

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

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## POSTAL BALLOT NOTICE

***(Pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)***

To,  
The Members,  
Continental Controls Limited

Notice is hereby given that pursuant to the provisions of Section 110 read with Section 108 and all other applicable provisions, if any, of the Companies Act, 2013 (“the **Act**”), read together with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) (“**Rules**”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “**SEBI Listing Regulations**”) General Circular Nos. 14/2020 dated 8th April, 2020, 20/2020 dated 5th May, 2020, 3/2022 dated 5th May, 2022, 11/2022 dated 28th December, 2022, 09/2023 dated 25th September, 2023 and 09/2024 dated 19th September, 2024 and other relevant circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs, Government of India (“**MCA Circulars**”), Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India (“**ICSI**”) and any other applicable laws and regulations, to transact the Special Businesses as set out hereunder are proposed to be passed by the members of the Company (“Continental Controls Limited”) by way of Postal Ballot, only by way of remote e-voting (“e-voting”) process.

The Explanatory Statement pursuant to Section 102 and other applicable provisions of the Act, read with Rules framed thereunder, setting out the material facts and reasons thereof, concerning the resolution mentioned in this Postal Ballot Notice (“**Notice**”), is annexed hereto for your consideration.

In accordance with the MCA Circulars referred above, this Postal Ballot Notice is being sent only by electronic mode to those members whose names appear on the Register of Members as on **Friday, April 17, 2026 (“Cut-Off Date”)** received from the Depositories and whose e-mail address is registered with the Company / Depositories. The communication of the assent or dissent of the Members would only take place through the remote e-voting system.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Section 108 and Section 110 of the Act read with the Rules, the MCA Circulars and SS-2, the Company is providing remote e-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The Company has engaged the services of Purva Sharegistry (India) Private Limited for the purpose of providing remote e-voting facility to its Members. The instructions for remote e-voting are appended to this Notice. The Notice is also available on the website of the Company <http://www.continentalcontrol.in/>

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Members desiring to exercise their vote through the remote e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice for casting of votes by remote e-voting. The schedule of remote e-voting is as under:

VOTING STARTS ON	VOTING ENDS ON
Wednesday, 22 <sup>nd</sup> April, 2026 at 09.00 AM	Thursday, 21 <sup>st</sup> May, 2026 at 05:00 PM

The remote e-voting will be disabled by Purva Sharegistry (India) Private Limited immediately thereafter.

The proposed resolution and explanatory statement pertaining to the respective resolution pursuant to Section 102(1) and other applicable provisions of the Act read with the Rules setting out all the material facts concerning the resolutions mentioned in this Postal Ballot Notice and reasons thereof, is appended herewith for your consideration is as follows:

## **SPECIAL BUSINESSES:**

### **Item No. 1**

#### **APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS WITH ONELIFE CAPITAL ADVISORS LIMITED FOR FY 2026-27**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Regulation 23(4) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“SEBI LODR”), the applicable provisions of the Companies Act, 2013 read with the rules made thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force), and the Company’s Policy on Materiality of Related Party Transactions and on dealing with related party transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee constituted/empowered/to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to continue existing contract(s)/arrangement(s)/transaction(s) and/or enter into and/or execute new contract(s)/ arrangement(s) / transaction(s) (whether individually or transactions taken together or series of transaction(s) taken together or otherwise) with Onelife Capital Advisors Limited (“OCAL”), a Related Party of the Company within the meaning of Regulation 2(1)(zb) of the SEBI LODR, for the financial year 2026-27 on such terms and conditions as may be agreed between the Company and Onelife Capital Advisors Limited and as set out in the explanatory statement annexed to this notice, for an aggregate value not exceeding Rs. 10 crores (Rupees Ten Crores Only) during FY 2026-27, and the said

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400604, Maharashtra, India

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contract(s)/arrangement(s)/ transaction(s) shall be carried out at arm's length and in the ordinary course of business of the Company.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorised to and perform all such acts, deeds, matters and things, as may be necessary and deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, file applications and make representations in respect thereof, and seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board, or any other person so authorised by the Board, in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

## Item no.2

### APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS WITH DEALMONEY COMMODITIES PRIVATE LIMITED FOR FY 2026-27

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Regulation 23(4) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“SEBI LODR”), the applicable provisions of the Companies Act, 2013 read with the rules made thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force), and the Company’s Policy on Materiality of Related Party Transactions and on dealing with related party transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee constituted/empowered/to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to continue existing contract(s)/arrangement(s)/transaction(s) and/or enter into and/or execute new contract(s)/ arrangement(s) / transaction(s) (whether individually or transactions taken together or series of transaction(s) taken together or otherwise) with Dealmoney Commodities Private Limited (“DCPL”), a Related Party of the Company within the meaning of Regulation 2(1)(zb) of the SEBI LODR, for the

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

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financial year 2026-27 on such terms and conditions as may be agreed between the Company and Dealmoney Commodities Private Limited and as set out in the explanatory statement annexed to this notice, for an aggregate value not exceeding Rs. 10 crores (Rupees Ten Crores Only) during FY 2026-27, and the said contract(s)/arrangement(s)/ transaction(s) shall be carried out at arm's length and in the ordinary course of business of the Company.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorised to and perform all such acts, deeds, matters and things, as may be necessary and deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, file applications and make representations in respect thereof, and seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board, or any other person so authorised by the Board, in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

### **Item No. 3**

#### **APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS WITH DEALMONEY REAL ESTATE PRIVATE LIMITED FOR FY 2026-27**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an

**“RESOLVED THAT** pursuant to the provisions of Regulation 23(4) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“SEBI LODR”), the applicable provisions of the Companies Act, 2013 read with the rules made thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force), and the Company’s Policy on Materiality of Related Party Transactions and on dealing with related party transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee constituted/empowered/to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to continue existing contract(s)/arrangement(s)/transaction(s) and/or enter into and/or execute new contract(s)/ arrangement(s) / transaction(s) (whether individually or transactions taken together or series of transaction(s) taken together or otherwise) with Dealmoney Real Estate Private Limited (“DREPL”), a Related Party of the Company within the meaning of Regulation 2(1)(zb) of the SEBI LODR, for the

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CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

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financial year 2026-27 on such terms and conditions as may be agreed between the Company and Dealmoney Real Estate Private Limited, and as set out in the explanatory statement annexed to this notice, for an aggregate value not exceeding Rs. 10 crores (Rupees Ten Crores Only) during FY 2026-27, and the said contract(s)/arrangement(s)/ transaction(s) shall be carried out at arm's length and in the ordinary course of business of the Company.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorised to and perform all such acts, deeds, matters and things, as may be necessary and deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, file applications and make representations in respect thereof, and seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board, or any other person so authorised by the Board, in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

#### **Item No. 4**

#### **APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS WITH DEALMONEY DISTRIBUTION AND E-MARKETING PRIVATE LIMITED FOR FY 2026-27**

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

**“RESOLVED THAT** pursuant to the provisions of Regulation 23(4) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“SEBI LODR”), the applicable provisions of the Companies Act, 2013 read with the rules made thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force), and the Company’s Policy on Materiality of Related Party Transactions and on dealing with related party transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee constituted/empowered/to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to continue existing contract(s)/arrangement(s)/transaction(s) and/or enter into and/or execute new contract(s)/ arrangement(s) / transaction(s) (whether individually or transactions taken together or series of transaction(s) taken together or otherwise) with Dealmoney Distribution and e-Marketing Private Limited, a Related Party of the Company within the meaning of Regulation 2(1)(zb) of the SEBI LODR, for

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CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

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the financial year 2026-27 on such terms and conditions as may be agreed between the Company and Dealmoney Distribution and e-Marketing Private Limited, and as set out in the explanatory statement annexed to this notice, for an aggregate value not exceeding Rs. 10 crores (Rupees Ten Crores Only) during FY 2026-27, and the said contract(s)/arrangement(s)/ transaction(s) shall be carried out at arm's length and in the ordinary course of business of the Company.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorised to and perform all such acts, deeds, matters and things, as may be necessary and deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, file applications and make representations in respect thereof, and seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board, or any other person so authorised by the Board, in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

## **Item No. 5**

### **APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS WITH SANSAN SECURITIES PRIVATE LIMITED FOR FY 2026-27**

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

**“RESOLVED THAT** pursuant to the provisions of Regulation 23(4) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“SEBI LODR”), the applicable provisions of the Companies Act, 2013 read with the rules made thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force), and the Company’s Policy on Materiality of Related Party Transactions and on dealing with related party transactions and based on the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee constituted/empowered/to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to continue existing contract(s)/arrangement(s)/transaction(s) and/or enter into and/or execute new contract(s)/ arrangement(s) / transaction(s) (whether individually or transactions taken together or series of transaction(s) taken together or otherwise) with Sansan Securities Private Limited, a Related Party of the Company within the meaning of Regulation 2(1)(zb) of the SEBI LODR, for financial year 2026-27 on

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CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

such terms and conditions as may be agreed between the Company and Sarsan Securities Private Limited, and as set out in the explanatory statement annexed to this notice, for an aggregate value not exceeding Rs. 10 crores (Rupees Ten Crores Only) during FY 2026-27, and the said contract(s)/arrangement(s)/ transaction(s) shall be carried out at arm's length and in the ordinary course of business of the Company.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorised to and perform all such acts, deeds, matters and things, as may be necessary and deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary documents, contract(s), scheme(s), agreement(s) and such other documents as may be required, file applications and make representations in respect thereof, and seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board, or any other person so authorised by the Board, in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

## **ITEM NO. 6**

### **TO AUTHORIZE THE BOARD OF DIRECTORS TO GIVE LOAN(S), TO PROVIDE GUARANTEE(S) OR SECURITY (IES), MAKE INVESTMENT(S), UNDER SECTION 186 OF COMPANIES ACT, 2013 FOR FY 2026-27**

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

**“RESOLVED THAT** pursuant to the provision of Section 186 of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014 as amended from time to time (including any amendment thereto or re-enactment thereof for the time being in force), and in supersession of all the earlier resolutions passed in this regard, if any, approval of the Members of the Company be and is hereby accorded to the Board to (a) give any loan to the body corporate(s) / Person(s); (b) give any guarantee or provide security in connection with a loan to anybody corporate(s) / Person(s); and (c) to acquire by way of Subscription, purchase or otherwise, securities of any body-corporate from time to time in one or more tranches as the board of directors as in its absolute discretion deem beneficial in the interest of the company, which together with the aggregate of the loans and investments so far made and the amount for which guarantees or securities so far been provided by the company, from time to time, may exceed limits prescribed under Section 186(2) of the Act, provided that the total aggregate of such loan(s)/ guarantee(s)/ security(ies)/ investment(s) made by the company shall not

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Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
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exceed Rs. 40 crores (Rupees Forty Crores Only) at any point of time during the financial year 2026-27,  
subject to such approvals as may be required.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board of Directors (or a Committee thereof) be and is hereby authorized to agree, make, accept and finalize all such terms, condition(s), modification(s) and alteration(s) as it may deem fit, (including the terms and conditions of such investments in securities / giving of loans / guarantees/investments, as may be determined by the Board of Directors), from time to time, and to resolve and settle all questions, difficulties or doubts that may arise in regard to the foregoing and to finalize and execute all agreements, documents and writings and to do all acts, deeds and things in this connection and incidental as the Board of Directors in its absolute discretion may deem fit without being required to seek any further consent or approval of the members.”

**By Order of the Board of Directors  
For Continental Controls Limited**

**Sd/-**

Rajnish Pandey  
Whole Time Director  
DIN: 01096119

Place: Mumbai  
Date: 15.04.2026

**Registered Office:**

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# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

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## **NOTES:**

(1) The Explanatory Statement pursuant to Section 102(1) of the Act setting out the material facts and reasons for proposed resolution mentioned in this Postal Ballot Notice is annexed hereto.

(2) In terms of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, assent or dissent of the Members in respect of the Special Businesses contained in the Postal Ballot Notice is sought through Postal Ballot (e-Voting).

(3) The Board of Directors of the Company at its meeting held on April 15, 2026 has appointed M/S Abhishek Wagh & Associates, Practicing Company Secretaries, as the Scrutinizer to scrutinize the Postal Ballot process through Remote e-Voting in a fair and transparent manner and has communicated their willingness to be appointed as Scrutinizer and will be available for the said purpose.

(4) The Scrutinizer shall after the conclusion of the voting period, prepare report of the votes cast in favour or against, if any, and submit the report to the Chairman of the Company or to any other person so authorised by him. The Scrutinizer's decision on the validity of votes cast through Postal Ballot will be final and binding. The results so declared along with the Scrutinizer's Report shall be placed on the Company's website at <http://www.continentalcontrol.in/> and shall also be communicated/forwarded to BSE Limited, where the equity shares of the Company are listed. The Resolutions shall be deemed to have been passed on 21<sup>st</sup> May, 2026 (being the last date of e-voting period of postal ballot) subject to obtaining requisite votes thereto.

(5) All the material documents referred to in the explanatory statement will be available at website of the Company at <http://www.continentalcontrol.in/> and for inspection electronically until the last date for receipt of votes through the e-Voting process. Members seeking to inspect such documents can send an email [compliance@continentalcontrol.in](mailto:compliance@continentalcontrol.in).

(6) Any Director/Company Secretary of the Company is the officer authorized to ensure smooth conduct of the e-Voting.

(7) In compliance with the MCA Circulars, this Notice along with the instructions regarding e- voting is being sent only by e-mail to all those Members, whose e-mail addresses are registered with the Company or the RTA or with the depository (ies)/depository participants and whose names appear in the Register of Members / List of Beneficial Owners as on **Friday, 17<sup>th</sup> April, 2026 ("Cut-off Date")**.

The Notice is also uploaded on the website of the Company at <http://www.continentalcontrol.in/> and on the websites of BSE Limited (<https://www.bseindia.com/>). In this Notice, the term member(s) or shareholder(s) are used interchangeably.

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

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For Members whose email addresses are not registered with the Company or with their Registrar and Share Transfer Agent (RTA) or with their respective Depository Participant(s) (DPs) and who wish to receive the Postal Ballot Notice and all other communications from time to time, can get their email addresses registered by the steps given under “General Guidelines for Shareholders”.

(8) As per the MCA and SEBI Circulars, physical copies of the Notice, postal ballot forms and pre-paid Business Reply Envelopes are not being sent to Members for this Postal Ballot.

(9) Any member who did not receive the Postal Ballot Notice may either send an email to the Company at [compliance@continentalcontrol.in](mailto:compliance@continentalcontrol.in) or write to RTA's email address at [evoting@purvashare.com](mailto:evoting@purvashare.com)

(10) A person, whose name is recorded in the Register of Members of Company or in the register of beneficial owners maintained by the depositories (viz. CDSL / NSDL) as on the **cut-off date i.e. 17<sup>th</sup> April, 2026** shall only be entitled to avail the facility of remote e-voting for the proposed Resolutions. The vote in this Postal Ballot cannot be cast/exercised through proxy.

(11) The remote e-voting facility will be available during the following period:

Commencement date of remote e-voting: **From 9.00 A.M. (IST) on 22<sup>nd</sup> April, 2026**

End date of remote e-voting: **At 5.00 P.M. (IST) on 21<sup>st</sup> May, 2026**

The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled / blocked thereafter by the e-voting service providers. Once the vote on the resolutions is cast by the Member(s), they shall not be allowed to change it subsequently or cast the vote again.

(12) Members desirous of inspecting the documents referred to in this Notice or Explanatory Statement may send their request to [compliance@continentalcontrol.in](mailto:compliance@continentalcontrol.in) from their registered e-mail addresses mentioning their names, folio numbers, DP ID and Client ID.

If you have any queries or issues regarding Remote E-Voting from the E-Voting System, you can write an email to [evoting@purvashare.com](mailto:evoting@purvashare.com) or contact at 022-49614132 and 022- 49700138.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to [evoting@purvashare.com](mailto:evoting@purvashare.com) or contact at 022- 3522 0312 and 022- 49700138.

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

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(13) All documents referred to in the Postal Ballot Notice will also be available electronically for inspection, without any fee, to Members from the date of circulation of this Notice up to the closure of the voting period. Members desirous of inspecting the documents referred to in the Notice or Explanatory Statement may send their requests to [compliance@continentalcontrol.in](mailto:compliance@continentalcontrol.in) from their registered e- mail addresses mentioning their names, folio numbers/DP ID and Client ID.

(14) Awareness about Online Resolution of Disputes in the Indian Securities Market through Online Dispute Resolution ('ODR') Portal:

(I) This is to inform the Members that the Securities and Exchange Board of India ("SEBI") vide circular no. SEBI/HO/OIAE/OIAE\_IAD1/P/CIR/2023/131 dated July 31, 2023 issued guidelines for online resolution of disputes in the Indian securities market through establishment of a common ODR Portal which harnesses online conciliation and online arbitration for resolution of disputes arising between investors/clients and listed companies (including their RTA's) or specified intermediaries/regulated entities in the securities market.

(II) SEBI vide circular no. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/135 dated August 4, 2023 has further clarified that the investor shall first take up his/her/their grievance with the Market Participant (Listed Companies, specified intermediaries, regulated entities) by lodging a complaint directly with the concerned Market Participant. If the grievance is not redressed satisfactorily, the investor may escalate the same through the SCORES Portal <https://scores.gov.in/scores/Welcome.html> in accordance with the process laid out. After exhausting the above options for resolution of the grievance, if the investor is still not satisfied with the outcome, he/she/they can initiate dispute resolution through the ODR Portal.

(III) The SMART ODR Portal can be accessed at: <https://smartodr.in/login>.

## THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through PURVA e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on 22nd April, 2026 at 09.00 AM and ends on 21st May, 2026 at 5.00 PM During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, 17<sup>th</sup> April, 2026 may cast their vote electronically. The e-voting module shall be disabled by PURVA for voting thereafter.

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

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- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, 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. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC,Thane (West) –  
400604, Maharashtra, India

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Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"><li>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 to Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li><li>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 &amp; voting during the meeting. 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.</li><li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li><li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li></ol>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"><li>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: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> 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.</li><li>2) If the user is not registered for IDeAS e-Services, option to register is</li></ol>

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC,Thane (West) –  
400604, Maharashtra, India

	<p>available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> 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.</p> <p>4) Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div data-bbox="776 961 1161 1199" data-label="Image"> <p>NSDL Mobile App is available on</p> <p>App Store Google Play</p> </div> <p>5) For OTP based login you can click on <a href="https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 <b>company name or e-Voting service provider name</b> and you will be re-directed to <b>e-Voting service provider website</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL 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/CDSL 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</p>

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC,Thane (West) –  
400604, Maharashtra, India

<b>Participants (DP)</b>	provider website for casting your vote during the remote e-Voting period.
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**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. CDSL and NSDL**

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at : 022 - 4886 7000 and 022 - 2499 7000

**Step 2** : Access through PURVA e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) 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 <https://evoting.purvashare.com>.
- 2) Click on “Shareholder/Member” module.
- 3) Now enter your User ID:
  - a. For CDSL: 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 EVENT Number followed by Folio Number registered with the company. For example if folio number is 001\*\*\* and EVENT is 8 then user ID is 8001\*\*\*

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

4) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) or [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and voted on an earlier e-voting of any company, then your existing password is to be used.

5) If you are a first-time user follow the steps given below:

	<b>For Shareholders holding shares in Demat Form other than individual and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders). <ul style="list-style-type: none"><li>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.</li></ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	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. <ul style="list-style-type: none"><li>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).</li></ul>

- (i) After entering these details appropriately, click on “SUBMIT” tab.
- (ii) Shareholders holding shares in physical form will then directly reach the Company selection screen.
- (iii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (iv) Click on the EVENT NO. for the relevant <Company Name> on which you choose to vote.
- (v) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO/ABSTAIN” for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.
- (vi) Click on the “NOTICE FILE LINK” if you wish to view the Notice.
- (vii) 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.
- (viii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

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## (ix) 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 <https://evoting.purvashare.com> and register themselves in the “Custodians / Mutual Fund” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [evoting@purvashare.com](mailto:evoting@purvashare.com).
- 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.
- 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; [compliance@continentalcontrol.in](mailto:compliance@continentalcontrol.in) (designated email address by company), if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

## 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 AGM & e-Voting from the Purva e-Voting System, you can write an email to [evoting@purvashare.com](mailto:evoting@purvashare.com) or contact at 022-49614132 and 022-35220056.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to [evoting@purvashare.com](mailto:evoting@purvashare.com) or contact at 022- 022-49614132 and 022-35220056.

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

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## **EXPLANATORY STATEMENT PURSUANT TO SEC 102 (1) OF THE COMPANIES ACT, 2013**

### **Item No. 1 to Item No. 5**

The Company, being a listed entity, is required to comply with the provisions of Section 188 of the Companies Act, 2013 (“the Act”) read with the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”), as amended from time to time.

Since the proposed entities fall within the definition of “Related Parties” under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”), all such transactions require prior approval of the members if the value of such transactions, individually or taken together, exceeds the thresholds prescribed under Section 188 of the Act or Regulation 23 of SEBI LODR.

The proposed related party transactions (“RPTs”) with the related parties are in the ordinary course of business and at arm’s length basis and are intended to support the business operations and strategic requirements of the Company. These transactions are expected to be beneficial to the Company, inter alia, in terms of efficient treasury and liquidity management, access to flexible funding support from the Promoter Group companies, revenue generation opportunities, cost optimization through shared infrastructure and centralized services, economies of scale, enhanced brand visibility and recognition, and optimal deployment of surplus funds.

The details of the proposed transactions are as follows:

1. Purchase of ready-to-use software/intangible assets from Related Parties for an aggregate amount of up to Rs. 10,00,00,000 (Rupees Ten Crores Only);
2. Any other transactions with related parties including purchase/sale of goods, services, assets, property or other business transactions, as may be required from time to time, within the overall aforesaid limit.

The proceeds from the proposed fund raising of the Company shall be utilized, inter alia, for funding the aforesaid transactions including acquisition of software, assets and other business requirements.

Pursuant to Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended, require prior approval of shareholders by means of an Ordinary Resolution for all material related party transaction(s), if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, exceed(s) 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

provided the annual consolidated turnover of the Company is up to Rs. 20,000 Crore, even if such transactions are in the ordinary course of business of the Company and at an arm's length basis.

Further, SEBI Master Circular dated January 30, 2026, read with SEBI circular dated June 26, 2025 has introduced the revised Industry Standards on "Minimum information to be provided for review of the audit committee and shareholders for approval of a related party transaction" (' Industry Standards'). The Industry Standards inter-alia requires listed entity to provide minimum information, in specified format, relating to the proposed RPTs, to the Audit Committee and to the shareholders, while seeking approval from members of the Company

The Audit Committee at its meeting held on 15th April, 2026 has, on the basis of relevant details / documents provided by the Management and also of the mandatory disclosure which is required to be made to the Audit Committee in accordance with the Industry Standards on "Minimum Information to be provided to the Audit Committee and Shareholders for Approval of Related Party Transactions", reviewed and approved the said transaction(s), and recommended the same to the Board of Directors, subject to approval of the Members, while noting that such transaction(s) shall be on arms' length basis and in the ordinary course of business of the Company.

None of the Directors, Key Managerial Personnel, or their relatives, except those who may be deemed to be interested as shareholders/directors in the group companies, are concerned or interested, in the said resolution. However, they may be deemed to be interested financially or otherwise to the extent of their directorship or shareholding in such Company, if any

Accordingly, the Board of Directors recommends the resolutions set out in Item Nos. 1 to 5 for approval of the Members by way of Ordinary Resolution along with the disclosures on the proposed material related party transactions during the financial year 2026-27, as provided in this Statement below:

Considering the above requirements, Resolution at item No.1 to 5 is recommended by the Board to the Members for their approval as an Ordinary Resolution

Disclosure of the proposed transactions with related party/(ies) of the Company in accordance with Industry Standards on Minimum Information to be provided the Audit Committee and Shareholders for Approval of Related Party Transactions (RPTs)" ("RPT Industry Standards") of the Act, for seeking approval of shareholders are provided below:

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

Sr. No.	Particulars of the information	Information by the Management				
<b>A. Details of the related party and transactions with the related party</b>						
<b>A (1). Basic details of the related party</b>						
		Resolution at item no. 1	Resolution at item no. 2	Resolution at item no. 3	Resolution at item no. 4	Resolution at item no. 5
1)	Name of the related party	One Life Capital Advisors Limited (Promoter Group Company)	Dealmoney Commodities Private Limited (Group Company)	Dealmoney Real Estate Private Limited (Group Company)	Dealmoney Distribution & E-marketing Private Limited (Group Company)	Sarsan Securities Private Limited (Group Company)
2)	Country of incorporation of the related party	India	India	India	India	India
3)	Nature of business of the related party	Financial and insurance Service, Financial Advisory, brokerage and Consultancy Services	Financial and insurance Service, Financial Advisory, brokerage and Consultancy Services	Real estate activities	Support service to Organizations including sales, distribution and marketing services, agent referrals, Travel agency and tour operators	Non banking finance company and Other financial activities
<b>A(2). Relationship and ownership of the related party</b>						
4)	Relationship between the listed entity/subsidiar	Shareholder (Onelife Capital Advisors Limited) who holds	Subsidiary of Onelife Capital Advisors	Wholly owned	Wholly owned Subsidiary of Onelife	Wholly owned Subsidiary of Onelife

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

	y (in case of transaction involving the subsidiary) and the related party.	24.56% in the Company	Limited	Subsidiary of Onelife Capital Advisors Limited(w.e.f )31.03.2025	Capital Advisors Limited(w.e.f )31.03.2025	Capital Advisors Limited
5)	Shareholding or contribution % or profit & loss sharing % of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. <i>Explanation:</i> Indirect shareholding shall mean shareholding held through any person, over which the listed entity or subsidiary has Control					
6)	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction	24.56%	Nil	Nil	Nil	Nil

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

	involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.					
<b>A(3). Financial performance of the related party (` in Lakhs)</b>						
7)	Standalone turnover of the related party for each of the last three financial years:					
	<i>FY 2024-25</i>	<i>Nil</i>	<i>269.34</i>	<i>Nil</i>	<i>598.06</i>	<i>341.99</i>
	<i>FY 2023-24</i>	<i>348.80</i>	<i>2153.39</i>	<i>Nil</i>	<i>1676.15</i>	<i>281.11</i>
	<i>FY 2022-23</i>	<i>444.41</i>	<i>2107</i>	<i>8.11</i>	<i>469.08</i>	<i>120.45</i>
8)	Standalone net worth of the related party for each of the last three financial years:					

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

	FY 2024-25	10950.83	3736.26	(309.02)	(1993.39)	25856.01
	FY 2023-24	10900.12	3594.35	(107.15)	(1199.26)	24683.65
	FY 2022-23	9566.29	(452.95)	(66.56)	(1053.42)	23623.69
9)	Standalone net profits of the related party for each of the last three financial years:					
	FY 2024-25	50.71	141.92	(201.88)	(794.12)	172.37
	FY 2023-24	(2.18)	441.30	(40.58)	(145.84)	60.26
	FY 2022-23	0.56	39.30	1.97	(2101.10)	6.09
<b>A(4). Details of previous transactions with the related party</b>						
10	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years. Note: Details need to be disclosed separately for listed entity and its subsidiary					
	Nature Of Transaction	Loans				Loans
	FY 2024-25	3.84	Nil	Nil	Nil	218.60
	Nature Of Transaction	Loans				Loans
	FY 2023-24	Nil	Nil	Nil	Nil	Nil

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

	Nature Of Transaction	Loans				Loans
	<i>FY 2022-23</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>
11	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the current financial year (till the date of approval of the Audit Committee / shareholders).	28.79	NIL	NIL	NIL	16.86
12	Whether prior approval of Audit Committee has been taken for the above mentioned transactions?	Yes	NA	NA	NA	Yes
13	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last three financial	No	No	No	No	No

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

	years.					
<b>A(5). Amount of the proposed transactions (All types of transactions taken together)</b>						
14	Total amount of all the proposed transactions being placed for approval in the current meeting.	Upto 1000 lakhs	Upto 1000lakhs	Upto 1000 lakhs	Upto 1000 lakhs	Upto 1000 lakhs
15	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year is material RPT in terms of Para 1(1) of these Standards?	Yes	Yes	Yes	Yes	Yes
16	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	NA	NA	NA	NA	NA
17	Value of the proposed transactions as a percentage of	NA	NA	NA	NA	NA

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

	subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)					
18)	Value of the proposed transactions as a percentage of the related party's annual standalone turnover for the immediately preceding financial year.	NA	371.28	NA	167.21	292.41
<b>B. Details for specific transactions</b>						
<b>B(1). Basic details of the proposed transaction (In case of multiple types of proposed transactions, details to be provided separately for each type of the proposed transaction – for example, (i) sale of goods and purchase of goods to be treated as separate transactions; (ii) sale of goods and sale of services to be treated as separate transactions; (iii) giving of loans and giving of guarantee to be treated as separate transactions)</b>						
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of	Any	Any	Any	Any	Any

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC,Thane (West) –  
400604, Maharashtra, India

	goods/services, giving loan, borrowing etc.)					
2	Details of the proposed transaction	The transaction between the related parties will be in the nature of any of purchase/sale of services or giving/ availing of loans /guarantee/selling or buying of property of any kind/assets	The transaction between the related parties will be in the nature of any of purchase/sale of services or giving/ availing of loans /guarantee/ selling or buying of property of any kind/assets	The transaction between the related parties will be in the nature of any of purchase/sale of services or giving/ availing of loans /guarantee/ selling or buying of property of any kind/assets	The transaction between the related parties will be in the nature of any of purchase/sale of services or giving/ availing of loans /guarantee/ selling or buying of property of any kind/assets	The transaction between the related parties will be in the nature of any of purchase/sale of services or giving/ availing of loans /guarantee/ selling or buying of property of any kind/assets
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY 2026-27	FY 2026-27	FY 2026-27	FY 2026-27	FY 2026-27
4	Indicative date / timeline for undertaking the transaction	FY 2026-27	FY 2026-27	FY 2026-27	FY 2026-27	FY 2026-27
5	Whether omnibus approval is being sought?	Yes	Yes	Yes	Yes	Yes
6	Value of the proposed transaction during a	Upto 1000 lakhs The maximum value of single	Upto 1000lakhs The	Upto 1000 lakhs The	Upto 1000 lakhs The	Upto 1000 lakhs The

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

	financial year. In case approval of the Audit Committee is sought for multi-year contracts, also provide the aggregate value of transactions during the tenure of the contract. If omnibus approval is being sought, the maximum value of a single transaction during a financial year.	transaction during shall not exceed ` 1 Crore.	maximum value of single transaction during shall not exceed ` 1 Crore.	maximum value of single transaction during shall not exceed ` 1 Crore.	maximum value of single transaction during shall not exceed ` 1 Crore.	maximum value of single transaction during shall not exceed ` 1 Crore.
7	Whether the RPTs proposed to be entered into are: (i) not prejudicial to the interest of public shareholders, and (ii) going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party	The proposed related party transaction/(s) are not prejudicial to the interest of public shareholders/stakeholders and are going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party on arm's length basis for business operation and expansion purpose				
8	Provide a clear	All transactions will be carried out as part of ordinary course of business and at				

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC,Thane (West) –  
400604, Maharashtra, India

<p>justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.</p>	<p>arm’s length basis, ensuring fairness and transparency. The pricing and terms of these transactions are benchmarked against prevailing market conditions, ensuring they are competitive and reflect standard industry practices. This arrangement promotes operational synergy, enabling seamless collaboration and enhancing the ease of doing business. Moreover, these transactions are subject to appropriate internal controls, approval processes, and governance mechanisms, including review and oversight by the Audit Committee, ensuring compliance with regulatory requirements and safeguarding the interests of the entities.</p> <p>As part of the group’s integrated operations, the companies within the group will engage in intercompany transactions to optimize efficiency and leverage shared resources especially since the bank funding or external funding may not be available/ difficult to avail as and when needed. These transactions will be structured in line with globally accepted transfer pricing principles to ensure fairness, transparency, and regulatory compliance.</p> <ul style="list-style-type: none"><li>• Scope of Intercompany Transactions</li><li>• Shared services (finance, HR, IT support, payroll processing).</li><li>• Centralized procurement and distribution of raw materials.</li><li>• Sale/purchase of semi-finished or finished goods.</li><li>• Licensing of intellectual property, trademarks, and technology.</li><li>• Intragroup financing support where required.</li><li>• Pricing Philosophy</li><li>• All transactions will be carried out on an arm’s length basis, as if they were conducted between independent enterprises.</li><li>• Appropriate allocation keys (e.g., headcount, turnover, usage) will be applied for cost-sharing arrangements Or as per agreed terms between the entities as the case may be.</li><li>• Margins will be determined using benchmark studies to align with industry practices Or as per agreed terms between the entities as the case may be</li><li>• Strategic Benefits for the Group</li><li>• Streamlined operations through specialization of functions across entities.</li><li>• Cost optimization by avoiding duplication of efforts.</li><li>• Transparent pricing to minimize tax risks and ensure smooth statutory compliance across jurisdictions.</li></ul>
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# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

		<ul style="list-style-type: none"> <li>• Clear basis for planning, budgeting, and performance monitoring within the group.</li> <li>• Documentation &amp; Review Detailed documentation will be prepared to support the arm's length nature of all transactions.</li> <li>• Periodic reviews will be conducted to ensure consistency with market standards and evolving regulations.</li> </ul>				
9	<p>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. The details shall be provided, where the shareholding or contribution or % sharing ratio of the promoter(s) or director(s) or KMP in the related party is more than 2%. Explanation: Indirect interest shall mean interest held through any person over which an individual has control</p>	<p>Shareholder (Onelife Capital Advisors Limited) who holds 24.56% in the Company And Prabhakar Naig holds share indirectly 24.56%</p>	<p>Subsidiary of Onelife Capital Advisors Limited who holds 92.02% in Deal Money Commodities Pvt Ltd And Prabhakar Naig holds share indirectly 47.56%</p>	<p>Wholly owned Subsidiary of Onelife Capital Advisors Limited(w.e.f )31.03.2025 And Prabhakar Naig holds share indirectly 51.68%</p>	<p>Wholly owned Subsidiary of Onelife Capital Advisors Limited(w.e.f )31.03.2025 And Prabhakar Naig holds share indirectly 51.68%</p>	<p>Wholly owned Subsidiary of Onelife Capital Advisors Limited And Prabhakar Naig holds share indirectly 51.68%</p>

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

	including interest held through relatives.					
	a. Name of the director / KMP	NA	NA	NA	NA	NA
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	NA	NA	NA	NA	NA
10	Details of shareholding (more than 2%) of the director(s) / key managerial personnel/ partner(s) of the related party, directly or indirectly, in the listed entity. Explanation: Indirect shareholding shall mean shareholding held through any person over which an individual has control including shareholding held through relatives.	NA	NA	NA	NA	NA
	a. Name of the director / KMP / partner	NA	NA	NA	NA	NA

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

	b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the listed entity	NA	NA	NA	NA	NA
11	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA	NA	NA	NA	NA
12	Other information relevant for decision making.	NA	NA	NA	NA	NA
<b>B(2). Additional details for proposed transactions relating to sale, purchase or supply of goods or services or any other similar business transaction</b>						
13	Number of bidders / suppliers / vendors / traders / distributors / service providers from whom bids / quotations were received with respect to the proposed transaction along with details of process followed to obtain bids.	<p>The proposed RPTs are being conducted in the ordinary course of business and on an arm's length basis. In accordance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), such transactions do not mandate a competitive bidding process if they are demonstrably fair and at market terms.</p> <p>Conducting an external bidding process would involve substantial time and administrative costs without adding proportional value, especially when the transactions terms are already demonstrably competitive and in line with industry standards. The proposed transactions have been reviewed and approved by the Audit Committee, which comprises a majority of independent directors. Their evaluation has ensured that the proposed transactions are in the best interests of the Company and its public shareholders, with no conflict of interest influencing the decision making process.</p>				
14	Best bid /	As per SEBI regulations, the requirement to seek competitive bids is not				

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

	quotation received. If comparable bids are available, disclose the price and terms offered	mandatory when transactions are in the ordinary course of business and at arm's length pricing. Hence, there is no regulatory obligation to invite external bids in this instance.  Hence, the management of the Company believes that it is neither necessary nor value-accretive to seek bids from unrelated external parties. The proposed RPTs meet all statutory and governance requirements and serves the best interests of the Company and its stakeholders
15	Additional cost / potential loss to the listed entity or the subsidiary in transacting with the related party compared to the best bid / quotation received.	
16	Where bids were not invited, the fact shall be disclosed along with the justification for the same	
17	Wherever comparable bids are not available, state what is basis to recommend to the Audit Committee that the terms of proposed RPT are beneficial to the shareholders.	
<b>B(3). Additional details for proposed transactions relating to any loans, inter-corporate deposits or</b>		

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

advances given by the listed entity or its subsidiary						
	Source of funds in connection with the proposed transaction. Explanation: This shall not be applicable to listed banks/ NBFCs.	Internal Fund	Internal Fund	Internal Fund	Internal Fund	Internal Fund
18	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: Explanation: This shall not be applicable to listed banks/ NBFCs.	NO	NO	NO	NO	NO
	a. Nature of indebtedness	NA	NA	NA	NA	NA
	b. Total cost of borrowing	NA	NA	NA	NA	NA
	c. Tenure	NA	NA	NA	NA	NA
	d. Other details	NA	NA	NA	NA	NA
20	Material covenants of the proposed transaction	NA	NA	NA	NA	NA
21	Interest rate charged on loans / inter-corporate deposits /	NA	NA	NA	NA	NA

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

	<p>advances by the listed entity (or its subsidiary, in case of transaction involving the subsidiary) in the last three financial years:</p> <ul style="list-style-type: none"> <li>• To any party (other than related party):</li> <li>• To related party.</li> </ul> <p>Explanations: Comparable rates shall be provided for similar nature of transaction, for e.g., long term vis-a-vis long term etc.</p>					
22	Rate of interest at which the related party is borrowing from its bankers or the rate at which the related party may be able to borrow given its credit rating or credit score and its standing and financial position	NA	NA	NA	NA	NA
23	Rate of interest at which the listed entity or	NA	NA	NA	NA	NA

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

	its subsidiary is borrowing from its bankers or the rate at which the listed entity may be able to borrow given its credit rating or credit score and its standing and financial position					
24	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	12%	12%	12%	12%	12%
25	Maturity / due date	NA	NA	NA	NA	NA
26	Repayment schedule & terms	On Demand	On Demand	On Demand	On Demand	On Demand
27	Whether secured or unsecured?	Unsecured	Unsecured	Unsecured	Unsecured	Unsecured
28	If secured, the nature of security & security coverage ratio	NA	NA	NA	NA	NA
29	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	Working Capital	Working Capital	Working Capital	Working Capital	Working Capital
30	Latest credit	NA	NA	NA	NA	NA

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

	rating of the related party (other than structured obligation rating (SO rating) and credit enhancement rating (CE rating))					
31	Amount of total borrowings (long-term and short-term) of the related party over the last three financial years					
	FY 2022-23	804.95	373.55	NIL	NIL	1136.99
	FY 2023-24	747.53	811.59	NIL	5.00	2718.43
	FY 2024-25	186.45	306.85	250.00	242.41	2259.30
32	Interest rate paid on the borrowings by the related party from any party in the last three financial years. Explanation: Comparable rates shall be provided for similar nature of transaction, for e.g., long term vis-a-vis long term etc.	NA	NA	NA	NA	NA
33	Default in relation to	NO	NO	NO	NO	NO

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

	borrowings, if any, made during the last three financial years, by the related party from the listed entity or any other person.					
<b>Additional details relating to advances other than loan given by the listed entity or its subsidiary(No advances given by the listed entity or its subsidiary hence not applicable)</b>						
34	Advances provided, their break-up and duration.	NA	NA	NA	NA	NA
35	Advance as % of the total loan given during the preceding 12 months	NA	NA	NA	NA	NA

Note: B(4, B(5), B(6), B(7), B(8) is not applicable

## **Item No.6**

In view of the future plans of the Company and to fulfil long term strategic and business objectives and as a measure of achieving greater financial and operational flexibility, the Company may be required to give loan(s) and/or guarantee(s) and/or provide security(ies) in connection with a loan(s) to any other body corporate(s) or person(s) and/or make investment(s) in excess of the limits specified in Section 186(2) of the Act.

Accordingly, the Board of Directors of the Company in their meeting held on April 13, 2026, subject to the approval of members of the Company, approved the proposal for giving any loan(s) or providing guarantee(s) or security(ies) or making investments /the acquisition(s) of securities which together with the aggregate of the loan(s) and investment(s) already made and guarantee(s) or security(ies) already provided by the company, from time to time, may exceed limit of 60% of paidup share capital, free reserves and securities premium account or 100% of free reserves and securities premium account of the company, whichever is more.

# CONTINENTAL CONTROLS LIMITED

CIN: L66110MH1995PLC086040

Reg. Off. - Plot No. A 356/357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West) –  
400604, Maharashtra, India

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The Company proposes to raise funds and may utilise the proceeds thereof for the acquisition of ready-to-use software and intangible assets from related parties, and for other business transactions including purchase and sale of goods, services, assets, property, or other corporate requirements, as may be required from time to time, within the overall approved limits.

However, the total aggregate of such loan(s)/ guarantee(s)/ security(ies)/ investment(s) made by the company shall not exceed Rs. 40 Crores (Rupees Forty Crores Only) at any point of time during the financial year 2026-27, subject to such approvals as may be required.

None of the Directors and Key Managerial Personnel or their relative(s) is / are in any way concerned or interested, financially or otherwise, in the said resolution except to the extent of their directorships and shareholding in the Company (if any).

The Board of Directors recommends the Special resolution set out at Item No. 6 for the approval of the shareholders of the Company.

**By Order of the Board of Directors  
For Continental Controls Limited**

**Sd/-**

Rajnish Pandey  
Whole Time Director  
DIN: 01096119

Place: Mumbai  
Date: 15.04.2026

**Registered Office:**

Plot No. A 356/357, Road No. 26,  
Wagle Industrial Estate, MIDC,  
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