# Notice of 38th Annual General Meeting

Notice is hereby given that the 38th Annual General Meeting (AGM) of the Members of **Shanti Educational Initiatives Limited** ("the Company") will be held on **Friday, 25th September, 2026 at 03:00 P.M. IST** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") at Registered Office of the Company situated at Plot No. 047, M3M 113 Market, Sector-113, Gurugram-122017, Palam Vihar (Gurgaon), Gurgaon,Palam Vihar, Haryana, India, 122017 to transact the following businesses:

## ORDINARY BUSINESSES:

1. To receive, consider and adopt the Standalone and Consolidated Financial Statements including the Audited Balance Sheet as at 31st March 2026, the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date and reports of the Board of Directors and Auditors thereon: In this regard, to consider and pass the following resolutions as Ordinary Resolutions:

   "**RESOLVED THAT** the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To appoint a Director in place of **Mrs. Komal Bajaj (DIN: 08445062)**, who retires by rotation in terms of Section 152(6) and being eligible, offers herself for re-appointment as a Director.

   "**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder, Mrs. Komal Bajaj (DIN: 08445062), who retires by rotation and being eligible offers herself for re-appointment, be and is hereby re-appointed as a Director of the Company."

## SPECIAL BUSINESSES:

3. **To approve Material Related Party Transactions of the Company and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:**

   "**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("Act") read with rules made thereunder, other applicable laws/ statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to the Company (or its successor entity) for entering into and / or carrying out and / or continuing with existing contracts/arrangements/transactions or modification(s) of earlier/ arrangements/transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise) (in terms of Regulation 2(1)(zc)(i) of the Listing Regulations) with the related parties more specifically set out in Table nos. A1 to A2 in the explanatory statement to this resolution on the material terms & conditions set out therein, notwithstanding the fact that the aggregate value of all these transaction(s), whether undertaken directly by the Company or along with its subsidiary(ies), may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time, provided, however, that the said contract(s)/ arrangement(s)/ transaction(s)."

   "**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer/executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

**4. To approve Material Related Party Transactions with Chiripal Charitable Trust and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:**

"**RESOLVED THAT** pursuant to Section 188 and other applicable provisions of the Companies Act, 2013 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 ("Listing Regulations"), as amended from time to time, other applicable laws/statutory provisions, if any, including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force, the Company's Policy on Related Party Transactions ("RPT"), on the approval and recommendation of the Audit Committee and the Board of Directors of the Company (hereinafter referred to as "Board "which term shall be deemed to include the Audit Committee of the Board and any duly authorised committee of directors constituted/ to be constituted empowered by the Board, from time to time, to exercise its powers conferred by this resolution), the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company ("Board"), for entering into and/ or carrying out and / or executing contracts/ arrangements/ transactions or modification(s) of earlier/ arrangements/ transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise), with **Chiripal Charitable Trust** in which a director/promoter is a trustee, and a related party under Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for an amount not exceeding the limits as detailed Table no. A3 during the period from this annual general meeting to next annual general meeting of the company, on an arm's length basis and in the ordinary course of business of the Company as detailed in the Explanatory Statement annexed.

"**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer/executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

By Order of the Board
For, **Shanti Educational Initiatives Limited**

Sd/-

**Vishal V Chiripal**
Managing Director
DIN: 00155013

Date: 11.08.2026
Place: Ahmedabad

## NOTES:

1. Pursuant to the Ministry of Corporate Affairs issued Circular No. 03/2025 dated September 22, 2025 read with earlier circulars issued in this regard (collectively referred to as "MCA Circulars") and the applicable circulars issued by the Securities and Exchange Board of India ("SEBI") from time to time (collectively referred to as "SEBI Circulars"), company has permitted convening the General Meeting ("Meeting") through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM"), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ("the Act") read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.

2. The Company has enabled the Members to participate at the 38th AGM through the VC facility provided by **MUFG Intime India Private Limited** (Formerly known as Link Intime India Private Limited), Registrar and Share Transfer Agents (RTA). Participation at the AGM through VC shall be allowed on a first-come-first-served basis.

3. As per the provisions under the MCA Circulars, Members attending the 38th AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

4. The Company has provided the facility to Members to exercise their right to vote by electronic means both through remote e-voting and e-voting during the AGM. The process of remote e-voting is given in the subsequent paragraphs. Such remote e-voting facility is in addition to voting that will take place at the 38th AGM being held through VC.

5. Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.

6. As per the Companies Act, 2013, a member entitled to attend and vote at the AGM is entitled to appoint a proxy/ proxy to attend and vote on his/her behalf. Since the 38th AGM is being held through VC as per the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of a proxy/ proxies by the Members will not be made available for the 38th AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

7. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

8. There being no shareholders holding shares in physical form, 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. Friday, 18th September, 2026, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.

9. The remote e-voting period commences on 22nd September, 2026, Tuesday at 9.00 a.m. and ends on 24th September, 2026, Thursday at 5.00 p.m. During this period, Members of the Company, holding shares, as on the cut-off date i.e. 18th September, 2026, Friday may cast their votes electronically. Voting rights of a member shall be in proportion to his share in the paid-up equity share capital of the Company as on the cut-off date, i.e., 18th September, 2026.

10. The Company has appointed Mr. Jatin Kapadia, Practising Company Secretary, to act as the Scrutinizer, to scrutinize the e-voting process in a fair and transparent manner.

11. In line with the MCA Circulars, the Notice of the 38th AGM along with the Annual Report 2025-26 are being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories. Members may please note that this Notice and Annual Report 2025-26 will also be available on the Company's website at https://seil.one/investor-relation/annual-reports/, websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of **MUFG Intime India Private Limited** (Formerly known as Link Intime India Private Limited) at https://web.in.mpms.mufg.com/office-network.html

12. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s). Members may note that pursuant to the General Circular No. 20/2020 dated May 5, 2020 issued by the MCA, the Company has enabled a process for the limited purpose of receiving the Company's annual report and notice for the Annual General Meeting (including remote e-voting instructions) electronically.

13. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, setting out the material facts in respect of the business under item nos. 3 to 4 set out in this Notice and the details under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and clause 1.2.5 of Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, in respect of the persons seeking appointment/ re-appointment as Director at the AGM, is furnished as Annexure–1 to the Notice.

14. Members who hold shares in dematerialized form and want to provide/change/correct the bank account details should send the same immediately to their concerned Depository Participant.

15. The Companies Act, 2013 provides nomination facility to the members. As a member of the Company, you have an option to nominate any person as your nominee to whom your shares shall vest in the unfortunate event of your death. It is advisable to avail of this facility especially by the members who currently hold shares in their single name. Nomination can avoid the process of acquiring any right in shares through transmission by law. In case of nomination for the shares held by the joint holders, such nomination will be effective only on death of all the holders. The shares which are held in dematerialized form, the nomination form needs to be forwarded to your Depository Participant.

16. All documents referred to in the accompanying notice and the Statement are open for inspection by the members at the Corporate Office of the Company on all working days, except Saturdays and public holiday, during business hours up to the date of the Annual General Meeting.

17. In case of any queries regarding the Annual Report, the Members may write to cs@seil.edu.in to receive an email response.

18. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company/Registrar of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

19. The detailed procedure for participation in the meeting through VC/OAVM.

- **Process and manner for attending the Annual General Meeting through InstaMeet:**

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 09/2024 dated 19.09.2024, the Companies can conduct their AGMs/ EGMs on or before 30 September 2026 by means of Video Conference (VC) or other audio-visual means (OAVM).

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

**Login method for shareholders to attend the General Meeting through InstaMeet:**

a) Visit URL: https://instameet.in.mpms.mufg.com & click on "Login".

b) Select the "Company Name" and register with your following details:

c) Select Check Box–Demat Account No. / Folio No. / PAN

- Shareholders holding shares in NSDL/ CDSL demat account shall select check box–Demat Account No. and enter the 16-digit demat account number.
- Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.
- Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
- Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.

d) Click "Go to Meeting"

You are now registered for InstaMeet, and your attendance is marked for the meeting.

**Instructions for shareholders to Speak during the General Meeting through InstaMeet:**

a) Shareholders who would like to speak during the meeting must register their request with the company.

b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.

c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

d) Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting.

*Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

**Instructions for Shareholders to Vote during the General Meeting through InstaMeet:**

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

a) On the Shareholders VC page, click on the link for e-Voting "Cast your vote"

b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET

c) Click on 'Submit'.

d) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.

e) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.

f) After selecting the appropriate option i.e. Favour/ Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

**Note:**

Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.

**Helpdesk:**

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on:-Tel: 022 - 4918 6000 / 4918 6175.

REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/ CIR/P/2023/120 dated July 11, 2023, 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 correctly in their demat accounts to access remote e-Voting facility.

**Login method for Individual shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1-NSDL IDeAS facility

**Shareholders registered for IDeAS facility:**

a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "IDeAS Login Section".

b) Click on "Beneficial Owner" icon under "IDeAS Login Section".

c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.

d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

a) To register, visit URL: https://eservices.nsdl.com and select "Register Online for IDeAS Portal" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".

c) Enter the last 4 digits of your bank account / generate 'OTP'

d) Post successful registration, user will be provided with Login ID and password. Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

Google Play App Store

METHOD 2-NSDL e-voting website

a) Visit URL: https://www.evoting.nsdl.com

b) Click on the "Login" tab available under 'Shareholder/Member' section.

c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen.

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.

e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 3-NSDL OTP based login

a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp

b) Enter your 8-character DP ID, 8-digit Client Id, PAN, Verification code and generate OTP.

c) Enter the OTP received on your registered email ID/ mobile number and click on login.

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.

e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders registered with CDSL Easi/ Easiest facility

METHOD 1-CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com & click on New System Myeasi Tab.

b) Enter existing username, Password & click on "Login".

c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration / https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration

b) Proceed with updating the required fields for registration.

c) Post successful registration, user will be provided username and password. Follow steps given above in points (a-c).

METHOD 2-CDSL e-voting page

a) Visit URL: https://www.cdslindia.com

b) Go to e-voting tab.

c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".

d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account

e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

a) Login to DP website

b) After Successful login, user shall navigate through "e-voting" option.

c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.

d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.**

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP to InstaVote

Shareholders registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on **"Login"** under 'SHARE HOLDER' tab.

b) Enter details as under:

1. User ID: Enter User ID
2. Password: Enter existing Password
3. Enter Image Verification (CAPTCHA) Code
4. Click "Submit".

   (Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

| InstaVote USER ID | | |
|---|---|---|
| | NSDL | User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678). |
| | CDSL | User ID is 16 Digit Beneficiary ID. |
| | Shares held in physical form | User ID is Event No + Folio no. registered with the Company |

**Shareholders not registered for INSTAVOTE facility:**

a) Visit URL: https://instavote.linkintime.co.in & click on "Sign Up" under 'SHARE HOLDER' tab & register with details as under:

1. User ID: Enter User ID
2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company–in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
   - Shareholders holding shares in **NSDL form**, shall provide 'D' above
   - Shareholders holding shares in **physical form** but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above
5. Set the password of your choice.

   (The password should contain minimum 8 characters, at least one special Character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
7. Click "Submit" (You have now registered on InstaVote).

   Post successful registration, click on **"Login"** under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

| InstaVote USER ID | | |
|---|---|---|
| | NSDL | User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678). |
| | CDSL | User ID is 16 Digit Beneficiary ID. |
| | Shares held in physical form | User ID is Event No + Folio no. registered with the Company |

STEP 2: Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".

B. Select 'View' icon. E-voting page will appear.

C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.

E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

**Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")**

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

A. Visit URL: https://instavote.linkintime.co.in

B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"

C. Fill up your entity details and submit the form.

D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

A. Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

B. Click on "Investor Mapping" tab under the Menu Section

C. Map the Investor with the following details:

1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.

2) 'Investor's Name–Enter Investor's Name as updated with DP.

3) 'Investor PAN'–Enter your 10-digit PAN.

4) 'Power of Attorney'–Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report Section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1–VOTES ENTRY

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) Click on "Votes Entry" tab under the Menu section.

c) Enter the "Event No." for which you want to cast vote.

Event No. can be viewed on the home page of InstaVote under "On-going Events".

d) Enter "16-digit Demat Account No.".

e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.

f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2–VOTES UPLOAD

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) After successful login, you will see "Notification for e-voting".

c) Select "View" icon for "Company's Name / Event number".

d) E-voting page will appear.

e) Download sample vote file from "Download Sample Vote File" tab.

f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.

g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

**Helpdesk:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on:–Tel: 022 – 4918 6000.

**Individual Shareholders holding securities in demat mode:**

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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 request at evoting@nsdl.co.in or call at: 022-4886 7000 |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33 |

**Forgot Password:**

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on "**Login**" under 'SHARE HOLDER' tab.
- Click "**forgot password?**"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

  In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in
- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Click "**forgot password?**"
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions-Shareholders

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

By Order of the Board
For, **Shanti Educational Initiatives Limited**

Sd/-

**Vishal V Chiripal**
Managing Director
DIN: 00155013

Date: 11.08.2026
Place: Ahmedabad

## ANNEXURE – I

**Details of Directors seeking appointment/re-appointment at the 38th Annual General Meeting to be held on Friday, 25th September, 2026 [Pursuant to Regulation 36(3) and 26(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

| **Name of Director** | **Mrs. Komal Bajaj** |
|---|---|
| DIN | 08445062 |
| Designation & Category | Director – Promoter |
| Nationality | Indian |
| Date of Birth | 10/04/1962 |
| Date of appointment | 14/04/2021 |
| Brief Resume and Nature of Expertise in Functional Area | Mrs. Komal Bajaj is Currently working as a director of Shanti Innovation and Research Foundation, a Section-8 Company, under the field of education. She has engaged herself in establishing the franchise of various preschools under the brand Shanti Juniors. She has also involved herself in managing the K-12 school, as a director. |
| Qualification | She is holding a Bachelor degree in Commerce from H.A. College of Commerce Ahmedabad. |
| Disclosure of Relationships between Directors inter-se | No Relationship with Directors |
| List of Directorship / Committee Memberships in other Listed Companies | None |
| Shareholding in SEIL | None |
| Terms and Conditions of appointment or re- appointment. | Re-Appointment in terms of Section 152(6) of the Companies Act, 2013 and appointed as Director as per the Remuneration Policy of the Company as displayed on the Company's Website i.e. https://seil.one/. |
| Directorship held in other Companies | M/s. Shanti Innovation and Research Foundation<br>M/s. Shanti Learning Initiatives Private Limited |
| Remuneration last drawn | NIL |
| Details of remuneration sought to be paid | NIL |

## Explanatory statement as required under section 102(1) of the companies act, 2013:

The following Explanatory Statement sets out all material facts relating to the special business mentioned in the accompanying Notice.

### ITEM NO. 03

The Company is engaged in activities spanning across education services, preschool operations, skill development, teacher training, and educational consultancy services, which are carried out either directly or through its subsidiaries. The annual consolidated turnover of the Company as on March 31, 2026 is ₹ 5942.96 Lakhs.

In furtherance of its business activities, the Company has entered into/will enter into transactions/contract(s)/agreement(s)/ arrangement(s) with related parties in terms of Regulation 2(1)(zc)(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

All related party transactions of the Company are in the normal course of the Company's treasury operations and undertaken at arm's length.

The Audit Committee reviews each proposed transaction for compliance with the Company's related-party policy and to ensure it is on arm's length terms, based on comparative market data and internal financial analysis, before granting its approval.

Further, all related party transactions of the Company are undertaken after obtaining prior approval of the Audit Committee and Board of Directors. The Audit Committee of the Company currently comprises only independent directors and non-Promoter Executive Director. All related party transactions as set out in this Notice have been unanimously approved by the Audit Committee and Board of Directors after satisfying itself that the related party transactions are in the normal course of the Company's treasury operations and at arm's length. The Audit Committee of the Company reviews on a quarterly basis, the details of all related party transactions entered into during the previous quarter, pursuant to its approvals.

In accordance with Regulation 23 of the Listing Regulations, transactions with related parties are considered material if the aggregate value of such transactions, whether entered into individually or taken together with previous transactions during a financial year, exceeds the prescribed materiality thresholds under the SEBI Listing Regulations. The prescribed threshold are as follows:

| Annual Consolidated Turnover | New Materiality Threshold |
|---|---|
| Up to ₹ 20,000 crore | 10% of annual consolidated turnover of the listed entity |
| ₹ 20,001–40,000 crore | ₹ 2,000 crore + 5% of annual consolidated turnover of the listed entity above ₹ 20,000 crore |
| Above ₹ 40,000 crore | ₹ 3,000 crore + 2.5% of turnover above ₹ 40,000 crore **or** ₹ **5,000 crore** (**whichever lower**) |

The approval of the members pursuant to Resolution No. 3 is being sought for the related party transactions/contracts/ agreements/arrangements set out in Table nos. A1 to A2.

In addition to the transactions set out in the Tables below, approval of the members is also sought for any other transactions between the parties for transfer of resources, services and obligations in the ordinary course of business, in the normal course of the Company's treasury operations and at arm's length basis, in compliance with applicable laws, as approved by the Audit Committee and Board of Directors. The values of such additional transactions are included in the values set out in each of the Tables below.

The values of related party transactions specified in the Tables below exclude duties and taxes. The value of transactions (for which the approval is being sought) for the period commencing from April 01, 2025 till the date of this Notice has not exceeded the materiality threshold and is not likely to exceed the materiality threshold till the approval of these transactions by the members.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 ("SEBI Master Circular") are set forth below:

**A1. Transactions between the Company and M/s. Vijay Subham Contrade Private Limited**

| Sr. No. | Particulars | Details |
|---|---|---|
| 1. | Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise) | **Name of the Related Party:** Vijay Subham Contrade Private Limited<br>**Relationship:** Vijay Subham Contrade Private Limited is considered as related party due to Shareholding of Mr. Vishal V Chiripal, Managing Director of the Company. |
| 2. | Name of Director(s) or Key Managerial Personnel who is related, if any | Mr. Vishal V Chiripal |
| 3. | Type, tenure, material terms and particulars | The Company may be required to grant business advance / loan and/ or make investment in the securities and/or capital contribution in the entities mentioned in the resolution as a part of strategic business decision, to the extent necessary to support the business operations of the said entities.<br>Such business advances or loan granted will be unsecured. |
| 4. | Value of the transaction | The Company estimates that the monetary value for transfer of resources by way of loans/advances/guarantees to be provided by the Company to/on behalf of M/s. Vijay Subham Contrade Private Limited for FY2025-26 to be up to ₹ 15 crores. |
| 5. | The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction | The estimated transaction value represents 28% of annual consolidated turnover of the Company for FY2024-25. |
| 6. | Details of the transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary | **(i)** **Details of the source of funds:** Internal Accruals and Own Funds<br>**(ii)** **Financial indebtedness:** Not Applicable<br>**(iii)** **Applicable terms:** Loans to be granted shall be unsecured, repayable on demand and shall carry interest at rate not lower than the prevailing yield of Government Securities closest to the tenor of the loan<br>**(iv)** **Purpose:** For the general corporate purposes and business requirements of the borrower |
| 7. | Justification as to why the RPT is in the interest of the listed entity | The transaction enables optimal deployment of surplus cash and generates reasonable interest income for the Company. |
| 8. | Any valuation or other external report relied upon by the listed entity in relation to the transactions | Not applicable |
| 9. | Any other information that may be relevant | All relevant/important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013. |

**A2. Transactions between the Company and M/s. Kautilya Traders Private Limited**

| Sr. No. | Particulars | Details |
|---|---|---|
| 1. | Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise) | **Name of the Related Party:** M/s. Kautilya Traders Private Limited<br>**Relationship:** M/s. Kautilya Traders Private Limited is considered a related party as it forms part of the Promoter Group of the Company. |
| 2. | Name of Director(s) or Key Managerial Personnel who is related, if any | Promoter Group |
| 3. | Type, tenure, material terms and particulars | The Company may be required to grant business advance / loan and/ or make investment in the securities and/or capital contribution in the entities mentioned in the resolution as a part of strategic business decision, to the extent necessary to support the business operations of the said entities.<br>Such business advances or loan granted will be unsecured. |
| 4. | Value of the transaction | The Company estimates that the monetary value for transfer of resources by way of loans/advances/guarantees to be provided by the Company to/on behalf of M/s. Kautilya Traders Private Limited for FY2025-26 to be up to ₹ 15.00 crores. |

| Sr. No. | Particulars | Details |
|---|---|---|
| 5. | The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction | The estimated transaction value represents 28% of annual consolidated turnover of the Company for FY2024-25. |
| 6. | Details of the transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary | **(i)** **Details of the source of funds:** Internal Accruals and Own Funds<br>**(ii)** **Financial indebtedness:** Not Applicable<br>**(iii)** **Applicable terms:** Loans to be granted shall be unsecured, repayable on demand and shall carry interest at rate not lower than the prevailing yield of Government Securities closest to the tenor of the loan<br>**(iv)** **Purpose:** For the general corporate purposes and business requirements of the borrower |
| 7. | Justification as to why the RPT is in the interest of the listed entity | The transaction enables optimal deployment of surplus cash and generates reasonable interest income for the Company. |
| 8. | Any valuation or other external report relied upon by the listed entity in relation to the transactions | Not applicable |
| 9. | Any other information that may be relevant | All relevant/important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013. |

1. Pursuant to Regulation 23 of the Listing Regulations, members may note that no related party of the Company shall vote to approve the Ordinary Resolution set out at Item No. 3 whether the entity is a related party to the particular transaction or not.
2. The Board of Directors commends the Ordinary Resolution set out at Item No. 3 of this Notice for approval by the members.
3. None of the Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested, financially or otherwise, in the said transactions, except to the extent mentioned above.

## ITEM NO. 04

**To approve the proposal for entering into Material Related Party Transaction(s) between the Company and Chiripal Charitable Trust**

Pursuant to the applicable provisions of the Companies Act, 2013 ("Act") read with the applicable rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with amendment thereof ("SEBI Listing Regulations") and the Company's Policy on Materiality of Related Party Transactions and also on dealing with Related Party Transactions of the Company ("the Policy"), the material related party transactions to be entered by the Company on arm's length basis with **M/s. Chiripal Charitable Trust** as set out in Item No. 4 require approval of the members of the Company through the **ordinary resolutions**.

In accordance with Regulation 23 of the Listing Regulations transactions with related parties are considered material if the aggregate value of such transactions, whether entered into individually or taken together with previous transactions during a financial year, exceeds the prescribed materiality thresholds under the SEBI Listing Regulations. The prescribed threshold are as follows:

| Annual Consolidated Turnover | New Materiality Threshold |
|---|---|
| Up to ₹ 20,000 crore | 10% of annual consolidated turnover of the listed entity |
| ₹ 20,001–40,000 crore | ₹ 2,000 crore + 5% of annual consolidated turnover of the listed entity above ₹ 20,000 crore |
| Above ₹ 40,000 crore | ₹ 3,000 crore + 2.5% of turnover above ₹ 40,000 crore **or** ₹ **5,000 crore** (**whichever lower**) |

All entities falling under definition of related party shall abstain from voting irrespective of whether the entity is party to the particular transaction or not.

The Board recommends passing of the resolution set out at Item No. 4 as an **Ordinary Resolution**.

**A3. Transactions between the Company and Chiripal Charitable Trust**

| Sr. No. | Particulars | Details |
|---|---|---|
| 1. | Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise) | **Name of the Related Party:** Chiripal Charitable Trust<br>**Relationship:** Chiripal Charitable Trust is a related party due to common trustees/beneficiaries with the promoter group of the Company. |
| 2. | Name of Director(s) or Key Managerial Personnel who is related, if any | Mr. Vishal V Chiripal<br>Mr. Brijmohan Chiripal<br>Mr. Jaiprakash Chiripal<br>Mr. Jyotiprasad Chiripal |
| 3. | Type, tenure, material terms and particulars | **Type:** Transfer of Resources (loans/guarantees/provision of securities/ Sales & Services)<br>**Tenure:** The above arrangements will be continuing business transactions for the period from FY 2025-26.<br>**Material Terms:** The Company will provide services, loans, advances, and guarantees to/on behalf of Chiripal Charitable Trust for charitable activities and business purposes. |
| 4. | Value of the transaction | The Company estimates that the monetary value for transfer of resources by way of Sales/ loans/ advances/ guarantees to be provided by the Company to/on behalf of Chiripal Charitable Trust for FY2025-26 to be up to ₹ 10 crores. |
| 5. | The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction | The estimated transaction value represents 18% of annual consolidated turnover of the Company for FY2024-25. |
| 6. | Details of the transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary | **(i)** **Details of the source of funds:** Internal Accruals and Own Funds<br>**(ii)** **Financial indebtedness:** Not Applicable<br>**(iii)** **Applicable terms:** Loans to be granted shall be unsecured, repayable on demand and shall carry interest at rate not lower than the prevailing yield of Government Securities closest to the tenor of the loan<br>**(iv)** **Purpose:** For charitable activities and general purposes of the trust |
| 7. | Justification as to why the RPT is in the interest of the listed entity | The services are being provided in the ordinary course of business of the Company and forms part of the Company's revenue-generating activities.<br>The transaction contributes to business growth, enhances brand presence, and optimizes utilization of the Company's resources and capabilities.<br>Further the transaction is in the interest of the Company as it enables optimal utilization of surplus funds and generates reasonable returns through interest income while supporting charitable activities that align with the Company's CSR objectives. |
| 8. | Any valuation or other external report relied upon by the listed entity in relation to the transactions | Not applicable |
| 9. | Any other information that may be relevant | All relevant/important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013. |

None of the Director(s), Manager(s) and Key Managerial Personnel(s) and their relative(s) is/are, in any way, concerned or interested in the said resolution, except to the extent of their equity shareholdings in the Company and/or their respective Directorship or shareholding in the related entities covered by the related party transactions for which approval/ratification of the members is sought.

By Order of the Board
For, **Shanti Educational Initiatives Limited**

**Sd/-**
**Vishal V Chiripal**
Managing Director
DIN: 00155013

Date: 11.08.2026
Place: Ahmedabad

## Contact details for update any information:

| | |
|---|---|
| **Company** | **Shanti Educational Initiatives Limited**<br>[**CIN: L80101HR1988PLC148256**]<br>**Registered Address:**<br>Plot No. 047, M3M 113 Market, Sector-113, Gurugram-122017, Palam Vihar (Gurgaon), Gurgaon,Palam Vihar, Haryana, India, 122017<br>**Correspondance Address:**<br>Shanti Corporate House, Beside Hira Rupa Hall, Opposite Landmark Hotel, Bopal, Ambli Road, Ahmedabad-380058<br>**Phone:** 6359306006;<br>**Email:** cs@seil.edu.in<br>**Web:** www.seil.one |
| **Registrar and Transfer Agent** | **MUFG Intime India Private Limited**<br>(Formerly known as Link Intime India Private Limited)<br>5th Floor, 506 to 508, Amarnath Business Center-1, Beside Gala Business Centre, Nr. St. Xavier's College, Off. C.G. Road, Ahmedabad-380009<br>**Tel:** +91 79 2646 5179/86/87;<br>**Email:** investor.helpdesk@in.mpms.mufg.com<br>**Web:** www.in.mpms.mufg.com |
| **e-Voting Agency** | Mr. Rajiv Ranjan<br>**Email:** enotices@in.mpms.mufg.com;<br>**Tel:** +91 22 - 4918 6000 |
| **VC/OAVM** | Mr. Rajiv Ranjan<br>**Email:** enotices@in.mpms.mufg.com;<br>**Tel:** +91 22 - 4918 6000 |
| **Scrutinizer** | Mr. Jatin Kapadia<br>**Email:** office@kjatin.com; |