STARLINEPS ENTERPRISES LIMITED

CIN: L14101GJ2011PLC065141

Regd. Off: Office No. 805, Solaris Bay View, Near Iscon Mall, Piplod, Surat-395007, Gujarat, India.

Contact No: +91-7574999004 **Email ID**: info@starlineps.com

Website: www.starlineps.com

NOTICE OF POSTAL BALLOT

VOTING STARTS ON	VOTING ENDS ON
Friday, 03rd July, 2026 at 09:00 a.m. (IST)	Saturday, 01st August, 2026 at 05:00 p.m. (IST)

Dear Shareholders,

Notice is hereby given to the Shareholders of StarlinePS Enterprises Limited ("the Company") pursuant to Section 110 read with Section 108 of the Companies Act, 2013 ("the Act"), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") and other applicable provisions of the Act and the Rules (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time) read with the General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, and subsequent circulars issued in this regard, the latest being 03/2025 dated 22nd September, 2025 and other relevant circulars and notifications issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "the MCA Circulars"), Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ("SS-2"), Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October, 2024 issued by Securities and Exchange Board of India ('SEBI') and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with all other applicable provisions under the said Regulations and the Circulars, Notifications and Rules issued thereunder by SEBI (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time), to transact the special business as set out hereunder by passing Special Resolution, by way of postal ballot only by voting through electronic means (remote e-voting). Pursuant to Sections 102 and 110 of the Act, the Explanatory Statement pertaining to the said Resolution setting out the material facts and the reasons thereof is annexed to this Notice.

In compliance with the MCA Circulars and pursuant to other applicable laws and Regulations, this Postal Ballot Notice ("Notice") is being sent only in electronic form to those Shareholders whose e-mail addresses are registered with the Company/Depositories/RTA to enable them to cast their votes electronically. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Shareholders. The instructions for remote e-voting are appended to this Notice.

The Notice will also be placed on the website of the Company at www.starlineps.com and on the website of National Securities Depository Limited ("NSDL") at www.evoting.nsdl.com. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited ("BSE") at www.bseindia.com.

The Board of Directors had appointed Mr. Manish R. Patel (COP No. 9360), Practicing Company Secretary, as a Scrutinizer to conduct the Postal Ballot only through the remote e-voting process and for scrutinizing the votes cast therein, in a fair and transparent manner.

In accordance with the provisions of the MCA Circulars, and other applicable laws and regulations, Shareholders can vote only through the remote e-voting process. Accordingly, the Company is pleased to offer remote e-voting facility to all its Shareholders to cast their votes electronically. Shareholders are requested to read the instructions in the Notes forming part of this Notice to cast their vote electronically through the remote e-voting process which commences from **Friday, 03rd July, 2026 at 09:00 a.m. (IST)** and concludes on **Saturday, 01st August, 2026 at 05:00 p.m. (IST).** The remote e-voting will be disabled by NSDL thereafter.

The Scrutinizer will submit the report to the Chairman of the Company, or in his absence any person authorized by him, upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced by the Chairman of the Company or by the Company Secretary, authorised by the Chairman on or before **03rd August, 2026**.

The said results along with the Scrutinizer's Report would be intimated to BSE, where the Equity Shares of the Company are listed as per regulatory requirements. The results will also be uploaded on the Company's website at www.starlineps.com and on the website of NSDL at www.evoting.nsdl.com.

SPECIAL BUSINESSES:

1. **Appointment of Mr. Shreyansh Baid (DIN: 03269224) as an Independent Director of the Company.**

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

   "**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152, 161 and any other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, Schedule IV of the Companies Act, 2013, applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations") (including any statutory modification or re-enactment thereof for the time being in force), the Articles of Association of the Company, based on recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, and who has given his consent to act as an Independent Director and declaration to meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and the Rules made thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations, Mr. Shreyansh Baid (DIN: 03269224), who was appointed as an Additional Director by the Board of Directors of the Company w.e.f. 01st July, 2026, be and is hereby appointed as an Independent Director of the Company for a first term of consecutive 5 (five) years commencing from 01st July, 2026 upto 30th June, 2031 (close of the day), and such appointment shall not be liable to retire by rotation in accordance with Section 149(13) of the Companies Act, 2013.

   RESOLVED FURTHER THAT the Board of Directors or any Key Managerial Personnel (KMP) of the Company be and is hereby authorised to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this Resolution."

2. **Approval for make investments, grant loans, provide securities and guarantees u/s 186 of the Companies Act, 2013:**

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

   "**RESOLVED THAT** in supersession of the earlier resolution passed by the Shareholders in their 14th Annual General Meeting held on 25th September, 2025 and pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 11 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), consent of the shareholders of the Company be and is hereby accorded to the Board of Directors or any one of the director acting individually on behalf of the Company for (a) give any loans to any person or other body corporate, or (b) give any guarantees or to provide security in connection with a loan to any other body corporate or person, or (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, in excess of the (i) sixty percent of its paid-up share capital, free reserves and securities premium account or (ii) hundred percent of its free reserves and securities premium account; whichever is more as prescribed under Section 186 of the Companies Act, 2013 but shall not exceed Rs. 2000 Crore (Rupees Two Thousand Crore) at any time in such form or manner the Board may think fit in their absolute discretion and in the interest of the company.

   RESOLVED FURTHER THAT in terms of the provisions of Section 186 of the Act, where a loan or guarantee is given or where a security has been provided by the Company to its wholly owned subsidiary Company or a joint venture Company, or acquisition is made by the Company, by way of subscription, purchase or otherwise of, the securities of its wholly owned subsidiary Company, the aforementioned limits shall not apply.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to do take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company as may be required to comply with all formalities in this regard.

RESOLVED FURTHER THAT the Board of Directors or any Key Managerial Personnel (KMP) of the Company be and is hereby authorized to do all acts, deeds and things in their absolute discretion that may be considered necessary, proper and expedient or incidental for the purpose of giving effect to this resolution in the interest of the Company."

3. **Approval to make investment in Celloraa Energy Private Limited:**

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

"**RESOLVED THAT** pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 11 of Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), consent of the shareholders of the Company be and is hereby accorded to the Board of Directors or any one of the director acting individually on behalf of the Company to make investment in Celloraa Energy Private Limited ("target company") by way of acquisition, subscription, purchase or otherwise, the securities of target company, in one or more tranches, in excess of the limit as prescribed under Section 186(2) of the Companies Act, 2013 but shall not exceed Rs. 350 Crore (Rupees Three Hundred Fifty Crore) at any time in such form or manner as the Board may think fit in their absolute discretion and in the interest of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to do take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company as may be required to comply with all formalities in this regard.

RESOLVED FURTHER THAT the Board of Directors or any Key Managerial Personnel (KMP) of the Company be and is hereby authorized to do all acts, deeds and things in their absolute discretion that may be considered necessary, proper and expedient or incidental for the purpose of giving effect to this resolution in the interest of the Company."

4. **Approval to give guarantees or provide securities to Celloraa Energy Private Limited:**

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

"**RESOLVED THAT** pursuant to the provisions of Section 186 and any other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 11 of Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), consent of the shareholders of the Company be and is hereby accorded to the Board of Directors or any one of the director acting individually on behalf of the Company to give any guarantees or to provide security to Celloraa Energy Private Limited ("Borrower") for securing or in connection with financial facilities/loan to be provided by lender to the borrower, in excess of the limit as prescribed under Section 186(2) of the Companies Act, 2013 but shall not exceed Rs. 1000 Crore (Rupees One Thousand Crore) at any time in such form or manner the Board may think fit in their absolute discretion and in the interest of the company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to do take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company as may be required to comply with all formalities in this regard.

RESOLVED FURTHER THAT the Board of Directors or any Key Managerial Personnel (KMP) of the Company be and is hereby authorized to do all acts, deeds and things in their absolute discretion that may be considered necessary, proper and expedient or incidental for the purpose of giving effect to this resolution in the interest of the Company."

By order of the Board of Directors
For StarlinePS Enterprises Limited

Sd/-
Madhuriben Chhatrola
Company Secretary & Compliance Officer
ACS No: 74197

Date: 29-06-2026
Place: Surat

Registered Office:
Office No. 805, Solaris Bay View,
Near Iscon Mall, Piplod,
Surat-395007, Gujarat.

NOTES:

1. An Explanatory Statement pursuant to Section 102 and Section 110 of the Companies Act, 2013 ('Act'), along with details in terms of Regulation 36(3) of the SEBI Listing Regulations each as amended, setting out the material facts and necessary disclosures relating to the aforesaid resolutions is annexed hereto and forms part of the Notice.

2. In line with the Ministry of Corporate Affairs ("MCA") Circulars, the Company has sent notice through electronic mode only to those Shareholders whose e-mail addresses are registered with the Company/RTA/Depository Participant. In accordance with the aforesaid MCA Circulars, physical copy of the Notice along with the Postal Ballot Form and pre-paid business reply envelop will not be sent to the Shareholders for this Postal Ballot. The voting rights shall be reckoned on the paid-up value of shares registered in the name(s) of the Shareholder(s) as on the cut-off date. A person who is not a Shareholder as on the cut-off date should treat this Notice for information purposes only. Communication of assent or dissent of the shareholders would take place only through a remote e-voting system.

3. A copy of this Notice is also available on the website of the Company at www.starlineps.com, the website of the stock exchanges i.e. BSE Limited at www.bseindia.com where the equity shares of the Company are listed and on the website of NSDL: www.evoting.nsdl.com.

4. **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice**:

5. 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 info@starlineps.com.

6. 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 info@starlineps.com or evoting@nsdl.com . If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.

7. 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.

8. Shareholders who have not registered their e-mail address with the Company are requested to register/update their e-mail address for receiving all communication from the Company electronically.

9. Shareholders are requested to intimate to the Company's Registrar & Share Transfer Agent, M/s. Bigshare Services Pvt. Ltd., for registering/updating their e-mail address, postal address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, in prescribed Form ISR-1, ISR-2 and SH-13 and other forms (as may be applicable), in case of Shares held in physical form at investor@bigshareonline.com with cc to info@starlineps.com or by submissions at Office No S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai – 400093, Maharashtra and also intimate to their Depository Participant ("DP"), regarding changes if any, in their registered address and E-mail ID at an early date, in case of shares held in dematerialised form; Also quote their Registered Folio Numbers and/or DP Identity and Client Identity Number in their correspondence.

INSTRUCTIONS FOR THE SHAREHOLDERS FOR REMOTE E-VOTING:

10. The Company has engaged the services of National Securities Depository Limited (NSDL) to provide e-voting facility for the Postal Ballot.

11. 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 by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI Listing Regulation, read with MCA Circulars and SEBI Circular, Company is providing facility of remote e-voting to its Shareholders to cast their vote electronically, through the E-voting services provided by NSDL on all the resolutions set forth in this Notice.

12. Shareholders may access by following the steps mentioned here for Access to NSDL e-Voting system. Please note that the shareholders 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.

13. The **remote e-voting period commences on Friday, 03rd July, 2026, 9:00 a.m. (IST) and ends on Saturday, 01st August, 2026, 5:00 p.m. (IST).** During this period, Shareholders of the Company holding shares either in physical form or in dematerialized form as on the **cut-off date of Friday, 26th June, 2026,** may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, he/she shall not be allowed to change it subsequently.

14. The Resolution as stated in the Notice, if approved by the Shareholders with requisite majority shall be deemed to have been passed as on the last date for remote e-voting **i.e., Saturday, 01st August, 2026.**

15. Any person, who acquires shares of the Company and become shareholder of the Company after dispatch of the notice and holding Shares as of the **cut-off date i.e. 26th June, 2026,** may obtain the login ID and password by sending a request at evoting@nsdl.co.in with cc to info@starlineps.com. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on 022 - 4886 7000.

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 SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020, SEBI Master Circular SEBI/HO/ CFD/PoD2/CIR/P/0155 dated 11th November, 2024 read with other applicable Circulars issued by SEBI on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through single login credentials of 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.	1. 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. 2. 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. 3. 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 4. 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/Shareholder' 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. 5. Shareholders/Shareholders can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on App Store Google Play
Individual Shareholders holding securities in Demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the remote e-voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN No. from a e-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the evoting is in progress and also able to directly access the system of all e-voting Service Providers.
Individual Shareholders (holding securities in Demat mode) 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. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider 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.

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

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

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?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Shareholder’ section.
3. 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.
4. 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 Shareholders 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 Shareholders 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 Shareholders 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***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) 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.
   c) How to retrieve your ‘initial password’?
      (i) 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'.

(ii) If your email ID is not registered, please follow steps mentioned in Notes to this Notice in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) 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.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) 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.
   d) Shareholders can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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 and General Meeting is inactive status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
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.

SCRUTINIZER FOR E-VOTING: The Board of Directors had appointed Mr. Manish R. Patel (COP No. 9360), Practicing Company Secretary, as a Scrutinizer to conduct the Postal Ballot only through the remote e-voting process and for scrutinizing the votes cast therein, in a fair and transparent manner.

The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.starlineps.com and on the website of NSDL https://www.evoting.nsdl.com. The results shall also be immediately forwarded to the Stock Exchange where the shares of the Company are listed.

General Guidelines for Shareholders:

1. 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. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csmanishpatel@gmail.com with a copy marked to evoting@nsdl.com and to the Company at info@starlineps.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter etc. by clicking on "Upload Board Resolution/Authority Letter" displayed under "e-Voting" tab in their login.

2. 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.

3. You can also update your mobile number and E-mail id in the user profile details of the folio which may be used for sending future communication(s).

4. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on 022 - 4886 7000 or send a request at evoting@nsdl.com.

By order of the Board of Directors
For StarlinePS Enterprises Limited

Sd/-
Madhuriben Chhatrola
Company Secretary & Compliance Officer
ACS No.: 74197

Date: 29-06-2026
Place: Surat

Registered Office:
Office No. 805, Solaris Bay View,
Near Iscon Mall, Piplod,
Surat-395007, Gujarat.

EXPLANATORY STATEMENTS:

Pursuant to Section 102 of the Companies Act, 2013, the following Explanatory Statement sets out all material facts relating the business mentioned under Item given in the accompanying Notice.

Item No. 1

Appointment of Mr. Shreyansh Baid (DIN: 03269224) as an Independent Director of the Company:

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (“the Act”) and based on the recommendation of the Nomination and Remuneration Committee (NRC), the Board of Directors of the Company in their meeting held on 29th June, 2026, had appointed Mr. Shreyansh Baid (DIN: 03269224) as an Additional Director (Non-Executive & Independent) of the Company w.e.f. 01st July, 2026.

Further, in terms of the Regulation 17(1C) of the SEBI Listing Regulations, a listed entity shall ensure that the approval of shareholders for appointment of a person on the Board of Directors has to be taken either at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Accordingly, Mr. Shreyansh Baid (DIN: 03269224) holds office as an Additional Director effective from 01st July, 2026 and is eligible for appointment as an Independent Director, subject to the approval of the Shareholders in accordance with the SEBI Listing Regulations.

Accordingly, approval of the shareholders is sought to comply with the SEBI Listing Regulations.

Considering his expertise and knowledge, the Board considers that the appointment of Mr. Shreyansh Baid (DIN: 03269224) as an Independent Director of the Company will be in the interest of the Company, and hence, it recommends appointment of Mr. Shreyansh Baid (DIN: 03269224) as an Independent Director of the Company, not liable to retire by rotation, for a first term of 5 (five) consecutive years commencing from 01st July, 2026 to 30th June, 2031.

Mr. Shreyansh Baid (DIN: 03269224) possesses the requisite skills and capabilities required for the role of Independent Director of the Company and in the opinion of the Board, fulfils the conditions of independence as specified in the Act, the rules made thereunder and the SEBI Listing Regulations to the extent applicable to the Company and is independent of the management of the Company.

The Company has received from Mr. Shreyansh Baid (DIN: 03269224) (i) consent in writing to act as Directors in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that they are not disqualified under Section 164(2) of the Act; and (iii) a declaration to the effect that they meet the criteria of independence as provided in Section 149(6) of the Act and under SEBI Listing Regulations. Further he has also confirmed that in terms of BSE Circular bearing Reference No. LIST/COMP/14/2018-19 dated June 20, 2018, he is not debarred from accessing capital markets and / or restrained from holding the office of director by virtue of any order of the SEBI or any other such authority.

A copy of the letter of appointment setting out the terms and conditions of the appointment is available to the shareholders for electronic inspection without any fee.

Details as required pursuant to the provisions of (i) Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India is provided in the ‘**Annexure-I**’ to the Notice.

None of the Directors or Key Managerial Personnel or their relatives, in anyway, concerned or interested in the resolution, as set out in the Item No. 1 of this Notice.

Item No. 2

Approval for make investments, grant loans, provide securities and guarantees u/s 186 of the companies act, 2013:

Pursuant to the provisions of Section 186 of the Companies Act, 2013 and rules made there under, the Company needs to obtain prior approval of shareholders by way of special resolution in case the amount of investment, loan, guarantee or security proposed to be made is exceeding the limits approved by the Shareholders in their 14th Annual General Meeting held on 25th September, 2025.

Accordingly, the Board of Directors of your Company proposes to seek approval of shareholders by way of special resolution to authorize the Board to exercise powers to make investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other bodies corporate as and when required for an amount not exceeding Rs. 2000 Crore (Rupees Two Thousand Crore) at any time notwithstanding that such investments, loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013 and rules made thereunder.

The above proposal is in the interest of the Company and the Board of Directors recommends the resolution set out at Item No. 2 of the Notice for approval of the shareholders of the Company.

None of the Directors or key managerial personnel or their relatives, in anyway, concerned or interested in the resolution, as set out in the Item No. 2 of this Notice.

Item No. 3:

Approval to make investment in Celloraa Energy Private Limited:

In order to make optimum use of funds available with the Company and also to achieve long-term strategic and business objectives, the Board of Directors of your Company in their Board Meeting held on 29th June, 2026 has approved a proposed investment in Celloraa Energy Private Limited, in one or more tranches and as per terms and conditions laydown in the Agreement executed by the both parties.

Material Terms of the Acquisition:

SN	Particulars	Details
1	Name of the Target Entity	Celloraa Energy Private Limited
2	Industry to which the entity being acquired belongs	Manufacturing of Solar Cell
3	Indicative time period for completion of acquisition	Subject to completion of customary conditions precedent, the relevant regulatory approvals as may be required under the applicable law(s), if any, and approvals from the shareholders of the Company, proposed first phase acquisition is expected to be completed in next 12 months.
4	Cost of acquisition	First Phase Investment: Investment of Rs. 160 Crore (Rupees One Hundred Sixty Crore) by subscribing 25000 new equity shares, in one or more tranches. Cost of acquisition is Rs. 64000/- per equity share. Second Phase Investment: Investment of upto Rs. 190 Crore (Rupees One Hundred Ninety Crore) by subscribing or acquiring securities, in one or more tranches, as may be

		offered by the Target entity or from existing shareholders, based on fresh valuation, if required.

The Board of Directors consider that keeping in view of current and future plans of the Company and to fulfill long term strategic business objectives, it is proposed to make investment up to an aggregate sum of Rs. 350 Crore (Rupees Three Hundred Fifty Crore) in Celloraa Energy Private Limited by acquisition of securities, in one or more tranches.

Pursuant to the provisions of Section 186(3) of the Companies Act, 2013, it would be expedient for the Company to obtain prior approval of shareholders by way of special resolution for such investment.

None of the promoter, director, manager or key managerial personnel or their relatives are holding equity shares of the Celloraa Energy Private Limited.

A copy of the Agreement and other relevant documents will be available for inspection by the Members at the Registered Office of the Company during business hours on all working days from the date of dispatch of the Notice until the conclusion of the meeting/postal ballot voting period.

Accordingly, the Board of Directors recommends the Special Resolution set out at Item No. 3 of the Notice for approval of the shareholders of the Company.

None of the Directors or key managerial personnel or their relatives, in anyway, concerned or interested in the resolution, as set out in the Item No. 3 of this Notice.

Item No. 4:

Approval to give guarantees or provide securities to Celloraa Energy Private Limited:

The Board of Directors of the Company proposes to seek approval of shareholders by way of special resolution to authorize the Board to exercise powers to give guarantees or provide securities to the Celloraa Energy Private Limited ("borrower") for an amount not exceeding Rs. 1000 Crore (Rupees One Thousand Crore) for securing or in connection with financial facilities/loan to be obtained by the borrower.

Celloraa Energy Private Limited has requested such support to facilitate their business operations and working capital requirements.

Material Particulars of the Proposal:

- **Beneficiary:** Celloraa Energy Private Limited
- **Max Limit:** Up to Rs. 1000 Crore (Rupees One Thousand Crore)
- **Purpose:** To secure credit facilities in connection with financial facilities/loan to be provided by lender to the borrower to support their principal business activities.
- **Nature:** Corporate Guarantee/Security
- **Tenure:** 10 years from the date of approval of the Shareholders

The Board considers this support beneficial for strategic, commercial, and operational reasons. The funds will be utilized by borrower for its principal business activities. All transactions will comply with regulatory limits.

None of the promoter, director, manager or key managerial personnel or their relatives are holding equity shares of the Celloraa Energy Private Limited.

Accordingly, the Board of Directors recommends the Special Resolution set out at Item No. 4 of the Notice for approval of the shareholders of the Company.

None of the Directors or key managerial personnel or their relatives, in anyway, concerned or interested in the resolution, as set out in the Item No. 4 of this Notice.

By order of the Board of Directors
For StarlinePS Enterprises Limited

Sd/-
Madhuriben Chhatrola
Company Secretary & Compliance Officer
ACS No: 74197

Date: 29-06-2026
Place: Surat

Registered Office:
Office No. 805, Solaris Bay View,
Near Iscon Mall, Piplod,
Surat-395007, Gujarat.

"ANNEXURE-I" TO THE NOTICE

DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT

(Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 on General Meeting issued by the Institute of Company Secretaries of India)

Name of the Director	**Mr. Shreyansh Mohanlal Baid**
DIN	03269224
Designation/Category	Non-Executive & Independent Director
Date of Birth	19/07/1986
Age	40 Years
Nationality	Indian
Qualification	CS, CA
Date of first appointment on the Board of the Company	01/07/2026
No. of Board Meetings attended during the Year 2026-27 (upto the date of this notice)	NA
Nature of expertise in specific functional areas and Brief Profile	He is a Fellow Member of the Institute of Company Secretaries of India (ICSI), a Chartered Accountant and a Registered Valuer (Securities or Financial Assets) registered with the Insolvency and Bankruptcy Board of India (IBBI). He has nearly 15 years of professional experience in the areas of corporate laws, corporate governance, restructuring, valuation and regulatory advisory. His combination of legal, financial and governance expertise, coupled with his long-standing experience of working closely with boards and senior management, enables him to contribute effectively to board deliberations and support organizations in achieving sustainable growth while maintaining high standards of governance and compliance.
Terms and conditions of appointment/ ~~re-appointment~~	Appointment as an Independent Director for a first term of five (5) consecutive years w.e.f. 01st July, 2026 upto 30th June, 2031, not liable to retire by rotation.
Details of last drawn remuneration	Mr. Shreyansh Baid will not be entitled to any remuneration other than sitting fees
Details of Remuneration sought to be paid	Sitting Fees for attending Board and Committee Meetings.
Relationship with other Director(s), Manager and KMP	Not related to other director(s) and KMP
Directorship in the other Companies (Other than StarlinePS Enterprises Limited)	Nishtha Corporate Advisors Private Limited
Shareholdership/ Chairpersonship in Committees of the board (Other than StarlinePS Enterprises Limited)	NIL
Listed entities from which the person has resigned in the past three years	NIL

Shareholding of Non-Executive Director in the listed entity, including shareholding as a beneficial owner	NIL
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements. (In case of independent directors)	As per explanatory statement

By order of the Board of Directors
For StarlinePS Enterprises Limited

Sd/-
Madhuriben Chhatrola
Company Secretary & Compliance Officer
ACS: 74197

Date: 29-06-2026
Place: Surat

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