SYSTEMATIC

SYSTEMATIC INDUSTRIES LIMITED.
(Formerly Known as SYSTEMATIC INDUSTRIES PRIVATE LIMITED)
CIN: L27320MH2000PLC125313
Wires today. A stronger tomorrow

To,
The Manager,
Department of Corporate Services,
BSE Limited,
Phirozee Jeejeeboy Towers,
Dalal Street, Fort,
Mumbai – 400 001.

<u>Reference: Systematic Industries Limited ("the Company")</u>

<u>Scrip Code: 544541 ISIN: INE1KLZ01011</u>

Dear Sir/Madam,

Subject: <u>Outcome of Board Meeting held today on Tuesday, September 08, 2026 and Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.</u>

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, we wish to inform you that the Board of Directors of the Company at their meeting held today i.e., Tuesday, September 08, 2026, have, *inter-alia*, considered and approved the following matters:

1. **Acquisition of 10,000 Equity Shares of M/s. Wire Brigade Industries Private Limited ("WBIPL") (i.e., 100% of Equity Shareholding) for cash and for consideration other than cash (share swap).**

   On the recommendation of the Audit Committee, the Board of Directors has approved the acquisition of 10,000 equity shares of face value of ₹ 10/- (Rupees Ten Only) each of WBIPL ("Sale Shares"), representing 100% of the equity share capital of WBIPL, from M/s. Veritas Industries Private Limited ("VIPL"), Entity belonging to Promoter Group of the Company, at a price ₹ 21,500/- (Rupees Twenty One Thousand Five Hundred Only) per equity share of WBIPL.

   <u>The consideration payable for the said acquisition shall be discharged by way of:</u>

   i. **Issue and allotment of 9,42,600 equity shares of the Company on preferential basis for consideration other than cash**

      For the 9,996 Sale Shares, the Company shall issue and allot 9,42,600 fully paid-up equity shares of the Company, having a face value of ₹10 each and issued at ₹228 per share, on a preferential basis for consideration other than cash.

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ii. Payment of consideration for balance Sale Shares

For the 04 Sale Shares, the Company shall pay the consideration in cash i.e., ₹ 86,000/-, in compliance with the applicable laws.

The acquisition will be undertaken on the arm's length basis, taking into account the valuation reports issued by CA Sejal Agrawal, Director of M/s. Procurve Valux Private Limited, IBBI Registered Valuer Entity - Securities and Financial Assets being an Independent Registered Valuer Entity (IBBI Registration No. IBBI/RV-E/02/2025/218) to determine the fair value of the equity shares of WBIPL and will be subject to the approval from the shareholders and in-principle approval from the Stock Exchange.

The acquisition of **Sale Shares** shall be subject to such regulatory /statutory approvals as may be required under applicable laws including the approval of the shareholders of the Company for issuance of Share for consideration other than cash on a preferential basis.

The information pursuant to Regulation 30 of SEBI LODR Regulations read with applicable SEBI Master Circular, is enclosed as **Annexure – I** (Acquisition of Securities).

2. **To create, offer, issue, and allot up to 14,88,600** (Fourteen Lakh Eighty Eight Thousand Six Hundred) **Equity Share of the Company** of face value of ₹ 10/- (Rupees Ten Only) each at an issue price of ₹ 228.00/- (Rupees Two Hundred and Twenty Eight only) each [including a premium of ₹ 218.00/- (Rupees Two Hundred and Eighteen Only) each] aggregating up to ₹ 33,94,00,800/- (Rupees Thirty Three Crore Ninety Four Lakh Eight Hundred Only) to the Allottees belonging to the Promoters Group and Non-Promoters, **for cash and for consideration other than cash (share swap) on private placement and preferential basis** pursuant to provisions of section 23(1)(b), 42, 62(1) (c) and other applicable provisions of the Companies Act, 2013, SEBI (ICDR) Regulations, 2018, SEBI (LODR) Regulations, 2015 and other applicable laws.

   The details of allottees is as mentioned below and other details as required under Regulation 30 of SEBI LODR Regulations read with applicable SEBI Master Circular, with respect to Issuance of Securities is enclosed herewith as **Annexure – II**;

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Details of Allottees:

Sr. No.	Name of the Proposed Equity Allottees	Category	Nature of Consideration (Cash/ other than Cash/ both)	Maximum Number of Equity Shares to be Issued (Upto)	Amount (₹)
1	Veritas Industries Private Limited	Company, Promoter-Group	Other than Cash (Share Swap)	9,42,600.00	21,49,12,800.00
2	Vijit Global Securities Private Limited	Company, Non-promoter	Cash	45,000.00	1,02,60,000.00
3	Vijit Growth Fund	Alternative Investment Fund, Non- Promoter	Cash	44,400.00	1,01,23,200.00
4	Rajesh Kumar Singla	Indian Individual, Non-Promoter	Cash	44,400.00	1,01,23,200.00
5	Value Prolific Consulting Services Private Limited	Company, Non-Promoter	Cash	44,400.00	1,01,23,200.00
6	Amod Gupta	Indian Individual, Non-Promoter	Cash	44,400.00	1,01,23,200.00
7	Mili Emerging Equities Fund	Alternative Investment Fund, Non- Promoter	Cash	44,400.00	1,01,23,200.00
8	Khatod Divyank Rameshwarlal	Indian Individual, Non-Promoter	Cash	30,600.00	69,76,800.00
9	Hansaben Chatarlal Shah	Indian Individual, Non-Promoter	Cash	30,600.00	69,76,800.00
10	Bachh Raj Nahar	Indian Individual, Non-Promoter	Cash	22,200.00	50,61,600.00

11	Rahul Gadia Securities Private Limited	Company, Non-Promoter	Cash	22,200.00	50,61,600.00
12	Mayuri Shripal Vora	Indian Individual, Non-Promoter	Cash	22,200.00	50,61,600.00
13	Gaurav Paliwal	Indian Individual, Non-Promoter	Cash	21,600.00	49,24,800.00
14	Arpit Agrawal HUF	HUF, Non-Promoter	Cash	21,600.00	49,24,800.00
15	Arpit Ashok Kumar Jain	Indian Individual, Non-Promoter	Cash	21,600.00	49,24,800.00
16	Shubham Tibrewal	Indian Individual, Non-Promoter	Cash	21,600.00	49,24,800.00
17	G. Santosh kumar	Indian Individual, Non-Promoter	Cash	14,400.00	32,83,200.00
18	Parag Rathi	Indian Individual, Non-Promoter	Cash	14,400.00	32,83,200.00
19	Shailesh Shrinivas Rathi	Indian Individual, Non-Promoter	Cash	14,400.00	32,83,200.00
20	Sunrise Growth LLP	Body Corporate, Non-Promoter	Cash	10,800.00	24,62,400.00
21	Ruchas Ventures	Partnership Firm, Non-Promoter	Cash	10,800.00	24,62,400.00
Total				**14,88,600.00**	**33,94,00,800.00**

3. Convening of 01/2026-27 Extra-Ordinary General Meeting ("EoGM") on Thursday, October 01, 2026 at 12:00 P.M to seek the approval of the members of the Company for above mentioned agenda. The notice of the said EGM and other related details shall be submitted to the Stock Exchange in due course in compliance with the provisions of the SEBI Listing Regulations;

4. Fixed, Tuesday, September 01, 2026, being the date 30 days prior to the date of passing of resolution at the ensuing 01/2026-27 EoGM to be held on Thursday, October 01, 2026, as the Relevant Date in relation to the Issue of Shares via Preferential Issue in accordance with SEBI ICDR Regulations;

5. Fixed, Friday, September 04, 2026, as the cut- off date for the purpose of reckoning the name of the eligible members for dispatch of Notice of EGM along with the details of E- voting;

6. Fixed, Friday, September 25, 2026 as the Cut-off Date for the purpose of determining the eligibility of the Members to attend and vote at the 01/2026-27 EGM of the Company scheduled to be held on Thursday, October 01, 2026;

   The remote e-voting facility will commence from Monday, September 28, 2026 from 9:00 A.M. (IST) and will end on Wednesday, September 30, 2026 till 5:00 P.M (IST);

7. Appointed CS Murtuza Mandor proprietor of M/s Murtuza Mandorwala & Associates, Practicing Company Secretary, (CP No.: 14284/Membership No.: FCS10745) as the Scrutinizer for scrutinizing for the ensuring EoGM in a fair and transparent manner.

The Board Meeting commenced at 03:30 PM (IST) and concluded at 04:30 PM (IST).

Please note that in terms of the Company's Code of Conduct for Prohibition of Insider Trading and pursuant to SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended, the trading window for trading in securities of the Company will open on Friday, September 11, 2026.

The above information will be made available on the website at: www.systematicindustries.com.

You are requested to take the above information on your record.

Thanking you.

For Systematic Industries Limited
(Formerly known as Systematic Industries Private Limited)
Siddharth Rajendra Agarwal
Digitally signed by Siddharth Rajendra Agarwal
Date: 2026.09.08 16:34:14 +05'30'
Siddharth Rajendra Agarwal
Managing Director
DIN: 00515410

Enclosures: As referred above

ANNEXURE I

Details required under Regulation 30 read with Part A of Schedule III of SEBI Listing Regulations:

Sr. No.	Particulars	Details
1	Name of the target entity, details in brief such as size, turnover, PAT, EBITDA etc.;	**Name of the Target Company:** Wire Brigade Industries Private Limited ("WBIPL") **Details of the Target Company:** Wire Brigade Industries Private Limited is engaged in manufacturing and supply of **steel wires, MS wires and annealed wires**. Refer Sr. No. 10 for Brief Background. **Provisional Financials for FY 2025-26 Turnover:** The turnover of WBIPL on March 31, 2026 is **₹ 10,974.76 Lakh** **EBITDA**: The EBITA of WBIPL on March 31, 2026 is **₹ 592.70 Lakh** **PAT**: The PAT of WBIPL on March 31, 2026 is **₹ 214.38 Lakh**
2	Whether the acquisition would fall within related party transaction(s) and whether the promoter/promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms-length";	Yes, the acquisition would fall within related party transaction. WBIPL is a Company which fall under the Promoter Group of the Company. The existing shareholders of WBIPL i.e., Veritas Industries Private Limited is Part of Promoter Group of the Company.

		The acquisition of shares has been done at an "arms-length" The acquisition will be undertaken on the arm's length basis, taking into account the valuation reports issued by CA Sejal Agrawal, Director of M/s. Procurve Valux Private Limited, IBBI Registered Valuer Entity - Securities and Financial Assets being an Independent Registered Valuer Entity (IBBI Registration No. IBBI/RV-E/02/2025/218) to determine the fair value of the equity shares of WBIPL and will be subject to the approval from the shareholders and in-principle approval from the Stock Exchanges. The proposed transaction is not a material related party transaction; hence, the permission of shareholders is not required for approving the related party transaction under section 188 read with applicable rules and SEBI Regulations.
3	Industry to which the entity being acquired belongs;	Manufacturing and supply of **steel wires, MS wires and annealed wires.**
4	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	**Objects and Effects of the Acquisition**: 1. **Consolidation Within the Listed Entity:** The acquisition will enable the Company to exercise full control over WBIPL and make it a wholly-owned subsidiary. This will bring all related business activities under the listed entity, ensuring unified operations, improved governance, and better strategic alignment. 2. **Capacity-led Growth:** The addition of operating capacity, together with the ongoing expansion at Wire Brigade, provides Systematic with additional headroom to cater to increasing customer requirements.

		3. **Eastern India Manufacturing Presence:** Wire Brigade's Howrah, West Bengal facility provides Systematic with a manufacturing base in Eastern India, enabling the Company to cater more efficiently to customers in the region. **Benefit to the Company:** With WBIPL becoming a wholly-owned subsidiary, all future expansions undertaken in WBIPL will directly benefit the Systematic Industries Limited and strengthen the overall operational and financial position of the listed entity.
5	Brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable. However, since acquisition involves non-cash consideration (Swap Shares), same is subject to the requisite approval of the Shareholders, In-principle approval from the Stock Exchanges under the ICDR Regulations and LODR Regulations and other procedural compliances.
6	Indicative time period for completion of the acquisition;	The Acquisition will be tentatively completed in following manner: **For Acquisition through SWAP of Shares:** within a period of 30 (fifteen) days from the later of: - a) Date of the approval of special resolution for preferential issue of equity shares; or b) Receipt of date of the in-principal approval/ permission required for allotment under the preferential issue from the stock exchanges for issuance of the equity shares to the proposed

		allottees and other procedural compliances. **For Acquisition through Cash Consideration:** within a period of 30 (Thirty) days from the later of: - a) Date of the approval of special resolution for preferential issue of equity shares; or b) Receipt of date of the in-principal approval/ permission required for allotment under the preferential issue from the stock exchanges for issuance of the equity shares to the proposed allottees and other procedural compliances.
7.	Nature of consideration - whether cash consideration or share swap and details of the same;	Cash and consideration other than cash (Share Swap) detail bifurcation is which is provided herewith a “Annexure IA”
8	Cost of acquisition or the price at which the shares are acquired;	Acquisition of 10,000 equity shares of face value of ₹ 10/- Each (Rupees Ten Only) each representing 100% of the equity share capital of WBIPL, from entity belonging to Promoter Group of the Company, at a price of ₹ 21,500/- (Rupees Twenty-Five Thousand and Five Hundred Only) per equity share of WBIPL.
9	Percentage of shareholding / control acquired and / or number of shares acquired;	Post the Acquisition 100% of Equity Share Holding of WBIPL will be owned by the Company. Accordingly, WBIPL will become Wholly Owned Subsidiary Company of the Company.

10	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	**Brief Background:** **Wire Brigade Industries Private Limited (“WBIPL”)** is an ISO 9001:2005 certified company engaged in the manufacturing and supply of steel wires, MS wires and annealed wires. The Company has its manufacturing facility in Howrah, West Bengal, and caters to applications across power transmission, infrastructure, telecommunications, agro-based and allied industries. The Company manufactures wire products for various industrial requirements and serves customers across the aforesaid sectors. **Line of Business:** Manufacturing and supply of **steel wires, MS wires and annealed wires.** **Date of incorporation:** 17/12/2020 **Turnover of last 3 Financial Years: (Amount in lakhs)** 2025-26 (P) – ₹ 10,974.76 2024-25 (A)– ₹ 8,548.14 2023-24 (A)– ₹ 6,279.18 **Country in which the acquired entity has presence:** India.

Annexure IA

Details of consideration other than cash (Share Swap) for acquisition of 9,996 Equity Shares of WBIPL

Sr. No.	Name of Transferor (being existing shareholder of WBIPL)	No. of Shares of WBIPL to be transferred to the Company in form of Non Cash Consideration [A]	Value of Shares of WBIPL to be transferred to the Company in form of Non Cash Consideration (₹) [B] (A x 21,500)	No of New Shares to be allotted to Transferor for consideration other than cash [C]	Value of New Shares to be allotted to Transferor for consideration other than cash (₹) [D] (C x 228)	Difference* between value of Sale Shares and Value of New Equity issued (₹) [E] (B – D)
1	Veritas Industries Private Limited	9,996	21,49,14,000	9,42,600	21,49,12,800	1,200
	Total	**9,996**	**214,914,000**	**9,42,600**	**214,912,800**	**1,200**

***NOTE:** The difference between value of Sale Shares and Value of New Equity issued [E] i.e., difference that arises between value of Sale Shares [B] and Value of New Equity issued and allotted [D] for consideration other than cash shall be paid by the Company in Cash to the transferor from Company's existing internal accruals.

Details of consideration For Cash:

For 04 Sale Shares at a price Rs. 21,500/- per equity share, consideration of Rs. 86,000 /- will be paid by the Company in cash, in compliance with applicable laws.in following manner:

No	Name	No of Shares Held	Amount of Consideration (INR)
1	Veritas Industries Private Limited	04	86,000
	Total	**04**	**86,000**

ANNEXURE II

Details required under Regulation 30 read with Part A of Schedule III of SEBI Listing Regulations:

Sr. No.	Disclosure Requirements	Details
1.	Types of securities proposed to be Issued	Fully paid-up Equity Shares of the face value of ₹10/- (Rupees Ten only) each ranking *pari-pasu* in all respect with the Existing Equity Shares of the Company
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR / GDR), qualified institutions placement, preferential allotment etc.)	Preferential issue of Equity Shares, for Cash & consideration other than cash, in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder and provisions of Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws.
3.	Total number of Securities proposed to be issued or the total amount for which the securities will be issued and Issue Price per	**Up to 14,88,600 Equity Share of the Company** of face value of ₹ 10/- (Rupees Ten Only) each **at an issue price of ₹ 228.00/- (Rupees Two Hundred and Twenty Eight only)** each [including a premium of ₹ 218.00/- (Rupees

	Share	Two Hundred and Eighteen only) each] **aggregating up to ₹ 33,94,00,800** to the Allottees belonging to the Promoters Group and Non-Promoters as disclosed above, **for cash and for consideration other than cash (share swap)** on private placement and preferential basis pursuant to provisions of section 23(1)(b), 42, 62(1) (c) and other applicable provisions of the Companies Act, 2013, SEBI (ICDR) Regulations, 2018, SEBI (LODR) Regulations, 2015 and other applicable laws. The price of the Shares has been determined in accordance with the SEBI (ICDR) Regulations. The preferential issue will be undertaken for cash consideration and for consideration other than cash (share swap). Equity Shares application price shall be equivalent to 100% of the issue price. The price of the Equity Shares to shall be subject to appropriate adjustments, if any, required as permitted under applicable law
4	**Additional details in case of preferential issue:**	
a.	Names of Investors	As mentioned Above "Details of Allottees"
b.	Post allotment of securities – outcome of the subscription	Please refer "Annexure IIA".
c.	Issue price/ allotted price (in case of convertibles)	Issue price of Equity Shares to be issued & allotted is ₹ 228.00/- each [including a premium of ₹ 218/- each Equity share]
d.	Number of investors	21 (Twenty One) Please refer "Annexure IIA" for List of Allottees.
e.	In case of convertibles – intimation on conversion of securities or on lapse of the tenure of the instruments	Not Applicable
f.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable

ANNEXURE IIA:

Sr No.	Identity of the Allottes	Category	Nature of Consideration (Cash/ other than Cash/ both)	% of Pre-Preferential Issue Capital		% of Post-Preferential Issue Capital	
				No. of Equity Shares	% of Holding	No. of Equity Shares	% of Holding
1	Veritas Industries Private Limited	Company, Promoter-Group	Other than Cash (Share Swap)	Nil	0%	9,42,600.00	3.96%
2	Vijit Global Securities Private Limited	Company, Non- Promoter	Cash	Nil	0%	45,000.00	0.19%
3	Vijit Growth Fund	Alternative Investment Fund, Non-Promoter	Cash	Nil	0%	44,400.00	0.19%
4	Rajesh Kumar Singla	Indian Individual, Non-Promoter	Cash	Nil	0%	44,400.00	0.19%
5	Value Prolific Consulting Services Private Limited	Company, Non-Promoter	Cash	Nil	0%	44,400.00	0.19%
6	Amod Gupta	Indian Individual, Non-Promoter	Cash	Nil	0%	44,400.00	0.19%
7	Mili Emerging Equites Fund	Alternative Investment Fund, Non-Promoter	Cash	54,600.00	0.24%	99,000.00	0.42%
8	Khatod Divyank Rameshwarlal	Indian Individual, Non-Promoter	Cash	Nil	0%	30,600.00	0.13%
9	Hansaben Chatarlal Shah	Indian Individual, Non-Promoter	Cash	Nil	0%	30,600.00	0.13%

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10	Bachh Raj Nahar	Indian Individual, Non-Promoter	Cash	Nil	0%	22,200.00	0.09%
11	Rahul Gadia Securities Private Limited	Company, Non-Promoter	Cash	Nil	0%	22,200.00	0.09%
12	Mayuri Shripal Vora	Indian Individual, Non-Promoter	Cash	Nil	0%	22,200.00	0.09%
13	Gaurav Paliwal	Indian Individual, Non-Promoter	Cash	Nil	0%	21,600.00	0.09%
14	Arpit Agrawal HUF	HUF, Non-Promoter	Cash	Nil	0%	21,600.00	0.09%
15	Arpit Ashok Kumar Jain	Indian Individual, Non-Promoter	Cash	Nil	0%	21,600.00	0.09%
16	Shubham Tibrewal	Indian Individual, Non-Promoter	Cash	Nil	0%	21,600.00	0.09%
17	G. Santosh kumar	Indian Individual, Non-Promoter	Cash	Nil	0%	14,400.00	0.06%
18	Parag Rathi	Indian Individual, Non-Promoter	Cash	Nil	0%	14,400.00	0.06%
19	Shailesh Shrinivas Rathi	Indian Individual, Non-Promoter	Cash	Nil	0%	14,400.00	0.06%
20	Sunrise Growth LLP	Body Corporate, Non-Promoter	Cash	Nil	0%	10,800.00	0.05%
21	Ruchas Ventures	Partnership Firm, Non-Promoter	Cash	Nil	0%	10,800.00	0.05%

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