



NOTICE

NOTICE is hereby given that an Extra Ordinary General Meeting ("Meeting") of the Members Aerpace Industries Limited (Formerly known as Supremex Shine Steels Limited) will be held on Wednesday, 24th day of December 2025 at 2:00 P.M. IST through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following **SPECIAL BUSINESS**:

1. Appointment of Mr. Prakash Gaur (DIN: 02246745) as a Non - Executive Director of the Company

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and all other applicable provisions of the Companies Act, 2013 read with Schedule IV of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), as amended from time to time , Articles of Association of the Company and pursuant to the recommendations of the Nomination and Remuneration Committee, Mr. Prakash Gaur (DIN: 02246745), who was appointed as an Additional Director in the capacity of a Non - Executive Director of the Company by the Board of Directors at their Meeting held on 26th September 2025, be and is hereby appointed as a Non-Executive Director of the Company who is liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to delegate all or any of its powers to any of its committee(s) or any director or officer or person and to do all such acts, deeds, matters and things for giving effect to this resolution."

2. Appointment of Ms. Darshana Avadhoot Sawant (DIN: 10130596) as a Non - Executive Independent Director of the Company

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and all other applicable provisions of the Companies Act, 2013 read with Schedule IV of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), as amended from time to time , Articles of Association of the Company and pursuant to the recommendations of the Nomination and Remuneration Committee, Ms. Darshana Avadhoot Sawant (DIN: 10130596), who was appointed as an Additional Director in the capacity of a Non - Executive Independent Director of the Company by the Board of Directors at their Meeting held on 26th September 2025, be and is hereby appointed as a Non-Executive Independent Director of the Company who is liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to delegate all or any of its powers to any of its committee(s) or any director or officer or person and to do all such acts, deeds, matters and things for giving effect to this resolution."



3. Approval for the amendments to Employees Stock Option Plan of the Company and various Schemes framed thereunder.

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

“RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder and in accordance with the Memorandum and Articles of Association of the Company, the Listing Agreements entered into by the Company with the Stock Exchanges, Regulation 6 of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021 (hereinafter referred as “SEBI SBEB Regulations”), applicable provisions of Security Exchange Board of India (Listing Obligation and disclosure Requirements) Regulations 2015 and other SEBI regulations and in accordance with Memorandum of Association (MOA) and the Articles of Association (AOA) and further subject to such other approvals, permissions and sanctions as may be necessary and upon such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, the approval of the members of the company be and is hereby accorded to approve and adopt the amended on **Aerpace Industries Limited Restricted Stock Unit Plan 2024 (Aerpace – RSU 2024)** the draft of which is placed before the member for the purposes of identification.

FURTHER RESOLVED THAT each of the directors of the Company or the Company Secretary be and are hereby severally authorized to do all such acts, deeds and things as may be required to give effect to the above resolution.

4. Approval for increasing the ESOP pool from 70,00,000 to 1,45,00,000 options:

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

“RESOLVED THAT pursuant to the provisions of Section 62 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the “Act”) and the applicable Rules framed thereunder, including any amendment thereto or re-enactment thereof and including any regulations, guidelines, circulars and notifications issued thereunder and subject to such other approvals, consents, permissions and/or sanctions as may be required from any appropriate regulatory or statutory authority/institution or body and subject to such terms and conditions as may be prescribed/imposed by any of them, the consent of the Members of the Company be and is hereby accorded for increase in the ESOP pool from **70,00,000 to 1,45,00,000** options by the addition of 75,00,000 (Seventy Five Lakhs) options to be granted to employees in accordance with the **Aerpace Industries Limited Restricted Stock Unit Plan 2024 (Aerpace – RSU 2024)** .

RESOLVED FURTHER THAT the new Equity Shares to be issued and allotted by the Company in the manner aforesaid shall rank pari passu in all respects with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT anyone of the director of the Company or the Company Secretary be and are hereby severally authorized to do all such acts, deeds and things as may be required to give effect to the above resolution.



5. To approve material related party transaction limits with Aerpace Robotics Private Limited

To consider, and if thought fit, to pass, the following resolution as an **ORDINARY RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and Section 188 of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its powers) Rules, 2014, as applicable including any statutory modifications or amendments or re-enactments thereto and subject to such other approvals, consents, permissions and sanctions of any authorities as may be necessary, approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall include the Audit Committee or any other Committee thereof for the time being exercising the powers conferred by this Resolutions) to enter into agreement(s) / contract(s) / arrangement(s) / transaction(s) with Aerpace Robotics Private Limited, a Related Party as defined under the Companies Act, 2013 and Listing Regulations, the value of which either singly or all taken together may exceed 1,000 crores or 10 (ten) percent of annual consolidated turnover as per audited financial statements of the Company, during the current financial year 2025-26, relating to sale, supply of any goods or services, payment of commission, or any other transaction/s, for an amount not exceeding in the aggregate of Rs. 30.00 Crores (Rupees Thirty Crores), on such terms and conditions as may be mutually agreed between the Company and Aerpace Robotics Private Limited, however, that the said contract(s)/ arrangement(s)/ transaction(s) shall be carried out at an arm’s length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board or person(s) as may be authorized by the Board be and are hereby authorised to take such steps as may be necessary for obtaining approvals, statutory or contractual, in relation to the above and to approve aforesaid agreement(s) / contract(s) / arrangement(s) / transaction(s) and further to do all such acts, deeds, matters and things and finalise the terms and conditions and to sign, execute all such documents, instruments in writing on an ongoing basis as may be required in its/their absolute discretion pursuant to the above Resolution as may be considered necessary or incidental thereto.”

**By order of the Board of Directors
For Aerpace Industries Limited
(Formerly Known as Supremex Shine Steels Limited)**

**Ms. Neha Mankame
Company Secretary & Compliance Officer**

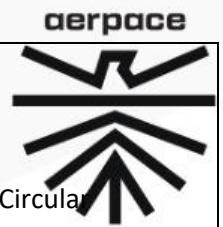
Date: 2nd December 2025
Place: Mumbai
CIN: L74110MH2011PLC214373

REGISTERED OFFICE
A/1005, 10th Floor, A Wing, Kanakia Wall Street, Andheri Kurla Road, Andheri (East), Mumbai-400093
Website: www.aerpace.com Email: info@aerpace.com



NOTES:

1. The Ministry of Corporate Affairs has vide its circular dated 19th September 2024 read with circulars dated 25th September 2023, 8th April 2020, 13th April 2020, 5th May 2020, 13th January 2021, 8th December 2021, 14th December 2021, 5th May 2022 and 28th December 2022 (collectively referred to as “MCA Circulars”) and SEBI vide its Circulars dated 7th October 2023, 5th January 2023, 13th May 2022, 15th January 2021 and 12th May 2020 (collectively referred to as “SEBI Circulars”) permitted the holding of the Annual General Meeting or Extra Ordinary General Meeting (“EOGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), MCA and SEBI Circulars, the EOGM of the Company is being held through VC / OAVM. Participation of Members through VC / OAVM will be reckoned for the purpose of quorum for the EOGM as per Section 103 of the Companies Act, 2013
2. Pursuant to the Circular No. 14/2020 dated 8th April 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EOGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EOGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the EOGM in the VC/OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EOGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EOGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EOGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated 8th April 2020, 13th April 2020 and 5th May 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EOGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the EOGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated 13th April 2020, the Notice calling the EOGM has been uploaded on the website of the Company at www.aerpace.com The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and the EOGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com.
7. EOGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated 8th April 2020 and MCA Circular



No. 17/2020 dated 13th April 2020, MCA Circular No. 20/2020 dated 5th May 2020 and MCA Circular No. 2/2021 dated 13th January 2021.

8. Since the EOGM will be held through VC or OAVM, no Route Map is being provided with the Notice.
9. Dispatch of EOGM Notice Report through E-mail
In accordance with the MCA Circulars and the said SEBI Circular dated May 12, 2020, and January 15, 2021 the EOGM Notice of the Company will be sent only through e-mail, to those Members whose e-mail addresses are registered with the Company or the Registrar and Share Transfer Agent (the "RTA"), i.e., M/s. Purva Shareregistry Private Limited or the Depository Participant(s). The Notice shall be available on the websites of the Company viz., www.aerpace.com. and of the Stock Exchange where Equity Shares of the Company are listed. The Notice shall also be available on the e-Voting website of the agency engaged for providing e-Voting facility, NSDL (agency for providing the Remote e-Voting facility) i.e. <https://evoting.nsdl.com/>
10. Pursuant to regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended hereinafter referred to as 'Listing Regulations' and Secretarial Standards on General Meetings issued by The Institute of Company Secretaries of India, details of Directors who are proposed to be appointed, forms a part of notice.
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to M/s. Purva Shareregistry Pvt. Ltd. All members are requested to intimate changes, if any, in their registered address, immediately to the Registrar & Transfer Agents, M/s. Purva Shareregistry Private Limited or to their depository participants in case shares are held in depository form.
12. 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.
13. All documents referred to in the notice are open for inspection at the registered office of the Company during office hours.
14. Members desires of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013 may send the same to the office of the Registrar and Transfer Agent of the Company.
15. The Board of Directors has appointed Mr. Swapnil Pande, Proprietor, M/s. SCP & Co. (ACS: 44893/C.P. No.: 21962), as the Scrutinizer for scrutinizing the process of remote e-Voting and also e-Voting during the Meeting in a fair and transparent manner.
16. The Scrutinizer shall, immediately after the conclusion of the Meeting, count the votes cast at the Meeting and thereafter, unblock the votes cast through remote e-Voting in presence of two witnesses not in employment of the Company and submit a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, not later than 48 hours after the conclusion of the Meeting. Thereafter, the Results of e-Voting shall be declared forthwith by the Chairman or by any other director/person duly authorised in this regard.



17. The Results declared along with the Report of the Scrutinizer shall be placed on the Company's website (www.aerpace.com) and on the e-Voting website of NSDL (www.evotingindia.com) immediately after the results are declared and shall simultaneously be communicated to the Stock Exchanges where the equity shares of the Company are listed. The results declared along with the said Report shall also be made available for atleast 3 days on the Notice Boards of the Company at its Registered Office in Mumbai.
18. The Resolutions shall be deemed to be passed on the date of the Meeting, i.e., 24th December 2025 subject to receipt of the requisite number of votes in favour of the Resolutions.
19. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cutoff date i.e. day, 17th December 2025.

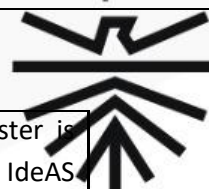
THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

1. The remote e-voting period begins on Sunday, 21st December 2025 at 09:00 A.M. and ends on Tuesday, 23rd December 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e., 17th December 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 17th December 2025.
2. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
3. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions.
4. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings 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	<ol style="list-style-type: none"> 1. Users who have opted for NSDL 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 URL for users to login to Easi / Easiest are https://web.NSDLindia.com/myeasi/home/login or visit www.NSDLindia.com and click on Login icon and select New System Myeasi. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. NSDL/NSDL/KARVY/LINKINTIME, 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 https://web.NSDLindia.com/myeasi/Registration/EasiRegistration 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.NSDLindia.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 with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IdeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IdeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.



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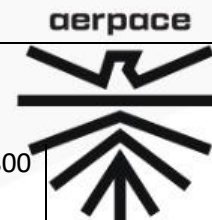
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	<p>2) If the user is not registered for IdeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IdeAS" "Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p>
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/NSDL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/NSDL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at helpdesk.evoting@NSDLindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at



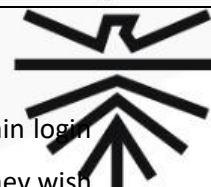
5. Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For NSDL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).



6. After entering these details appropriately, click on “SUBMIT” tab.
7. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through NSDL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
8. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
9. Click on the EVSN for the relevant <Company Name> on which you choose to vote.
10. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
11. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
12. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
13. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
14. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
15. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
16. **Facility for Non – Individual Shareholders and Custodians –Remote Voting**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@NSDLindia.com.



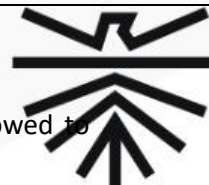
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- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@NSDLindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; corporateissues1991@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the NSDL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EOGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the EOGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EOGM
4. Shareholders are encouraged to join the Meeting through Laptops / I pads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast Seven (07) days prior to meeting i.e. on or before 17th December 2025 mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the EOGM but have queries may send their queries in advance Seven (07) days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.



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8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the EOGM through VC/OAVM 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 system available during the EOGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EOGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id.**
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending EOGM & e-Voting from the NSDL e-Voting System, you can write an email to helpdesk.evoting@NSDLindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (NSDL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai – 400013 or send an email to helpdesk.evoting@NSDLindia.com or call on 022-23058542/43.

**By order of the Board of Directors
For Aerpace Industries Limited
(Formerly Known as Supremex Shine Steels Limited)**

**Ms. Neha Mankame
Company Secretary & Compliance Officer**

Date: 2nd December 2025

Place: Mumbai

CIN: L74110MH2011PLC214373

Registered office:

A/1005 Kanakia Wall Street

Andheri Kurla Road, Andheri (East)

Mumbai 400093



STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 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: 1

Based on recommendation of the Nomination & Remuneration Committee, the Board of Directors at the meeting held on 26th September 2025 had approved the appointment of Mr. Prakash Gaur (DIN: 02246745) as an Additional Director in the capacity of Non-Executive Director.

Mr. Prakash Gaur is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 (the Act) and the Company has also received declaration from Mr. Prakash Gaur his consent to act as Director in Form DIR -2.

Prakash Gaur has three Master's degrees in Economics, Transport Planning, and Port and Logistics from University of Antwerp, Belgium with three decades of experience as Economist and Planner with specialization in Urban Development, Port & Logistics on Public Private Partnership (PPP). He has worked with IFC -The World Bank Group, with various States Govt. and Government of India.

In 2006, worked on seven Bus Ports in Gujarat on PPP subsequently in 2007, was deputed as the first employee to Gujarat International Finance Tec-City (GIFT City) and played a key role in developing the project from concept to commissioning, for the first integrated smart city infrastructure project formulated on PPP.

In 2015, was appointed by Government of Andhra Pradesh as Director, Strategy for the development of new capital of Andhra Pradesh, Amaravati and played key role in attracting international investment on PPP.

In 2016, appointed as first CEO of Andhra Pradesh Urban Infrastructure Asset Management Limited (APURBAN), a PPP SPV of Govt. of Andhra Pradesh for urban infrastructure chaired by Chief Secretary and setup Rs. 5000 cr Urban Development fund (APUDF) registered with SEBI, appointed as fund manager. The key projects in AP Urban were state smart city mission specially Rs. 1000 cr Eluru Smart City as an Integrated Smart City Solution on PPP and Rs. 1000 cr Vishakhapatnam waste water to potable water project on commercial finance.

In 2020, given FAC as Vice Chairman & Managing Director for Infrastructure Corporation of Andhra Pradesh (INCAP) GoAP, Nodal Agency for Infrastructure development in Andhra Pradesh and played key role in Bhogapuram Airport on PPP and Economic Cities on PPP.

From March 2021 till June 2025, appointed as first Chief Executive Officer (CEO) and Director of National Highway Logistics Management Limited, a 100 % owned company of NHAI under Ministry of Road Transport and Highways, Government of India, pioneer in development of 35 Multi Modal Logistics Park on PPP, 15 Ropeways projects of about 60 km on PPP, 750 Highway Amenities on PPP, and passenger Inter Modal System as transport hub at Katra and Tirupati. Instrumental in revitalizing



of 7 port connectivity SPVs in JV with Port Authority from losses to profits. Spearheaded in delivering India's first urban Ropeway at Varanasi, most challenging Ropeway at Kedarnath and Hemkund Saheb with the cost of Rs 7000 cr on PPP approved by Union Cabinet. In short span of four years, instrumental in delivering about Rs 30,000 cr projects at various stages of development, principally on PPP. Also served as Chairman of 4 MMLP SPV i.e. Chennai, Bangalore, Indore and Nagpur JV of Highways, Railways, Port Authority, State Industrial Corporation being delivered on PPP.

Recently, he has joined as Director and Co-Founder of CITIES Forum (India). He has also been appointed as Distinguished Professor at IIM (Mumbai) and Advisor to The World Bank.

Relevant details relating to the appointment Mr. Prakash Gaur as required by the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India are provided in Annexure - 1 to this Notice.

The Board now seeks to confirm his appointment as a Non -Executive Director and recommends the Resolution to be passed as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives other than Mr. Prakash Gaur in any way concerned or interested, financially or otherwise, in the proposed Ordinary Resolution, set out at Item No. 1 of the Notice.

Item No: 2

Based on recommendation of the Nomination & Remuneration Committee, the Board of Directors at the meeting held on 26th September 2025 had approved the appointment of Ms. Darshana Avadhoot Sawant (DIN: 10130596) as an Additional Director in the capacity of Independent Director.

of Ms. Darshana Avadhoot Sawant is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 (the Act) and the Company has also received declaration from Mr. Prakash Gaur his consent to act as Director in Form DIR -2.

A detail-oriented and diligent Company Secretary with proven expertise in ensuring corporate compliance with statutory and regulatory requirements, maintaining high standards of Corporate Governance, and safeguarding the organization against legal and compliance risks. Skilled in organizing board and shareholder meetings, handling SEBI regulations, and managing shareholder/investor grievances with integrity and discretion.

Demonstrated ability to draft and vet legal documents, including agreements, resolutions, minutes, and reports. Experienced in preparing comprehensive Annual Reports, managing statutory filings with ROC/MCA, and maintaining accurate and updated statutory records. Known for proactively conducting audits to reduce non-compliance risks and supporting top management in legal and governance-related decision-making.

Possesses strong communication skills for effective stakeholder interaction and a commitment to maintaining transparency and accountability within the organization.



Aerpace Industries Limited
Extra Ordinary General Meeting

Relevant details relating to the appointment Ms. Darshana Avadhoot Sawant as required by the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India are provided in Annexure - 1 to this Notice.

The Board now seeks to confirm his appointment as a Non -Executive Independent Director and recommends the Resolution to be passed as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives other than Ms. Darshana Avadhoot Sawant in any way concerned or interested, financially or otherwise, in the proposed Ordinary Resolution, set out at Item No. 2 of the Notice.

Item No 3

The Company has in place an employees' stock option scheme in the name of **Aerpace Industries Limited Restricted Stock Unit Plan 2024 (Aerpace – RSU 2024)** as approved by the Board and the shareholders of the Company, which lays down the terms and conditions with respect to the granting, vesting, exercise, etc., of stock options to the employees of the Company. The last amendment to the policy was approved by the shareholders in their meeting held on 28th December 2024.

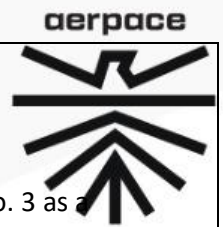
It is proposed to make certain changes in Clause 3 (3.1) **Authority and Ceiling** under the Aerpace – RSU 2024 scheme by inserting/ modifying the below mentioned underlined text in the existing para:

3. Authority and Ceiling

3.1 The shareholders of the Company while approving this Plan have authorized the Nomination and Remuneration Committee to Grant not exceeding 1,45,00,000 (Number of shares) RSUs to the eligible Employees under the RSU 2024, from time to time, in one or more tranches, exercisable into not more than 1,45,00,000 (Number of shares) Shares, with each such RSU conferring a right upon the Employee to apply for one Share of the Company, in accordance with the terms and conditions as may be decided under the Aerpace – RSU 2024.

Further, in terms of the provisions of Section 62 (1) (b) of the Companies Act, 2013 ("the Act") read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014, any alteration in the terms of the ESOP Scheme shall be approved by the Shareholders by passing of Special Resolution in the General Meeting. The Board of Directors on the recommendation made by the Nomination and Remuneration Committee in its meeting held on 12th November 2025 had accorded its approval in relation to the amendment of the Aerpace – RSU 2024 scheme, subject to the approval of the members of the Company. Accordingly, the approval of shareholders is required to make modification/ insertion in the existing Clause 3 (3.1) of Aerpace – RSU 2024 Scheme. The draft copies of the amended and Aerpace – RSU 2024 scheme is available for the inspection during the office hours till the date of general meeting.

None of the Directors and Key Managerial Personnel of the Company and their relatives (to the extent of their shareholding in the Company, if any) is concerned or interested, financially or otherwise in the resolution set out at item no. 3 of the Notice, except to the extent of the securities that may be offered to them under ESOP scheme.



In view of the above, the Board recommends the passing of the resolutions set out at Item No. 3 as a special resolution

Item 4:

The Company proposes to increase the ESOP pool by 75,00,000 options thereby increasing the current ESOP pool from 70,00,000 equity options to 145,00,000 equity options under the Aerpace – RSU 2024 Scheme. The 70,00,000 equity options to the ESOP Pool to the policy was approved by the shareholders in their meeting held on 28th December 2024.

In terms of the provisions of Section 62 (1) (b) of the Companies Act, 2013 (“the Act”) read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014, any alteration in the terms of the increase in the ESOP Pool shall be approved by the Shareholders by passing of Special Resolution in the General Meeting. The Board of Directors on the recommendation made by the Nomination and Remuneration Committee in its meeting held on 12th November 2025 had accorded its approval in relation to increase in ESOP Pool of the Company, subject to the approval of the members of the Company. Accordingly, the consent of the members of the Company is sought. The draft copy of the Aerpace – RSU 2024 Scheme is available for inspection during the office hours till the date of general meeting.

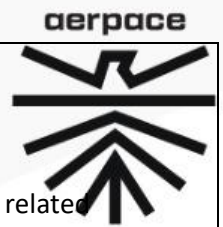
None of the Directors and Key Managerial Personnel of the Company and their relatives (to the extent of their shareholding in the Company, if any) is concerned or interested, financially or otherwise in the resolution set out at item no. 4 of the Notice, except to the extent of the securities that may be offered to them under ESOP scheme.

In view of the above, the Board recommends the passing of the resolutions set out at Item No. 4 as a special resolution.

Item 5:

Pursuant to Section 188 of the Companies Act, 2013 (“the Act”), read with Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, the Company is required to obtain consent of the Board (which expression shall include the Audit Committee or any other Committee thereof for the time being exercising the powers conferred by this Resolutions) and prior approval of the members by an ordinary resolution in case certain related party transaction/s exceed such sum as is specified in the said Rules. The aforesaid provisions are not applicable in respect of transactions entered into by the Aerpace Industries Ltd. (“Company”) in its ordinary course of business and on an arm’s length basis.

Pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) read with the Company’s Policy on Related Party Transactions, provides that entering into material related party transactions which, either individually or taken together with previous transaction(s) during a financial year, exceed 1,000 crores or 10% of the annual consolidated turnover of the Company as per the last audited financial statements, whichever is lower, requires approval of the Members of the Company.



The Company, in order to further its business interests, enters into various transactions with its related parties. Amongst these transactions, the estimated value of transactions with, Aerpace Robotics Private Limited a related party during the financial year 2025-26 is expected to exceed the materiality threshold as stated above.

As per Regulation 23 of the SEBI Listing Regulations and read with applicable provisions of the Companies Act 2013, related parties as per listing regulation are not permitted to vote to approve there solution set out in item no. 5 of this Notice whether the related Party is a related party to the aforesaid transaction or not.

The Board is of the opinion that the aforesaid Resolution set out at Item No. 5 of the accompanying Notice is in the best interest of the Company and its members and hence, commends the Resolution set out under Item No. 5 for approval by the Members of the Company.

Mr. Milan Shah, Mr. Hasmukh Gala, Mrs. Amisha Shah are deemed to be concerned/ interested in the above transaction, save and except the above, none of the other Directors, Key Managerial Personnel and/ or their relatives, is/ are interested or concerned, financially or otherwise in this resolution.

**By order of the Board of Directors
For Aerpace Industries Limited
(Formerly Known as Supremex Shine Steels Limited)**

**Ms.Neha Mankame
Company Secretary & Compliance Officer**

Date: 2nd December 2025
Place: Mumbai
CIN: L74110MH2011PLC214373

REGISTERED OFFICE
A/1005, 10th Floor, A Wing, Kanakia Wall Street, Andheri Kurla Road, Andheri (East), Mumbai-400093
Website: www.aerpace.com Email: info@aerpace.com

Annexure 1

Additional information on Director(s) recommended for appointment or seeking continuation of present term as required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standards:

Name of Director	Mr. Prakash Gaur	Ms. Darshana Avadhoot Sawant
DIN	02246745	10130596
Date of Birth		
Date of Appointment at Board Meeting	26-09-2025	26-09-2025
Expertise in specific functional areas/ skills and capabilities	Mentioned in Explanatory Statement Item No 1	Mentioned in Explanatory Statement Item No 1
Names of listed entities in which the person also holds the directorship	-	-
Memberships/Chairmanships Of Committees of other Public Companies (includes only Audit Committees and Shareholders' Investors' Grievance Committee)	-	-
Shareholding in the Company	-	-