SADBHAV Engineering Limited

Ref: SEL/2026-27/063

September 1, 2026

To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400001, Maharashtra, India
Scrip Code: 532710

To,
National Stock Exchange of India Limited
Exchange Plaza, C-1 Block G, Bandra Kurla Complex Bandra (East), Mumbai – 400051, Maharashtra, India
Scrip Symbol: SADBHAV

Subject: **Outcome of Meeting of Board of Directors of Sadbhav Engineering Limited ("Company") held on September 1, 2026**

Dear Sir/Madam,

Further to our prior intimation dated August 27, 2026 under Regulation 29 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "**SEBI Listing Regulations**"), and in accordance with Regulation 30 of the SEBI Listing Regulations read with Schedule – III thereto, we would like to inform you that the Board of Directors of the Company at their meeting held today i.e. September 1, 2026, *inter alia*, have considered and approved the following:

1. **Issuance of equity shares on preferential basis:**

(a) issuance of up to 14,47,94,474 equity shares of face value of ₹1 each at an issue price of ₹ 9.34 (Rupees Nine point thirty four) per equity share, on a preferential basis to the following lenders pursuant to conversion of part coupon payable on Non-Convertible Debentures (NCDs), in terms of the resolution plan formulated under the regulatory framework prescribed by the Reserve Bank of India and in accordance with the Master Restructuring Agreement dated March 25, 2026 (the "**MRA**") and Deed(s) of Accession dated August 25, 2026 executed thereto, subject to applicable laws and receipt of necessary statutory and regulatory approvals, including approval of the shareholders of the Company:

S. No.	Name of the Proposed Allottee	Category	Maximum no. of equity shares	Amount to be converted (₹)
1.	Axis Bank Limited	Non-promoter	2,40,47,222	22,46,01,062
2.	Bank of India	Non-promoter	57,91,538	5,40,92,973
3.	ICICI Bank Limited	Non-promoter	1,06,13,081	9,91,26,178
4.	IDBI Bank Limited	Non-promoter	30,84,441	2,88,08,681
5.	Karur Vysya Bank	Non-promoter	16,56,286	1,54,69,716
6.	Punjab National Bank	Non-promoter	4,92,20,325	45,97,17,840
7.	State Bank of India	Non-promoter	2,09,15,777	19,53,53,359
8.	Union Bank of India	Non-promoter	2,94,65,804	27,52,10,610
Total			**14,47,94,474**	**1,35,23,80,419**

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(b) issuance of up to 7,55,55,555 equity shares of face value of ₹1 each at an issue price of ₹9.00 per equity share, on a preferential basis to Mr. Shashin Patel, a member of the promoter group of the Company, pursuant to conversion of existing unsecured loan aggregating upto ₹ 68 Crores (Rupees Sixty Eight Crores), in accordance with the MRA, the provisions of the Companies Act, 2013 and Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "**SEBI ICDR Regulations**"), and other applicable laws, subject to receipt of the requisite statutory and regulatory approvals, including approval of the shareholders of the Company.

The aforesaid issuances form part of the implementation of the resolution plan approved by the lenders under the regulatory framework prescribed by the Reserve Bank of India and documented under the MRA and the deeds of accession executed thereto. The proposed issuances are intended to facilitate the conversion of certain outstanding obligations and unsecured loans in accordance with the terms of the resolution plan, subject to applicable statutory, regulatory and shareholders' approvals.

The requisite details as required in terms of SEBI Master circular dated July 11, 2023 and last updated on January 30, 2026, bearing number HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 is enclosed as **Annexures – A** to this outcome of Board Meeting.

2. **Notice of 37th Annual General Meeting of the Company:**

The Board of Directors of the Company has approved the notice of 37th Annual General Meeting scheduled to be held on September 30, 2026 (Wednesday) at 3.00 P.M. IST through video conferencing.

The meeting of Board of Directors duly commenced at 08.30 p.m. and concluded at 09.30 p.m.

Further, considering the materiality of event, the trading window for dealing with the securities of the company has already been closed w.e.f. 27th August, 2026 which shall reopen after expiry of 48 hours from the conclusion of this meeting.

We request you to kindly take note of the above intimation on your record and disseminate.

Thanking you.
Yours truly,

For Sadbhav Engineering Ltd.

Patel Shashin Vishnubhai

Shashin V. Patel
Chairman and Managing Director
DIN: 00048328

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Encl.: As above

SIPL
SADBHAV
Infrastructure Project Ltd.

Annexure – A

Details of issuance of securities through private placement on preferential basis as required in terms of SEBI Master circular dated July 11, 2023 and last updated on January 30, 2026, bearing number HO/49/14/14(7)2025-CFD-POD2/I/3762/2026.

<table>
<tr><th>S. No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td>1.</td><td>Type of securities proposed to be issued (viz. equity shares, convertibles etc.)</td><td>Equity shares</td></tr>
<tr><td>2.</td><td>Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)</td><td>Preferential issue pursuant to the resolution plan formulated under the regulatory framework prescribed by the Reserve Bank of India and in accordance with Chapter V of the SEBI ICDR Regulations.</td></tr>
<tr><td>3.</td><td>Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)</td><td>Up to 22,03,50,029 equity shares</td></tr>
<tr><td>4.</td><td>In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s):
(a) Names of the investors;
(b) Post allotment of securities – outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors
~~(c) in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;~~</td><td>
<table>
<tr><th>Sr. No.</th><th>Name of the proposed allottee and status</th><th>Conversion price/issue price</th><th>Maximum no. of equity shares to be allotted</th></tr>
<tr><td>1.</td><td>Axis Bank Limited (Non-Promoter)</td><td>9.34</td><td>2,40,47,222</td></tr>
<tr><td>2.</td><td>Bank of India (Non-Promoter)</td><td>9.34</td><td>57,91,538</td></tr>
<tr><td>3.</td><td>ICICI Bank Limited (Non-Promoter)</td><td>9.34</td><td>1,06,13,081</td></tr>
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<tr><td>5.</td><td>Karur Vysya Bank (Non-Promoter)</td><td>9.34</td><td>16,56,286</td></tr>
<tr><td>6.</td><td>Punjab National Bank (Non-Promoter)</td><td>9.34</td><td>4,92,20,325</td></tr>
<tr><td>7.</td><td>State Bank of India (Non-Promoter)</td><td>9.34</td><td>2,09,15,777</td></tr>
<tr><td>8.</td><td>Union Bank of India (Non-Promoter)</td><td>9.34</td><td>2,94,65,804</td></tr>
<tr><td>9.</td><td>Mr. Shashin Patel (Promoter Group)</td><td>9.00</td><td>7,55,55,555</td></tr>
<tr><td colspan="3">Total</td><td>22,03,50,029</td></tr>
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</td></tr>
<tr><td>5.</td><td>Any cancellation or termination of proposal for issuance of securities including reasons thereof.</td><td>Not applicable</td></tr>
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