243, Gujarat, India

E-mail ID: tubefitwell@gmail.com; Contact No: +91 265 283 0151, +91 98986 95369

**ITEM NO.3:****TO APPROVE THE PROPOSAL FOR ENTERING INTO MATERIAL RELATED PARTY TRANSACTION(S) BETWEEN THE COMPANY AND ITS PROMOTERS MR. BHARATBHAI JIVRAJBHAI LIMBANI, CHAIRMAN AND MANAGING DIRECTOR AND MR. JAYSUKHBHAI POPATBHAI LIMBANI, WHOLE-TIME DIRECTOR OF THE COMPANY ALONG WITH OTHER THIRD PARTIES:**

To consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolutions**:

"RESOLVED THAT Pursuant to the provisions of Section 188 and other applicable provisions, if any of the Companies Act, 2013 ("Act") read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, and based on the prior approval of the Audit Committee and Board of Directors of the Company (hereinafter referred to as "Board", which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute) and subject to requisite statutory/regulatory and other appropriate approvals, if any, as may be required, consent of the Members be and is hereby accorded to the Company to enter into and/or carry out new contract(s)/ arrangement(s)/transaction(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise), as detailed in the Explanatory Statement, falling within the definition of 'Related Party Transaction' under Regulation 2(1)(zc) of the Listing Regulations, with its promoters Mr. Bharatbhai Jivrajbhai Limbani, Chairman and Managing Director and Mr. Jaysukhbhai Popatbhai Limbani, Whole-Time Director of the Company, falling under the definition of 'Related Party' under Regulation 2(1)(zb) along with other third parties, for an amount not exceeding the limits as detailed below, on an arm's length basis and in the ordinary course of business of the Company as detailed in the Explanatory Statement annexed;

Sr. No.	Amount of Transactions	Nature of Transactions
1.	Upto INR 4.45 Crores	Acquiring/buying of Land and / or Properties

RESOLVED FURTHER THAT the Board of Directors and / or Key Managerial Personnel (KMP) of the Company be and are hereby authorized to agree, make, accept and finalize all such terms, condition(s), modification(s) and alteration(s) as it may deem fit within the aforesaid limits and to do all such acts, deeds, matters and things including but not limited to authorizing signatories, deciding on the timing, manner and extent of carrying out the aforesaid activities and to negotiate, finalize and execute agreement(s), arrangement(s), contract(s) and such other document(s), by whatever name called, to make any material modifications to the terms of such related party transactions and to do all such acts, matters and things as may be necessary and to settle any questions or difficulties that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the members and to delegate all or any of the powers or authorities herein conferred to any director(s) or other officer(s) of the Company, or to engage any advisor, consultant, agent or intermediary, as may be deemed necessary;

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any director(s), committee(s), executive(s), officer(s) or representatives(s) of the Company or to any other person to do all such acts, deeds, matters and things as may be considered necessary or expedient and also to execute such documents, writings etc. as may be necessary to give effect to this resolution;

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution, be and is hereby approved, ratified and confirmed in all respect."

ITEM NO.4:**REVISION IN REMUNERATION PAYABLE TO MR. BHARATBHAI JIVRAJBHAI LIMBANI (DIN: 09710373), CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY:**

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

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013, and Schedule V of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules, regulations issued by the Ministry of Corporate Affairs in this regard and Regulation 17(6)(e) of Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) (Amendment) Regulations, 2018 and other applicable Regulations of SEBI (LODR) Regulations, 2015 including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required and on recommendation of Nomination and Remuneration Committee and pursuant to approval of the Board of Directors (hereinafter referred to as "the board" which term shall include Nomination & Remuneration Committee of the Board), the approval of the Members of the Company be and is hereby accorded for revision in salary and perquisites (hereinafter referred to as "remuneration") payable to Mr. Bharatbhai Jivrajbhai Limbani (DIN: 09710373), Chairman and Managing Director of the Company as set out in the explanatory statement attached hereto with effect from December 1, 2025, for his existing remaining term until revised further with other terms and conditions remaining unchanged and with the power to the Board of Directors to alter and modify the same, in accordance with the provisions of the Act and in the best interest of the Company;

RESOLVED FURTHER THAT, subject to the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the Remuneration payable to Mr. Bharatbhai Jivrajbhai Limbani (DIN: 09710373) as set out in the explanatory statement attached hereto, in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Scheduled V to the Companies Act, 2013;

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors (or any Committee thereof) be and is hereby authorized to undertake all acts, deeds and execute all documents and pass relevant resolutions for the purpose of giving effect to this resolution, including modification and amendment of any revisions, thereof and to enter into relevant agreement with the Director, as required, from time to time and to undertake all such steps, as may be deemed necessary in this matter;

RESOLVED FURTHER THAT the Executive Directors and the Company Secretary of the Company, either jointly or severally be and are hereby authorized to file the said resolution with the Registrar of Companies, Ahmedabad, and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution."

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**ITEM NO.5:****REVISION IN REMUNERATION PAYABLE TO MR. JAYSUKHBHAI POPATBHAI LIMBANI (DIN: 09710362), WHOLE-TIME DIRECTOR OF THE COMPANY:**

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

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013, and Schedule V of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable rules, regulations issued by the Ministry of Corporate Affairs in this regard and Regulation 17(6)(e) of Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) (Amendment) Regulations, 2018 and other applicable Regulations of SEBI (LODR) Regulations, 2015 including any statutory amendments, modifications or re-enactment thereof and all other statutory approvals, as may be required and on recommendation of Nomination and Remuneration Committee and pursuant to approval of the Board of Directors (hereinafter referred to as "the board" which term shall include Nomination & Remuneration Committee of the Board), the approval of the Members of the Company be and is hereby accorded for revision in salary and perquisites (hereinafter referred to as "remuneration") payable to Mr. Jaysukhbhai Popatbhai Limbani (DIN: 09710362), Whole-Time Director of the Company as set out in the explanatory statement attached hereto with effect from December 1, 2025, for his existing remaining term until revised further with other terms and conditions remaining unchanged and with the power to the Board of Directors to alter and modify the same, in accordance with the provisions of the Act and in the best interest of the Company;

RESOLVED FURTHER THAT, subject to the provisions of Section 197 the Companies Act, 2013 as amended from time to time, the Remuneration payable to Mr. Jaysukhbhai Popatbhai Limbani (DIN: 09710362) as set out in the explanatory statement attached hereto, in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in Section II of Part II of Scheduled V to the Companies Act, 2013;

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors (or any Committee thereof) be and is hereby authorized to undertake all acts, deeds and execute all documents and pass relevant resolutions for the purpose of giving effect to this resolution, including modification and amendment of any revisions, thereof and to enter into relevant agreement with the Director, as required, from time to time and to undertake all such steps, as may be deemed necessary in this matter;

RESOLVED FURTHER THAT the Executive Directors and the Company Secretary of the Company, either jointly or severally be and are hereby authorized to file the said resolution with the Registrar of Companies, Ahmedabad, and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution."

Registered office:

Survey No.873/B/1, RD No: 1, Ansons Limbani Estate
Nr. GETCO 66K.V. Sub Station, G.I.D.C, Por, N.H-08,
Vadodara, Gujarat, India, 391243

By order of the Board of Directors
For, Pattech Fitwell Tube Components Limited
CIN: U28990GJ2022PLC134839

-- sd --

Place: Vadodara

Date: February 9, 2026

Bharatbhai Jivrajbhai Limbani
Chairman and Managing Director
DIN: 09710373

NOTES FOR SHAREHOLDERS FOR EOGM:

1. The Government of India, Ministry of Corporate Affairs has allowed conducting the General Meeting ("Meeting") through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM"), and dispensed the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020 in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder", and General Circular No. 20/2020 dated May 5, 2020 read with General Circular No. 02/2021 dated January 13, 2021, General Circular No. 2/2022 dated May 5, 2022, General Circular No. 09/2023 dated September 25, 2023, General Circular No. 09/2024 dated September 19, 2024 and General circular No. 03/2025 dated September 22, 2025 prescribing the procedures and manner of conducting the Extra Ordinary General Meeting through VC/ OAVM. In terms of the said circulars, the Extra Ordinary General Meeting (EOGM) of the members will be held through VC/OAVM. Hence, members can attend and participate in the EOGM through VC/OAVM only.

The detailed procedure for participation in the meeting through VC/OAVM is as per note no. 13 and available at the Company's website www.pftcpipefittings.com. The deemed venue for the EGM shall be the Registered Office of the Company.

2. A statement pursuant to Section 102(1) of the Act, relating to the Special Businesses to be transacted at the EOGM is annexed hereto. Further, additional information as required under Listing Regulations and Circulars issued thereunder are also annexed.
3. Though, pursuant to the provisions of the Act, a Member is entitled to attend and vote at the EOGM is entitled to appoint a proxy to attend and vote on his/her behalf, since this EOGM is being held pursuant to the Circular No. 14/2020 dated April 8, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EOGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorization etc., authorizing its representative to attend the Extra Ordinary General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to hardikjetaniandassociates@gmail.com with copies marked to the Company at cs@pftcpipefittings.com and to National Securities Depository Limited (NSDL) at evoting@nsdl.com.
5. The attendance of the Members attending the EOGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Since the EOGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.
7. In line with the aforesaid Ministry of Corporate Affairs (MCA) Circulars and SEBI Circular dated May 12, 2020 read with Circular dated January 15, 2021, the Notice of EOGM along with other documents is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Member may note that Notice has been uploaded on the website of the

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Company at www.pftcpipefittings.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com, and the EOGM Notice is also available on the website of NSDL i.e. www.evoting.nsdl.com.

8. In case of joint holders attending the EOGM together, only holder whose name appearing first will be entitled to vote.
9. Members seeking any information with regard to the accounts or any matter to be placed at the EGM or who would like to ask questions or registered themselves as Speaker, are requested to write to the Company mentioning their name demat account number/folio number, email id, mobile number at cs@pftcpipefittings.com on or before February 27, 2026 so as to enable the management to keep the information ready. The Company reserves the right to restrict the number of speakers depending on the availability of time for the EGM.
10. Those shareholders who have not yet registered their e-mail address are requested to get their e-mail addresses submitted, by following the procedure given below;
 - (a) In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@pftcpipefittings.com.
 - (b) In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@pftcpipefittings.com.
 - (c) Alternatively, member may send an e-mail request to evoting@nsdl.com for obtaining User ID and Password by proving the details mentioned in Point (a) or (b) as the case may be.
 - (d) In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
 - (e) It is clarified that for permanent submission of e-mail address, the shareholders are however requested to register their email address, in respect of electronic holdings with the depository through the concerned depository participants and in respect of physical holdings with the Company's Registrar and Share Transfer Agent, Bigshare Services Private Limited ("BSPL"), having its office at A802, Samudra Complex, Near Klassic Gold Hotel, Off C.G Road, Navrangpura, Ahmedabad – 380 009, India, by following the due procedure.
 - (f) Those shareholders who have already registered their e-mail address are requested to keep their e-mail addresses validated with their depository participants / the Company's Registrar and Share Transfer Agent, BSPL to enable servicing of notices / documents / annual Reports electronically to their e-mail address.
11. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held in electronic form and to BSPL in case the shares are held in physical form.
12. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members can contact their DP in case the shares are held in electronic form and to BSPL in case the shares are held in physical form.

13. PROCESS AND MANNER FOR MEMBERS OPTING FOR VOTING THROUGH ELECTRONIC MEANS AND PARTICIPATING AT THE EXTRA ORDINARY GENERAL MEETING THROUGH VC/OAVM:

- i. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 8, 2020, April 13, 2020, May 5, 2020 and SEBI Circular dated May 12, 2020, the Company is providing facility of remote e-voting to its Members in respect of the businesses to be transacted at the EGM. For this purpose, the Company has entered into an agreement with NSDL, as the Authorized e-voting agency for facilitating voting through electronic means. The facility of casting votes by a member using remote e-voting as well as e-voting system on the date of the EGM will be provided by NSDL.
- ii. There being no physical shareholders in the Company, the Register of members and share transfer books of the Company will not be closed. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Saturday, February 28, 2026, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the EGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
- iii. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the EGM and prior to the Cut-off date i.e. Saturday, February 28, 2026, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the EGM by following the procedure mentioned in this part.
- iv. Members may cast their votes on electronic voting system from any place (remote e-voting). The remote e-voting period will commence at 09:00 a.m. on, Wednesday, March 04, 2026 and will end on 05:00 P.M. on Friday, March 06, 2026. In addition, the facility for voting through electronic voting system shall also be made available during the EGM. Members attending the EGM who have not cast their vote by remote e-voting shall be eligible to cast their vote through e-voting during the EGM. Members who have voted through remote e-voting shall be eligible to attend the EGM, however, they shall not be eligible to vote at the meeting.
- v. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.
- vi. The voting rights of the members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date i.e. Saturday, February 28, 2026.
- vii. The Company has appointed CS Hardikkumar Jetani, Practicing Company Secretary (Membership No. FCS: 13678; CP No: 22171), to act as the Scrutinizer for conducting the remote e-voting process as well as the e-voting system on the date of the EGM, in a fair and transparent manner.

PATTECH FITWELL TUBE COMPONENTS LIMITED

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INSTRUCTIONS FOR CASTING VOTES BY REMOTE E-VOTING

The remote e-voting period begins on 09:00 A.M. on Wednesday, March 04, 2026 and will end on 05:00 P.M. on Friday, March 06, 2026. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Saturday, February 28, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date being Saturday, February 28, 2026.

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

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

Step 1: Access to NSDL e-voting system:

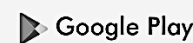
A) Login method for e-Voting for Individual shareholders holding securities in demat mode

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	A. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID 8-digit Client Id PAN No. Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. B. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section this will prompt you to enter your existing User ID and Password. After successful authentication you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. C. If you are 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 D. 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 eVoting system is launched click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL) Password/OTP and a Verification Code as shown on the screen. After successful authentication you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. E. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.
Individual Shareholders holding securities in demat mode with CDSL	A. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. B. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. C. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration D. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once 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 options available against company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

NSDL Mobile App is available on



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.

PATTECH FITWELL TUBE COMPONENTS LIMITED

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E-mail ID: tubefitwell@gmail.com; Contact No: +91 265 283 0151, +91 98986 95369



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

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

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

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

- 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, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
- Your User ID details are given below:

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

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

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

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

- 1) After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
- 2) Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
- 3) Now you are ready for e-Voting as the Voting page opens.
- 4) Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- 5) Upon confirmation, the message "Vote cast successfully" will be displayed.
- 6) You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- 7) Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

GENERAL GUIDELINES FOR SHAREHOLDERS

Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to hardikjetaniandassociates@gmail.com with a copy marked to evoting@nsdl.com.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

In case of any query relating to remote e-voting you may refer the FAQs for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no. 022 - 4886 7000 or send a request at evoting@nsdl.com.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EOGM THROUGH VC/OAVM ARE AS UNDER:

- 1) Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- 2) Members are encouraged to join the Meeting through Laptops for better experience.
- 3) Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 4) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- 5) Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@pftcpipefittings.com. The same will be replied by the company suitably.

CONTACT DETAILS

Company	PATTECH FITWELL TUBE COMPONENTS LIMITED Survey No.873/B/1, RD No: 1, Ansons Limbani Estate Nr. GETCO 66K.V. Sub Station, G.I.D.C, Por, N.H-08, Vadodara, Gujarat, India, 391243 Tel No.: +91 98798 07811; Email: cs@pftcpipefittings.com ; Web: www.pftcpipefittings.com
Registrar and Transfer Agent	BIGSHARE SERVICES PRIVATE LIMITED A-802, Samudra Complex, Near Klassic Gold Hotel, Off C.G Road, Navrangpura, Ahmedabad – 380 009. Tel No.: +91-22-6263 8200; Email: investor@bigshareonline.com ; Web: www.bigshareonline.com
E-Voting Agency & VC / OAVM	NATIONAL SECURITIES DEPOSITORY LIMITED Email: evoting@nsdl.com NSDL Help Desk: 022 - 4886 7000
Scrutinizer	CS Hardikkumar Jetani Email: hardikjetaniandassociates@gmail.com ; Tel No.: +91 94082-30805

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EXPLANATORY STATEMENT

(Pursuant to Section 102 (1) of the Companies Act, 2013 and Secretary Standard 2 on General Meetings)

ITEM NO. 1:

TO APPROVE ADVANCING OF ANY LOAN AND/ OR GIVE ANY GUARANTEE AND/ OR TO PROVIDE ANY SECURITY TO DR HARESH TECHNOLOGIES PRIVATE LIMITED ("DHTPL"), UNDER SECTION 185 OF THE COMPANIES ACT, 2013 OR ANY OTHER ENTITY(IES) IN WHICH ANY OF THE DIRECTORS OF THE COMPANY IS DEEMED TO BE INTERESTED AS SPECIFIED IN THE EXPLANATION TO SUB-SECTION 2 OF SECTION 185 OF THE ACT: SPECIAL RESOLUTIONS

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 (said 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)(b) of the Companies Act, 2013, 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, and/or give guarantee(s) and/or provide security(ies) in connection with any loan taken/to be taken by DR Hareesh Technologies Private Limited ("DHTPL") or by any entity which is a Subsidiary or Associate or Joint Venture or group entity of the Company or any other person in whom any of the Director of the Company is deemed to be interested as specified in the explanation to Section 185(2)(b) of the Act (collectively referred to as the "Entities"), from time to time, for the purpose of capital expenditure of the projects and/or working capital requirements including purchase of fixed assets as may be required from time to time for its principal business activities and other matters connected and incidental thereto, within the limits as mentioned in the Item No. 1.

The members may note that Board of Directors would carefully evaluate the proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, and the proposed loan shall be 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.

The Board of Directors recommend the resolution set forth in Item No. 1 for member's approval as a Special Resolution.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the resolution at Item No. 1, except to the extent of their shareholdings and directorship in the Company.

ITEM NO. 2:

TO APPROVE MATERIAL RELATED PARTY TRANSACTION(S) PROPOSED TO BE ENTERED INTO BY THE COMPANY WITH DR HARESH TECHNOLOGIES PRIVATE LIMITED ("DHTPL"): ORDINARY RESOLUTIONS

Section 188 of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014 states that no Company shall enter into transactions with a Related Party except with the prior consent of the Board and Members of the Company, where such transactions are either not (a) in Ordinary Course of Business or (b) on arm's length basis. The proposed transactions with the related parties as mentioned in the resolution are at arm's length and in the ordinary course of business of the Company.

The provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, mandates prior approval of members by means of an ordinary resolution for all material related party transactions ("RPTs") and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis.

Effective from April 01, 2025, the provisions of regulation 23 shall be applicable in respect of a listed entity which has listed its specified securities on the SME Exchange and which has either paid up equity share capital exceeding Rupees ten crore or net worth exceeding Rupees twenty-five crore, as on the last day of the previous financial year and in case of a listed entity which has listed its specified securities on the SME Exchange, a transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds Rupees 50.00 crore or 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower.

Although the aforesaid provisions are presently not applicable to the Company, the Company has, in the interest of good corporate governance and transparency, voluntarily decided to seek the approval of the shareholders for the below mentioned proposed Related Party transaction as the value of such transaction(s) / contract(s)/ arrangement(s) (individually or taken together with previous transactions) for the proposed item, may exceed the above threshold limit.

Background, details and benefits of the proposed transactions:

M/s. DR Hareesh Technologies Private Limited ("DHTPL") is a company which has been recently incorporated by Mr. Bharatbhai Limbani and Mrs. Ripalben Limbani and they are the Members and Directors of the DHTPL. Further, PATTECH also holds a 19% equity stake in DHTPL, thereby making it a Related Party within the meaning of the Companies Act, 2013 and the SEBI Listing Regulations. DHTPL is engaged in the business of Electronic Manufacturing Services (EMS) industry, including design, manufacturing, assembly, testing and integration of electronic components.

In order to support newly incorporated DHTPL, the Company may require to grant inter corporate loans, giving of guarantee and / or security on behalf of DHTPL. Moreover, the Company may also enter into transaction / contracts / arrangement with respect leasing of property of any kind. These transactions are undertaken for smooth business operations and overall growth of the business of the Company.

The Audit Committee of the Company, on the basis of relevant details provided by the management as required by the applicable laws and in terms of SEBI Circular dated October 13, 2025 on Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards"), has reviewed and approved material related party transactions on February 9, 2026, subject to approval of the Members. While according its approval, the Audit Committee noted that transaction(s) are on arms' length basis and in the ordinary course of business of the Company. The Audit Committee has also reviewed the certificates provided by the Managing Director and Chief Financial Officer of the Company, as required under the RPT Industry Standards.

Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all material related party transactions. The said transaction(s) would be in the ordinary course of business and on an arm's length basis.

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Pursuant to the SEBI Circular dated October 13, 2025 the Minimum Information relating to the proposed related party transaction(s) is provided herewith;

Sr. No.	Particulars of the information	Details
a.	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Refer below table titled as “Annexure – A”
b.	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	Refer below table titled as “Annexure – A”
c.	Disclosure of the fact that the Audit Committee has reviewed the certificates provided by the CEO/Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards	The Audit Committee has reviewed the certificates issued by the Managing Director and CFO of the Company, as required under the RPT Industry Standards
d.	Disclosure that the material RPT or any material modification thereto has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval	The material RPT has been approved by the Audit Committee, and the Board of Directors recommend the proposed transaction(s) to the Members for approval.
e.	Web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT	Not Applicable
f.	Affirmation that the Audit Committee and Board of Directors, while providing information to the shareholders, have redacted the commercial secrets and such other information that would affect competitive position of listed entity and in its assessment, the redacted disclosures still provide all the necessary information to the public shareholders for informed decision making	We affirm that the Audit Committee and Board of Directors, while providing information to the Members, have redacted only commercially sensitive information, and all necessary information for informed shareholder decision-making has been provided. Refer below table titled as “Annexure – A”.
g.	Any other information that may be relevant	No other information is considered relevant.

Annexure – A

Pursuant to the SEBI Circular dated October 13, 2025 the Minimum Information to the Audit Committee relating to the proposed related party transaction(s) is provided herewith;

PART-A: DETAILS OF RELATED PARTY TRANSACTIONS

Sr. No.	Particulars of the information	Information provided by the management																		
	Name of the Company entering into transaction	Pattech Fitwell Tube Components Limited (“PATTECH”)																		
A1	Basic details of the related party	Information provided by the management																		
1	Name of the related party	DR Hareesh Technologies Private Limited (“DHTPL”)																		
2	Country of incorporation of the related party	India																		
3	Nature of business of the related party	DHTPL is engaged in Electronic Manufacturing Services (EMS) industry, including design, manufacturing, assembly, testing and integration of electronic components.																		
A2	Relationship and ownership of the related party	Information provided by the management																		
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party — including nature of its concern (financial or otherwise) and the following	DHTPL is a Private company in which a directors or their relatives are members or directors and PATTECH also holds 19% equity stake in DHTPL.																		
(A)	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party	Shareholding of the listed entity in the related party- <table> <tr> <th>Name of Shareholders</th><th>No. of Shares</th><th>%</th></tr> <tr> <td>Pattech Fitwell Tube Components Limited</td><td>1900</td><td>19.00%</td></tr> <tr> <td>Bharatbhai Limbani</td><td>2500</td><td>25.00%</td></tr> <tr> <td>Ripalben Limbani</td><td>500</td><td>5.00%</td></tr> <tr> <td>Shreya Limbani</td><td>5100</td><td>51.00%</td></tr> <tr> <td>Total</td><td>10000</td><td>100.00%</td></tr> </table>	Name of Shareholders	No. of Shares	%	Pattech Fitwell Tube Components Limited	1900	19.00%	Bharatbhai Limbani	2500	25.00%	Ripalben Limbani	500	5.00%	Shreya Limbani	5100	51.00%	Total	10000	100.00%
Name of Shareholders	No. of Shares	%																		
Pattech Fitwell Tube Components Limited	1900	19.00%																		
Bharatbhai Limbani	2500	25.00%																		
Ripalben Limbani	500	5.00%																		
Shreya Limbani	5100	51.00%																		
Total	10000	100.00%																		

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(B) Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable – Since the Transactions are proposed to be entered into with Related Party which is Company having Share Capital	
(C) Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	• DHTPL has no direct shareholding in PATTECH. • The Shareholding of promoters and promoter group of DHTPL in PATTECH is as under- Mr. Bharatbhai Limbani (Promoter) - 3768965 Equity Shares of Rs. 10 Each (40.11%) Mrs. Ripalben Limbani (Promoter) - 1 Equity Shares of Rs. 10 Each (Nil%)	
A3 Details of previous transactions with the related party	Information provided by the management	
1 Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year Explanation: Details need to be disclosed separately for listed entity and its subsidiary	Not Applicable DHTPL is incorporated on February 02, 2026.	
2 Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter (April 25 – December 25) immediately preceding the quarter in which the approval is sought	Not Applicable DHTPL is incorporated on February 02, 2026.	
3 Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last three financial years.	Not Applicable	
A4 Amount of the proposed transactions	Information provided by the management	
1 Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	Amount of Transactions Nature of Transactions	
	Upto INR 25.00 Crores Giving of Loans	
	Upto INR 25.00 Crores Providing Guarantees	
	Upto INR 25.00 Crores Providing Securities	
	Upto INR 10.00 Crores Leasing of property of any kind	
2 Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	No	
3 Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	- The estimated value for Giving Loans represents 51.94% turnover of the Company for FY 2024- 25. - The estimated value for Providing Guarantees represents 51.94% turnover of the Company for FY 2024- 25. - The estimated value for Providing Securities represents 51.94% turnover of the Company for FY 2024- 25. - The estimated value for leasing of property of any kind represents 20.77% turnover of the Company for FY 2024- 25.	
4 Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	Not Applicable The Company does not have any subsidiary as on date.	
5 Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	Not Applicable DHTPL is incorporated on February 02, 2026.	

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6	Financial performance of the related party for the immediately preceding financial year (FY2024-25) Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis	Not Applicable DHTPL is incorporated on February 02, 2026.																		
A5 Basic details of the proposed transaction		Information provided by the management																		
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Giving Loans Providing Guarantees Providing Securities Leasing of property of any kind																		
2	Details of each type of the proposed transaction	Giving Loans Providing Guarantees Providing Securities Leasing of property of any kind																		
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	F.Y. 2026-27																		
4	Whether omnibus approval is being sought?	No																		
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Giving Loans - Upto Rs 25 Crore Providing Guarantees - Upto Rs 25 Crore Providing Securities - Upto Rs 25 Crore leasing of property of any kind - Upto Rs 10 Crore																		
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	M/s. DR Hareesh Technologies Private Limited ("DHTPL") is a company which has been recently incorporated by Mr. Bharatbhai Limbani and Mrs. Ripalben Limbani and they recently become Members and Directors of the DHTPL. Further, PATTECH also holds a 19% equity stake in DHTPL, thereby making it a Related Party within the meaning of the Companies Act, 2013 and the SEBI Listing Regulations. DHTPL is engaged in the business of Electronic Manufacturing Services (EMS) industry, including design, manufacturing, assembly, testing and integration of electronic components. In order to support newly incorporated DHTPL, the Company may require to grant inter corporate loans, giving of guarantee and / or security on behalf of DHTPL. Moreover, the Company may enter into transaction / contracts / arrangement with respect leasing of property of any kind. These transactions are undertaken for smooth business operations and overall growth of the business of the Company.																		
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Bharatbhai Limbani and Mrs. Ripalben Limbani along with their relatives. Shareholding of Mr. Bharatbhai Limbani and Mrs. Ripalben Limbani in DHTPL is as follows; <table border="1"> <thead> <tr> <th>Name of Shareholders</th><th>No. of Shares</th><th>%</th></tr> </thead> <tbody> <tr> <td>Pattech Fitwell Tube Components Limited (Through Jaysukh Limbani)</td><td>1900</td><td>19.00%</td></tr> <tr> <td>Bharatbhai Limbani</td><td>2500</td><td>25.00%</td></tr> <tr> <td>Ripalben Limbani</td><td>500</td><td>5.00%</td></tr> <tr> <td>Shreya Limbani</td><td>5100</td><td>51.00%</td></tr> <tr> <td>Total</td><td>10000</td><td>100.00%</td></tr> </tbody> </table>	Name of Shareholders	No. of Shares	%	Pattech Fitwell Tube Components Limited (Through Jaysukh Limbani)	1900	19.00%	Bharatbhai Limbani	2500	25.00%	Ripalben Limbani	500	5.00%	Shreya Limbani	5100	51.00%	Total	10000	100.00%
Name of Shareholders	No. of Shares	%																		
Pattech Fitwell Tube Components Limited (Through Jaysukh Limbani)	1900	19.00%																		
Bharatbhai Limbani	2500	25.00%																		
Ripalben Limbani	500	5.00%																		
Shreya Limbani	5100	51.00%																		
Total	10000	100.00%																		
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable																		
9	Other information relevant for decision making.	No																		

PATTECH FITWELL TUBE COMPONENTS LIMITED

CIN: U28990GJ2022PLC134839

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E-mail ID: tubefitwell@gmail.com; Contact No: +91 265 283 0151, +91 98986 95369



PART B: INFORMATION TO BE PROVIDED ONLY IF A SPECIFIC TYPE OF RELATED PARTY TRANSACTIONS

Sr. No.	Particulars	Information provided by the management
		Giving of Loans
B2	Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary.	
1	Source of funds in connection with the proposed transaction	Internal Accruals and Proceeds from Issue of Securities
2	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: a. Nature of indebtedness b. Total cost of borrowing c. Tenure Other details	Not Applicable
3	Rate of interest at which the listed entity is borrowing from its bankers/ other lenders.	7.35% p.a. as on date
4	Proposed interest rate to be charged by listed entity from the related party.	Loan to be granted shall carry interest at rate not lower than the prevailing yield of one year, three years, five year or ten-year Government Security closest to the tenor of the loan.
5	Maturity / due date	On demand
6	Repayment schedule & terms	On demand
7	Whether secured or unsecured?	Unsecured
8	If secured, the nature of security & security coverage ratio	Not Applicable.
9	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	For the purpose of its own business only.

Sr. No.	Particulars	Information provided by the management
		Providing Guarantees
B4	Disclosure only in case of guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.	
1	(a) Rationale for giving guarantee, surety, indemnity or comfort letter	The guarantee allows the DHTPL to secure the credit facilities on more favorable commercial terms, thereby ensuring timely availability of funds essential for its operational and strategic requirements.
	(b) Whether it will create a legally binding obligation on listed entity?	Yes
2	Material covenants of the proposed transaction including: (i) commission, if any to be received by the listed entity or its subsidiary; (ii) contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.	Nil
3	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	Providing Guarantees – Upto Rs 25 Crore No specific provision required to be made in the books of account of PATTECH.

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PART C: INFORMATION TO BE PROVIDED ONLY IF A SPECIFIC TYPE OF RPT MENTIONED BELOW PROPOSED TO BE UNDERTAKEN IS A MATERIAL RPT

Sr. No.	Particulars	Information provided by the management
		Giving of Loans
C1	Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity	
1	Latest credit rating of the related party Note: Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any	The Related Party does not have any credit rating assigned at present.
2	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request. In addition, state the following: a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	No default in borrowings has been done by the Related party. DHTPL is incorporated on February 02, 2026. a) No account of the Related party has been classified as a non-performing asset (NPA) by any of its bankers. b) The related party has not been declared as "wilful defaulter" by any of its bankers. c) The related party is not undergoing or facing any application for commencement of an insolvency resolution process or liquidation. d) The related party, does not suffer from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.
Sr. No.	Particulars	Information provided by the management
		Providing Guarantees
C3	Disclosure only in case of transactions relating to any guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary	
1	If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party Note: a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any. b. This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.	The Related Party does not have any credit rating assigned at present. Accordingly, no standalone, structured obligation (SO), or credit enhancement (CE) rating is available for disclosure.
2	Details of solvency status and going concern status of the related party during the last three financial years	Not Applicable. DHTPL is incorporated on February 02, 2026.
3	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee) surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	Providing Guarantees – Upto Rs 25 Crore
4	Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person. Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request. In addition, state the following: a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	No default in borrowings has been done by the Related party. DHTPL is incorporated on February 02, 2026. a) No account of the Related party has been classified as a non-performing asset (NPA) by any of its bankers. b) The related party has not been declared as "wilful defaulter" by any of its bankers. c) The related party is not undergoing or facing any application for commencement of an insolvency resolution process or liquidation. The related party, does not suffer from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.

PATTECH FITWELL TUBE COMPONENTS LIMITED

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The Board of Directors recommend the said resolution, as set out in item no. 2 of this Notice, for your approval.

As per the SEBI Listing Regulations, all related parties of the Company, whether or not a party to the proposed transaction(s), shall abstain from voting in favour of the said resolution.

Mr. Bharatbhai Limbani and Mrs. Ripalben Limbani and their relatives are deemed to be concerned or interested in the resolution.

None of the other Directors, Key Managerial Personnel of the Company and their respective relatives, are in any way, concerned or interested, financially or otherwise, except to the extent of their shareholding in the Company, if any, in the proposed Ordinary Resolution, as set out in Item no. 2 of this Notice.

ITEM NO. 3:

TO APPROVE THE PROPOSAL FOR ENTERING INTO MATERIAL RELATED PARTY TRANSACTION(S) BETWEEN THE COMPANY AND ITS PROMOTERS MR. BHARATBHAI JIVRAJBHAI LIMBANI, CHAIRMAN AND MANAGING DIRECTOR AND MR. JAYSUKHBHAI POPATBHAI LIMBANI, WHOLE-TIME DIRECTOR OF THE COMPANY ALONG WITH OTHER THIRD PARTIES: ORDINARY RESOLUTIONS

Section 188 of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014 states that no Company shall enter into transactions with a Related Party except with the prior consent of the Board and Members of the Company, where such transactions are either not (a) in Ordinary Course of Business or (b) on arm's length basis. The proposed transactions with the related parties as mentioned in the resolution are at arm's length and in the ordinary course of business of the Company.

The provisions of the SEBI Listing Regulations, as amended by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 1, 2022, mandates prior approval of members by means of an ordinary resolution for all material related party transactions ("RPTs") and subsequent material modifications as defined by the audit committee, even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis.

Effective from April 01, 2025, the provisions of regulation 23 shall be applicable in respect of a listed entity which has listed its specified securities on the SME Exchange and which has either paid up equity share capital exceeding Rupees ten crore or net worth exceeding Rupees twenty-five crore, as on the last day of the previous financial year and in case of a listed entity which has listed its specified securities on the SME Exchange, a transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds Rupees 50.00 crore or 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower.

Although the aforesaid provisions are presently not applicable to the Company, the Company has, in the interest of good corporate governance and transparency, voluntarily decided to seek the approval of the shareholders for the below mentioned proposed Related Party transaction as the value of such transaction(s) / contract(s)/ arrangement(s) (individually or taken together with previous transactions) for the proposed item, may exceed the above threshold limit as per Section 188 of the Companies Act, 2013.

Background, details and benefits of the proposed transactions:

Mr. Bharatbhai Jivrajbhai Limbani, is Promoter – Chairman and Managing Director and Mr. Jaysukhbhai Popatbhai Limbani is Promoter – Whole-Time Director of the company and are Related Parties within the meaning of Companies Act, 2013 and SEBI Listing Regulations. The Company is in process of acquiring/buying land situated at Block/R.S. No. 14, Old R.S. No. 04, Near Kamnath Mahadev Temple, At Mouje Village Puniyad, Ta. Dabhoi, Dist. Vadodara, Gujarat, India admeasuring about 12706 Sq. Mtrs Area from Mr. Bharatbhai Limbani, Promoter – Chairman & Managing Director of the Company, Mr. Jaysukhbhai Limbani Promoter - Whole-Time Director of the Company and other third parties.

The land proposed to be acquired is jointly owned by the promoters, Mr. Bharatbhai Jivrajbhai Limbani and Mr. Jaysukhbhai Popatbhai Limbani, along with third parties, Mr. Chirag Mansukhbhai Limbani and Mr. Tusharbhavi Mavjibhai Limbani. Although the third-party co-owners are not Related Parties, the Company has, in the interest of transparency and good governance, voluntarily sought approval for the entire transaction.

The land proposed to be acquired shall be utilized for the Company's industrial use /Leasing to other entity. The details of the aforesaid transactions are captured hereunder which are in the ordinary course of business and on arm's length basis. These transactions are undertaken for overall growth of the business of the Company.

The Audit Committee of the Company, on the basis of relevant details provided by the management as required by the applicable laws and in terms of SEBI Circular dated October 13, 2025 on Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards"), has reviewed and approved material related party transactions on February 9, 2026, subject to approval of the Members. While according its approval, the Audit Committee noted that transaction(s) are on arms' length basis and in the ordinary course of business of the Company. The Audit Committee has also reviewed the certificates provided by the Managing Director and Chief Financial Officer of the Company, as required under the RPT Industry Standards.

Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for all material related party transactions. The said transaction(s) would be in the ordinary course of business and on an arm's length basis.

Pursuant to the SEBI Circular dated October 13, 2025 the Minimum Information relating to the proposed related party transaction(s) is provided herewith;

Sr. No.	Particulars of the information	Details
a.	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Refer below table titled as "Annexure – A"
b.	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	Refer below table titled as "Annexure – A"
c.	Disclosure of the fact that the Audit Committee has reviewed the certificates provided by the CEO/Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards	The Audit Committee has reviewed the certificates issued by the Managing Director and CFO of the Company, as required under the RPT Industry Standards

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d.	Disclosure that the material RPT or any material modification thereto has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval	The material RPT has been approved by the Audit Committee, and the Board of Directors recommend the proposed transaction(s) to the Members for approval.
e.	Web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT	The acquisition of land will be done at arm's length basis and on the basis of Report of Government Approved Valuer and copy of the valuation report is placed on the website of the Company at https://pftcpipefittings.com/wp-content/uploads/2026/02/Land-Valuation-Report.pdf .
f.	Affirmation that the Audit Committee and Board of Directors, while providing information to the shareholders, have redacted the commercial secrets and such other information that would affect competitive position of listed entity and in its assessment, the redacted disclosures still provide all the necessary information to the public shareholders for informed decision making	We affirm that the Audit Committee and Board of Directors, while providing information to the Members, have redacted only commercially sensitive information, and all necessary information for informed shareholder decision-making has been provided. Refer below table titled as "Annexure – A".
g.	Any other information that may be relevant	No other information is considered relevant.

Annexure – A

Pursuant to the SEBI Circular dated October 13, 2025 the Minimum Information to the Audit Committee relating to the proposed related party transaction(s) is provided herewith;

PART-A: DETAILS OF RELATED PARTY TRANSACTIONS

Sr. No.	Particulars of the information	Information provided by the management	
	Name of the Company entering into transaction	Pattech Fitwell Tube Components Limited ("PATTECH")	
A1	Basic details of the related party	Information provided by the management	
1	Name of the related party	Bharatbhai Jivrajbhai Limbani	Jaysukhbhai Popatbhai Limbani
2	Country of incorporation of the related party	Not Applicable	Not Applicable
3	Nature of business of the related party	Promoter – Chairman and Managing Director of the company	Promoter – Whole-time Director of the company
A2	Relationship and ownership of the related party	Information provided by the management	
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party — including nature of its concern (financial or otherwise) and the following	Promoter – Chairman and Managing Director	Promoter – Whole-time Director
(A)	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party	Not Applicable	Not Applicable
(B)	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable	Not Applicable
(C)	Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	The Shareholding of promoters and promoter group in PATTECH is as under- Mr. Bharatbhai Limbani (Promoter) - 3768965 Equity Shares of Rs. 10 Each (40.11%) Mrs. Ripalben Limbani (Promoter) - 1 Equity Shares of Rs. 10 Each (Nil%)	The Shareholding of promoters and promoter group in PATTECH is as under- Mr. Jaysukh Limbani (Promoter) - 1588217 Equity Shares of Rs. 10 Each (16.90%)

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A3 Details of previous transactions with the related party		Information provided by the management			
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year Explanation: Details need to be disclosed separately for listed entity and its subsidiary	Nature of Transactions	Amount (INR in Lakh)	Nature of Transactions	Amount (INR in Lakh)
		Remuneration	36.00	Remuneration	18.00
		Loan Taken	17.96	Loan Repaid	1.05
		Loan Repaid	19.60	-	-
2	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter (April 25 – December 25) immediately preceding the quarter in which the approval is sought	Nature of Transactions	Amount (INR in Lakh)	Nature of Transactions	Amount (INR in Lakh)
		Remuneration	27.00	Remuneration	13.50
		Loan Repaid	4.19	-	-
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last three financial years.	Not Applicable		Not Applicable	
A4 Amount of the proposed transactions		Information provided by the management			
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	Amount of Transactions		Nature of Transactions	
		Upto INR 4.45 Crores		Acquiring/buying of land and / or Properties	
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	No			
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	The estimated value of acquiring/buying entire land represents 9.24% of turnover of the Company for FY 2024-25.			
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	Not Applicable The Company does not have any subsidiary as on date.			
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	Not Applicable			
6	Financial performance of the related party for the immediately preceding financial year (FY2024-25) Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis	Not Applicable			
A5 Basic details of the proposed transaction		As under			
Particulars		Information provided by the management			
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Acquiring/buying of land and / or Properties			
2	Details of each type of the proposed transaction	Acquiring/buying of land and / or Properties			

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3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	One Time
4	Whether omnibus approval is being sought?	No
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate consideration for Acquiring/buying of land is Upto Rupees 4.45 Crores* , payable as under Mr. Bharatbhai Jivrajbhai Limbani –Upto Rs. 1.11 Crore Mr. Jaysukhbhai Popatbhai Limbani –Upto Rs. 1.11 Crore Mr. Chirag Mansukhbhai Limbani –Upto Rs. 1.11 Crore Mr. Tusharbhai Mavjibhai Limbani –Upto Rs. 1.11 Crore (Note-The land proposed to be acquired is jointly owned by the promoters, Mr. Bharatbhai Jivrajbhai Limbani and Mr. Jaysukhbhai Popatbhai Limbani, along with third parties , Mr. Chirag Mansukhbhai Limbani and Mr. Tusharbhai Mavjibhai Limbani. Although the third-party co-owners are not Related Parties, the Company has, in the interest of transparency and good governance, voluntarily sought approval for the entire transaction)
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The land proposed to be acquired shall be utilized for the Company's industrial use /Leasing to other entity. These transactions are undertaken for overall growth of the business of the Company.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Bharatbhai Limbani, Mr. Jaysukh Limbani and Mrs. Ripalben Limbani along with their relatives. Shareholding – Not Applicable
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	The acquisition of land will be done at arm's length basis and on the basis of Report of Government Approved Valuer and copy of the valuation report is placed on the website of the Company at https://pftcpipefittings.com/wp-content/uploads/2026/02/Land-Valuation-Report.pdf .
9	Other information relevant for decision making.	No

The Board of Directors recommend the said resolution, as set out in item no. 3 of this Notice, for your approval.

As per the SEBI Listing Regulations, all related parties of the Company, whether or not a party to the proposed transaction(s), shall abstain from voting in favour of the said resolution.

Mr. Bharatbhai Limbani, Mr. Jaysukh Limbani and Mrs. Ripalben Limbani and their relatives are deemed to be concerned or interested in the resolution.

None of the other Directors, Key Managerial Personnel of the Company and their respective relatives, are in any way, concerned or interested, financially or otherwise, except to the extent of their shareholding in the Company, if any, in the proposed Ordinary Resolution, as set out in Item no. 3 of this Notice.

ITEM NO. 4:

REVISION IN REMUNERATION PAYABLE TO MR. BHARATBHAI JIVRAJBHAI LIMBANI (DIN: 09710373), CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY: SPECIAL RESOLUTIONS

The Board of Directors of the Company, in their Meeting held on December 1, 2022, had appointed Mr. Bharatbhai Jivrajbhai Limbani (DIN: 09710373) as Chairman and Managing Director of the Company for a further period of 5 years w.e.f. December 1, 2022. The terms and conditions of appointment and remuneration of Mr. Bharatbhai Jivrajbhai Limbani (DIN: 09710373) as Chairman and Managing Director of the Company was also approved by the Members of the Company by passing special resolution at Extra-Ordinary General Meeting of the members held on Saturday, December 10, 2022.

However, looking to the contributions made by Mr. Bharatbhai Jivrajbhai Limbani (DIN: 09710373) which helped the Company to grow at faster rate than past, and on the recommendation of the Nomination and Remuneration Committee of the Company, the Board, in its meeting held on February 09, 2025 has considered the revision in salary and perquisites (hereinafter referred to as "remuneration") payable to Mr. Bharatbhai Jivrajbhai Limbani (DIN: 09710373), Chairman and Managing Director of the Company as set out in this explanatory statement with effect from December 1, 2025, for the remaining tenure of his existing appointment, subject to the approval of the Shareholders of the Company. The other terms and conditions of his appointment, as approved by the Shareholders shall remain unchanged.

PATTECH FITWELL TUBE COMPONENTS LIMITED

CIN: U28990GJ2022PLC134839

Registered Office: Survey No. 873/B/1, Road No.: 1, Ansons Limbani Estate,

Near GETCO 66 K.V. Sub Station, G.I.D.C, Por, N.H-08, Dist.: Vadodara - 391243, Gujarat, India

E-mail ID: tubefitwell@gmail.com; Contact No: +91 265 283 0151, +91 98986 95369



The Nomination and Remuneration Committee has noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions.

Further, in terms of SEBI (Listing Obligations and Disclosure Requirement) Amendment Regulations, 2018 the remuneration of the Promoter Executive Directors shall not exceed Rs. 5,00,00,000 (Rupees Five crore) or 2.5% of net profits whichever is higher or there is more than one Executive Directors, the aggregate annual remuneration to such directors is exceeds 5% of the net profit. The prescribed resolutions require approval of Shareholders of the company as special resolutions under these regulations.

Further, as per the provisions of Section 197 the Companies Act, 2013 as amended from time to time, the minimum Remuneration payable to Mr. Bharatbhai Jivrajbhai Limbani (DIN: 09710373), in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in be Section II of Part II of Scheduled V to the Companies Act, 2013 or any other applicable limits, as provided by the Central Government in this regard, from time to time.

Pursuant to Sections 196, 197, 198 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to Mr. Bharatbhai Jivrajbhai Limbani (DIN: 09710373) is now being placed before the Members for their approval by way of Special Resolution.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;

General Information:

Nature of Industry: The Company is primarily engaged in manufacturing of Pipe & Tube Components.

Date or expected date of commencement of commercial production: The Company has already commenced its commercial production since its incorporation, in fact, it was engaged in commercial production in the form of Partnership Firm before its conversion in to Company.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable

Financial performance based on given indicators:

Particulars	F.Y. 2024-25	F.Y. 2023-24
Revenue from Operations	4,81,350.32	3,77,158.82
Other Income	775.48	233.27
Total Income	4,82,125.80	3,77,392.09
Less: Total Expenses before Depreciation, Finance Cost and Tax	4,44,586.17	3,45,162.16
Profit before Depreciation, Finance Cost and Tax	37,539.64	32,229.93
Less: Depreciation	3,223.52	2,291.94
Less: Finance Cost	16,892.41	10,584.11
Profit Before Extraordinary & Exceptional Items and Tax	17,423.71	19,353.88
Less: Extraordinary & Exceptional Items	-	-
Profit before tax	17,423.71	19,353.88
Less: Current Tax	4,782.92	5,217.13
Less: Earlier Years Tax	-177.88	170.12
Less: Deferred tax Liability (Asset)	565.24	-451.12
Profit after Tax	12,253.43	14,417.75

Foreign investments or collaborations, if any: No collaborations have been made by the Company with any of foreign entity. Further, as at December 31, 2025, total holding of NRI Shareholders in the Company was 1500 Equity Shares (0.02%).

Information about the appointee:

Background Details: Mr. Bharatbhai Jivrajbhai Limbani (DIN: 09710373) is one of our Promoters and also the Chairman and Managing Director of the board of our Company. He has been associated with our Company since its incorporation. He holds a bachelor of arts degree from Gujarat University. He has over 22 years of experience in the field of manufacturing pipe and tube fittings.

He is entrusted with the responsibility to look after the entire Marketing, productions and business development departments of our Company. He is also responsible for the expansion and overall management of the business of our Company.

Past Remuneration: In the financial year 2024-25, Mr. Bharatbhai Jivrajbhai Limbani (DIN: 09710373) was paid remuneration of Rupees 36.00 Lakhs.

Recognition or awards: Nil.

Job Profile and his suitability: Mr. Bharatbhai Jivrajbhai Limbani (DIN: 09710373) is entrusted with the responsibility to look after the entire Marketing, productions and business development departments of our Company. He is also responsible for the expansion and overall management of the business of our Company. His rich experience benefits the Company at all level.

Revised Terms and Conditions of Remuneration: -

Up to Rupees 5.00 Lakhs per month for his existing remaining term, with 10% increments every year and first such increment will be effective from April 01, 2026, subject to ceiling on maximum remuneration in terms of provisions of Section II of Part II of Schedule V to the Companies Act, 2013.

PATTECH FITWELL TUBE COMPONENTS LIMITED

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Registered Office: Survey No. 873/B/1, Road No.: 1, Ansons Limbani Estate,

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E-mail ID: tubefitwell@gmail.com; **Contact No:** +91 265 283 0151, +91 98986 95369



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 with respect to the country of his origin): Taking into consideration the size of the Company, the profile of Mr. Bharatbhai Jivrajbhai Limbani (DIN: 09710373), the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.

Mr. Bharatbhai Jivrajbhai Limbani (DIN: 09710373) has pecuniary relationship to the extent he is Promoter – Chairman and Managing Director - Shareholder of the Company.

In compliance with the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Act, read with Schedule V to the Act SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended, the terms of remuneration specified above are now being submitted to the Members for their approval. Further, remuneration proposed above shall be valid for a period of three years w.e.f. December 1, 2025 until revised further.

The Board of Directors recommend the Special Resolutions at Item No. 4 of the accompanying Notice for approval by the Members of the Company.

Except Mr. Bharatbhai Jivrajbhai Limbani himself, Mrs. Ripalben Bharatbhai Limbani and their relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

The statement of additional information required to be disclosed as per Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard II issued by ICSI is attached at the end of this Explanatory Statement and must be read as the part of this Notice.

ITEM NO. 5:

REVISION IN REMUNERATION PAYABLE TO MR. JAYSUKHBHAI POPATBHAI LIMBANI (DIN: 09710362), WHOLE-TIME DIRECTOR OF THE COMPANY: SPECIAL RESOLUTIONS

The Board of Directors of the Company, in their Meeting held on December 1, 2022, had appointed Mr. Bharatbhai Jivrajbhai Limbani (DIN: 09710373) as Whole-Time Director of the Company for a further period of 5 years w.e.f. December 1, 2022. The terms and conditions of appointment and remuneration of Mr. Jaysukhbhai Popatbhai Limbani (DIN: 09710362) as Whole-Time Director of the Company was also approved by the Members of the Company by passing special resolution at Extra-Ordinary General Meeting of the members held on Saturday, December 10, 2022.

However, looking to the contributions made by Mr. Jaysukhbhai Popatbhai Limbani (DIN: 09710362) which helped the Company to grow at faster rate than past, and on the recommendation of the Nomination and Remuneration Committee of the Company, the Board, in its meeting held on February 09, 2025 has considered the revision in salary and perquisites (hereinafter referred to as "remuneration") payable to Mr. Jaysukhbhai Popatbhai Limbani (DIN: 09710362), Whole-Time Director of the Company as set out in this explanatory statement with effect from December 1, 2025, for the remaining tenure of his existing appointment, subject to the approval of the Shareholders of the Company. The other terms and conditions of his appointment, as approved by the Shareholders shall remain unchanged.

The Nomination and Remuneration Committee has noted that the Company has not made any default in repayment of its dues to Banks or Financial Institutions.

Further, in terms of SEBI (Listing Obligations and Disclosure Requirement) Amendment Regulations, 2018 the remuneration of the Promoter Executive Directors shall not exceed Rs. 5,00,00,000 (Rupees Five crore) or 2.5% of net profits whichever is higher or there is more than one Executive Directors, the aggregate annual remuneration to such directors is exceeds 5% of the net profit. The prescribed resolutions require approval of Shareholders of the company as special resolutions under these regulations.

Further, as per the provisions of Section 197 the Companies Act, 2013 as amended from time and time, the minimum Remuneration payable to Mr. Jaysukhbhai Popatbhai Limbani (DIN: 09710362), in the event of loss or inadequacy of profit in any Financial Year, shall be as per the limit set out in be Section II of Part II of Scheduled V to the Companies Act, 2013 or any other applicable limits, as provided by the Central Government in this regard, from time to time.

Pursuant to Sections 196, 197, 198 and all other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to Mr. Jaysukhbhai Popatbhai Limbani (DIN: 09710362) is now being placed before the Members for their approval by way of Special Resolution.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;

General Information:

Nature of Industry: The Company is primarily engaged in manufacturing of Pipe & Tube Components.

Date or expected date of commencement of commercial production: The Company has already commenced its commercial production since its incorporation, in fact, it was engaged in commercial production in the form of Partnership Firm before its conversion in to Company.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable

Financial performance based on given indicators:

Particulars	F.Y. 2024-25	F.Y. 2023-24
Revenue from Operations	4,81,350.32	3,77,158.82
Other Income	775.48	233.27
Total Income	4,82,125.80	3,77,392.09
Less: Total Expenses before Depreciation, Finance Cost and Tax	4,44,586.17	3,45,162.16
Profit before Depreciation, Finance Cost and Tax	37,539.64	32,229.93

PATTECH FITWELL TUBE COMPONENTS LIMITED

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Less: Depreciation	3,223.52	2,291.94
Less: Finance Cost	16,892.41	10,584.11
Profit Before Extraordinary & Exceptional Items and Tax	17,423.71	19,353.88
Less: Extraordinary & Exceptional Items	-	-
Profit before tax	17,423.71	19,353.88
Less: Current Tax	4,782.92	5,217.13
Less: Earlier Years Tax	-177.88	170.12
Less: Deferred tax Liability (Asset)	565.24	-451.12
Profit after Tax	12,253.43	14,417.75

Foreign investments or collaborations, if any: No collaborations have been made by the Company with any of foreign entity. Further, as at December 31, 2025, total holding of NRI Shareholders in the Company was 1500 Equity Shares (0.02%).

Information about the appointee:

Background Details: Mr. Jaysukhbhai Popatbhai Limbani, is one of our Promoters and also the Whole-Time Director of our Company. He has been associated with our Company since its incorporation. He holds a degree in mechanical engineering from institution of mechanical engineers. He has over 12 years of experience in the field of manufacturing pipe and tube fittings.

He is entrusted with the responsibility to look after the entire administration and human resource departments of the Company.

Past Remuneration: In the financial year 2024-25, Mr. Jaysukhbhai Popatbhai Limbani (DIN: 09710362) was paid remuneration of Rupees 18.00 Lakhs.

Recognition or awards: Nil.

Job Profile and his suitability: Mr. Jaysukhbhai Popatbhai Limbani (09710362) is entrusted with the responsibility to look after the entire administration and human resource departments of the Company.

Revised Terms and Conditions of Remuneration: -

Up to Rupees 5.00 Lakhs per month for his existing remaining term, with 10% increments every year and first such increment will be effective from April 01, 2026, subject to ceiling on maximum remuneration in terms of provisions of Section II of Part II of Schedule V to the Companies Act, 2013.

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 with respect to the country of his origin): Taking into consideration the size of the Company, the profile of Mr. Jaysukhbhai Popatbhai Limbani (DIN: 09710362), the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level incumbents, in other companies.

Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.

Mr. Jaysukhbhai Popatbhai Limbani (DIN: 09710362) has pecuniary relationship to the extent he is Promoter – Chairman and Managing Director - Shareholder of the Company.

In compliance with the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Act, read with Schedule V to the Act SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended, the terms of remuneration specified above are now being submitted to the Members for their approval. Further, remuneration proposed above shall be valid for a period of three years w.e.f. December 1, 2025 until revised further.

The Board of Directors recommend the Special Resolutions at Item No. 5 of the accompanying Notice for approval by the Members of the Company.

Except Mr. Jaysukhbhai Popatbhai Limbani himself, and their relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

The statement of additional information required to be disclosed as per Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standard II issued by ICSI is attached at the end of this Explanatory Statement and must be read as the part of this Notice.

Registered office:

Survey No.873/B/1, RD No: 1, Ansons Limbani Estate
Nr. GETCO 66K.V. Sub Station, G.I.D.C, Por, N.H-08,
Vadodara, Gujarat, India, 391243

By order of the Board of Directors
For, Pattech Fitwell Tube Components Limited
(Erstwhile Pattech Fitwell Tube Components)
CIN: U28990GJ2022PLC134839

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Place: Vadodara
Date: February 9, 2026

Bharatbhai Jivrajbhai Limbani
Chairman and Managing Director
DIN: 09710373

PATTECH FITWELL TUBE COMPONENTS LIMITED

CIN: U28990GJ2022PLC134839

Registered Office: Survey No. 873/B/1, Road No.: 1, Ansons Limbani Estate,
Near GETCO 66 K.V. Sub Station, G.I.D.C, Por, N.H-08, Dist.: Vadodara - 391243, Gujarat, India
E-mail ID: tubefitwell@gmail.com; **Contact No:** +91 265 283 0151, +91 98986 95369



DISCLOSURE UNDER REGULATION 36 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS-II ISSUED BY ICSI FOR ITEM NO. 4 & 5:

Name	Mr. Bharatbhai Jivrajbhai Limbani	Mr. Jaysukhbhai Popatbhai Limbani
Date of Birth	15/04/1982	04/02/1992
Qualification	Bachelor of Arts	B. Tech (Mechanical Engineering), Diploma in Mechanical Engineering
Experience - Expertise in specific functional areas - Job profile and suitability	Mr. Bharatbhai Jivrajbhai Limbani (DIN: 09710373) is one of our Promoters and also the Chairman and Managing Director of the board of our Company. He has been associated with our Company since its incorporation. He holds a bachelor of arts degree from Gujarat University. He has over 22 years of experience in the field of manufacturing pipe and tube fittings. He is entrusted with the responsibility to look after the entire Marketing, productions and business development departments of our Company. He is also responsible for the expansion and overall management of the business of our Company.	Mr. Jaysukhbhai Popatbhai Limbani, is one of our Promoters and also the Whole-Time Director of our Company. He has been associated with our Company since its incorporation. He holds a degree in mechanical engineering from institution of mechanical engineers. He has over 12 years of experience in the field of manufacturing pipe and tube fittings. He is entrusted with the responsibility to look after the entire administration and human resource departments of the Company.
No. of Shares held as on December 31, 2025	37,68,965 Equity Shares	1588217 Equity Shares
Terms & Conditions	There is no change or modifications in the Terms and Conditions except revision in the Remuneration. Refer Explanatory Statement for Item No. 4 of this Notice.	There is no change or modifications in the Terms and Conditions except revision in the Remuneration. Refer Explanatory Statement for Item No. 5 of this Notice.
Remuneration Last Drawn	INR 36.00 Lakhs for F.Y. 2024-25	INR 18.00 Lakhs for F.Y. 2024-25
Remuneration sought to be paid	Not Applicable	Not Applicable
Number of Board Meetings attended during the Financial Year 2024-25	09 out of 09	09 out of 09
Date of Original Appointment	August 22, 2022	August 22, 2022
Date of Appointment in current terms	December 01, 2022	December 01, 2022
Directorships held in public companies including deemed public companies	1	1
Memberships / Chairmanships of committees of public companies*	2	Nil
Inter-se Relationship with other Directors.	Spouse of Mr. Ripalben Bharatbhai Limbani Cousin brother of Mr. Jaysukhbhai Popatbhai Limbani	Cousin brother of Mr. Bharatbhai Jivrajbhai Limbani Cousin Brother in Law of Mrs. Ripalben Bharatbhai Limbani

* Includes only Audit Committee and Stakeholders' Grievances and Relationship Committee.

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