SHAYA POLYMERS LIMITED

CIN: U24100TN2017PLC115377

Registered Office: Plot No. E4, SIPCOT Industrial Park,
Irrungattukottal, Kanchipuram, Sripreumbudur, Tamil Nadu, India - 602117

FORM PAS-4

PRIVATE PLACEMENT OFFER LETTER CUM APPLICATION LETTER

DATED: October 9, 2026

Private and Confidential – For Private Circulation Only

Private Placement Offer Letter cum Application Letter

Date: October 9, 2026

To,

Mr. Dharmendra Sundara Babu
NO 34, 2nd CROSS RAGHAVENDRA LAYOUT
GUBBALALU, BANGALORE SOUTH
BENGALURU – 560061
KARNATAKA

Subject: **Private placement offer letter for issue of Equity Shares on consideration other than cash on swap of shares of Climate Changers - Technology Solutions Private Limited**

Dear Sir,

In accordance with the provisions of Section 42 and Section 62(1)(c) of the Companies Act, 2013, and Rule 13 of the Companies (Share Capital and Debentures) Rules 2014 and Rule 14 of Companies (Prospectus and Allotment of Securities) Rules 2014 framed there under, as may be amended from time to time and provisions of the memorandum of association and articles of association of the Shaya Polymers Limited ("**Company**"), the Company has recorded the name of **Mr. Dharmendra Sundara Babu** for the purposes of offer and issuance of **1,88,235 (One lakh Eighty eight thousand two hundred and thirty five) fully paid-up equity shares of the Company of face value of Rs.10/- each at an issue price of Rs.425/- per equity share, aggregating to Rs. Rs.7,99,99,875 (Rupees Seven crore ninety-nine lakhs ninety-nine thousand eight hundred and seventy five only), for consideration other than cash**, by way of acquisition of 2,00,000 equity shares of Rs.10 each representing 20% of the paid-up equity share capital of **Climate Changers – Technology Solutions Private Limited** being the remaining equity shares of the Subsidiary Company, by way of private placement for which the board of directors of the Company at the board meeting held on September 24, 2026 and members of the Company at the extra ordinary general meeting held on September 28, 2026 have given their respective approvals.

Company has provided a 'Private Placement Offer cum Application Letter' as mandated by the Companies Act, 2013 in the manner prescribed in Form PAS-4 attached hereto which contains all the necessary information and disclosures to enable you to make an informed choice before the acceptance of the Equity Shares. Request you to forward your acceptance within 30 days from the date hereof, by transferring the respective shares of Climate Changers – Technology Solutions Private Limited to the Company's name.

We look forward to your response.

For, **SHAYA POLYMERS LIMITED**

Dr. RAM SAI YELAMANCHILI
MANAGING DIRECTOR
DIN: 07716108

SHAYA POLYMERS LIMITED
CHENNAI
602117

FORM NO PAS-4

[see Rule 14(3) of Companies (Prospectus and Allotment of Securities) Rules, 2014]

Part-A

PRIVATE PLACEMENT OFFER CUM APPLICATION LETTER

1. GENERAL INFORMATION:

i. Name, address, website and other contact details of the company indicating both registered office and corporate office:

	Name of the Company	SHAYA POLYMERS LIMITED (previously known as Shaya Polymers Private Limited)
	Registered Office Address of the Company	Plot No. E4, SIPCOT Industrial Park, Irungattukottai, Keevalor Village, Kancheepuram District, Tamil Nadu – 602117
	Corporate Office Address of the Company	Same as above
	Contact number	+91 8920994073/ +91 9873035596
	Email ID	ramsaiy@gmail.com
	Website	www.shayapolymers.com/
ii.	Date of incorporation of the company;	08-MARCH-2017
iii	Business carried on by the company and its subsidiaries with the details of branches or units, if any; a. The description of the Company's Principal Business Activities are as under: 1. To carry on the business of manufacturers of and dealers in chemicals, and polymer products of any nature and kind whatsoever, and all by-products and joint products thereof. 2. To carry on business as chemical importers, exporters, manufacturers of and dealers in chemicals, petrochemicals, polymer products, plastics, intermediates, and other polymer preparation articles. 3. To carry on the business as manufacturers of chemicals, and so far as may be deemed expedient to the business of general polymers. 4 To manufacture, buy, sell, import, export and deal in chemicals, plastic of all types. 5. To carry on the business of manufacturing, buying, selling and trading polyurethane and its raw materials and byproducts and finished products b. Details about the subsidiaries of the Company with the details of \branches or units: **Subsidiary Companies:** 1. **PIONEER COLD STORE AND CLADDING PRIVATE LIMITED** CIN: U74900TN2008PTC07026 Registered Office: Plot No.25, Pallavan Nagar Main Road Maduravoyal, Chennai, Tamil Nadu, India, 600095 2. **CLIMATE CHANGERS - TECHNOLOGY SOLUTIONS PRIVATE LIMITED** CIN: U46301KA2013PTC070210 Registered Office: No 34, Ground Floor, Raghvendra Layout, 2nd Cross Uttarahalli Gubbalalu Main Road, Subramanyapura, Bangalore, Karnataka, India, 560061	



iv.	Brief particulars of the management of the company a. Details of Board of Directors of the Company & their profile: SHAYA POLYMERS LIMITED is a Public limited company incorporated in the year 2017. The Company is managed by the Promoter Directors and there are three Independent Directors on the Board, whose details are provided in point v. below b. Details of Key Management Personnel of the Company & their profile in in point vi. below

v. Names, addresses, DIN and occupations of the directors

S.No.	Name & Designation	Address	DIN	Occupation
1	RAM SAI YELAMANCHILI Chairman and Managing Director	No.703, SILVER SANDS TOWER, GODREJ PALMGROVE APARTMENTS, CHEMBARAMBAKKAM, TIRUVALLUR, TAMILNADU – 600123	07716108	Business
2	SIREESHA YELAMANCHILI Whole time Director	No.703, SILVER SANDS TOWER, GODREJ PALMGROVE APARTMENTS, CHEMBARAMBAKKAM, TIRUVALLUR, TAMILNADU – 600123	07716137	Business
3	SRINIVASA SUMANTH TAKKELLAPATI Non-executive Director	15-09-628, Road No-1, Behind collectrate, Kaviraj Nagar, Khanapuram Haveli (Rural) Khammam, Telangana - 507002	09114749	Business
4	VANI TAKKELLAPATI Non-executive Director	15-09-628, Road No-1, Behind collectrate, Kaviraj Nagar, Khanapuram Haveli (Rural) Khammam, Telangana - 507002	09344811	Business
5	MUTHUKUMARAN JAYARAMAN Independent Director	52, AVM Avenue, 1st Main Road, Virugambakkam, Chennai-600092	10556093	Professional

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	6	TRIVELLORE KESAVAN PREMKUMAR Independent Director	1-A-Abirami Meadow Land, 32, Park Road, Padi S.O, Padi, Chennai, Ambattur, Tiruvallur-600050.	10516340	Professional
	7	GNANASAMBANDAM VENKATRAGHAVAN Independent Director	No 24 II Main Road, East Balaji Nagar Kallikuppam, Ambattur, Chennai-600053	03482581	Business
	8	DHARMENDRA SUNDARA BABU Non-executive Director	No. 34, 2nd Cross Raghavendra Layout, Gubbalalu Bangalore South PO: Subramanyapura, Bengaluru, Karnataka 560061	06607562	Business
	9	MUTHUKRISHNAN RAVI Non-executive Director	4, Shastri Nagar, 5th Cross Street, Adayar 600020	03605222	Business
vi.	Names, addresses, DIN and Designation of the KMPs				
	S.No.	Name	Address	Membership/ DIN/ PAN	Designation
	1	RAM SAI YELAMANCHILI	No.703, SILVER SANDS TOWER, GODREJ PALMGROVE APARTMENTS, CHEMBARAMBAKKAM, TIRUVALLUR, TAMILNADU – 600123	07716108	Managing Director
	2	NILESH VINOD DEVARE	H. No 399, Near Abhilasha Park, Manda West, Titwala, Kalyan Maharashtra 421605.	AJYPD6100B	Chief Financial Officer
	4	SUBBARAYALU KUMAR	No.72, 3rd street, Sathyamoorthy Nagar, Kathirvedu.	Membership No. A45300	Company Secretary
vii.	Management's perception of risk factors: Nil				
viii.	Details of default, if any, including therein the amount involved, duration of default and present status, in repayment of –				
	a) statutory dues;			NIL	
	b) debentures and interest thereon;			NIL	
	c) deposits and interest thereon;			NIL	

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	d) long- term loan from any bank or financial institution and interest thereon.	NIL
ix.	Names, designation, and email ID of the nodal/ compliance officer of the company, if any, for the private placement offer process;	CS S Kumar, Company Secretary, cs@shayapolymers.com/ Dr. Ram Sai Yelamanchili, Managing Director, ramsaiy@gmail.com
x.	Registrar of the Issue:	Purva Sharegistry (India) Pvt. Ltd.
xi.	Valuation Agency:	Mr. Ramji Mahadevan, Registered Valuer, having their office at No.15-7, Maruthi, 35th Street, Nanganallur, Chennai -600061, who is an Independent Chartered Accountant in practice with Membership No.204541 and a Registered Valuer having Regn. No. IBBI/RV/05/2019/10894
xii.	Auditors:	M/s. Elangovan & Co Chartered Accountant, Old.No.4, New.No.15, III Floor, Metro Homes Ranga Road, Mylapore Chennai – 600004.
xiii.	Any Default in Annual filing of the company under the Companies Act, 2013 or the rules made thereunder	NIL

2. PARTICULARS OF THE OFFER

i.	Financial position of the Company for the last 3 financial years	Please refer below in point no. 5 viii.
ii.	Date of passing of board resolution	September 24, 2026
iii.	Proposed date of passing of resolution in the Extra- ordinary general meeting, authorizing the offer of securities	September 28, 2026
iv.	Kinds of securities offered (i.e. whether share or debenture) and class of security; the total numbers of shares or other securities to be issued	Kind of securities offered: Equity Shares 1,88,235 (One lakh Eighty eight thousand two hundred and thirty five) fully paid-up equity shares of the Company of face value of Rs.10/- each at an issue price of Rs.425/- per equity share, aggregating to Rs. Rs.7,99,99,875 (Rupees Seven crore ninety-nine lakhs ninety-nine thousand eight hundred and seventy five only), for consideration other than cash, by way of acquisition of 2,00,000 equity shares of Rs.10 each representing 20% of the paid-up equity

SHAYA POLYMERS LIMITED CHENNAI 600117

<table>
<tr><td></td><td></td><td>share capital of Climate Changers - Technology Solutions Private Limited</td></tr>
<tr><td>v.</td><td>Price at which the security is being offered including the premium, if any, along with justification of the price</td><td>Face value: Rs.10/- (Rupees Ten)
Premium: Rs.415/- (Rupees Four hundred fifteen)
Issue Price: Rs. 425/- (Four hundred twenty five)</td></tr>
<tr><td>vi.</td><td>Name and address of the valuer who performed valuation of the security offered and basis on which the price has been arrived at along with report of the registered valuer:</td><td>Mr. Ramji Mahadevan, Registered Valuer, having their office at No.15-7, Maruthi, 35th Street, Nanganallur, Chennai -600061, who is an Independent Chartered Accountant in practice with Membership No.201541 and a Registered Valuer having Regn. No. IBBI/RV/05/2019/10894

Wherein the value of the Company/entity as a whole has been determined at Rs. 998.27 crores and the fair value of the equity shares of the Company have been determined at Rs.424/- per equity share under Discounted Cash Flow method.</td></tr>
<tr><td>vii.</td><td>Relevant date with reference to which the price has been arrived at</td><td>August 31, 2026</td></tr>
<tr><td>viii.</td><td>The class or classes of persons to whom the allotment is proposed to be made;</td><td>The allotment is proposed to be made to the following Individual:

Mr. Dharmendra Sundara Babu</td></tr>
<tr><td>ix.</td><td>Intention of promoters, directors or key managerial personnel to subscribe to the offer (applicable in case they intend to subscribe to the offer)</td><td>The proposed allottee, Mr. Dharmendra Sundara Babu is one of the Board of Directors of the issuer company.
No other Promoters, Directors or Key Managerial Personnel of the Company intend to subscribe to the proposed preferential issue.</td></tr>
<tr><td>x.</td><td>The proposed time within which the allotment shall be completed;</td><td>Within 60 days from the date of receipt of the application money</td></tr>
<tr><td>xi.</td><td>The names of the proposed allottees and the percentage of post private placement capital that may be held by them</td><td><table><tr><th>Sr. No.</th><th>Name of the Proposed Allottees</th><th>Post Issue Percentage</th></tr><tr><td>1.</td><td>Mr. Dharmendra Sundara Babu</td><td>0.82</td></tr></table></td></tr>
<tr><td>xii.</td><td>The change in control, if any, in the company that would occur consequent to the private placement</td><td>No change in control in the Company consequent to the private placement.</td></tr>
<tr><td>xiii.</td><td>The number of persons to whom allotment on preferential basis/private placement/ rights</td><td>The Company had made the following private placement allotments of Debentured during the</td></tr>
</table>

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	issue has already been made during the year, in terms of number of securities as well as price	year 2026-27 and there are no securities as issued are pending for allotment as on the date of this notice. i. Allotment of 550 (Five hundred fifty) fully paid, secured, unlisted, unrated, redeemable, non-convertible debentures of a face value of Rs. 1,000,000/- (Rupees One Million Only) each, aggregating up to INR 550,000,000/- (Rupees Five hundred and fifty Million Only) ("NCDs") on Oct 06, 2026 ii. Allotment of 250 (two hundred and fifty) unlisted, unrated, compulsory convertible debentures of a face value of Rs. 1,000,000/- (Rupees One Million Only) each, aggregating up to Rs. 250,000,000/- (Rupees Two Hundred and Fifty Million Only) ("CCDs") on Oct 06, 2026.
xiv.	The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer	The Company has obtained the valuation report for both the Company and Subsidiary Company and the price reported in the valuation reports forms the basis for arriving the ratio. For determining the pricing and exchange ratio of the proposed issue, the Holding Company has obtained a valuation report dated September 20, 2026 from Mr. Ramji Mahadevan, Registered Valuer, having their office at No.15-7, Maruthi, 35th Street, Nanganallur, Chennai -600061, who is an Independent Chartered Accountant in practice with Membership No.204541 and a Registered Valuer having Regn. No. IBBI/RV/05/2019/10894, wherein the value of the Company/entity as a whole has been determined at Rs. 998 crores and the fair value of the equity shares of the Company have been determined at Rs.424/- per equity share. The Subsidiary Company has obtained a valuation report dated September 24, 2026 from Mr. Ramji Mahadevan, Registered Valuer, having their office at No.15-7, Maruthi, 35th Street, Nanganallur, Chennai -600061, who is an Independent Chartered Accountant in practice with Membership No.204541

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		and a Registered Valuer having Regn. No. IBBI/RV/05/2019/10894, wherein the value of the Company/entity as a whole has been determined at Rs. 40 crores and the fair value of the equity shares of the Company have been determined at Rs.400/- per equity share.
xv.	Amount which the company intends to raise by way of proposed offer of securities;	Rs. Rs.7,99,99,875 (Rupees Seven crore ninety-nine lakhs ninety-nine thousand eight hundred and seventy five only), for consideration other than cash, by way of acquisition of 2,00,000 equity shares of Rs.10 each representing 20% of the paid-up equity share capital of Climate Changers - Technology Solutions Private Limited
xvi.	Terms of raising of securities: Duration, if applicable, rate of dividend or rate of interest, mode of payment and repayment	Duration: NA Rate of interest: NA Mode of payment of subscription amount for securities: NA due to consideration other than cash Mode of repayment: NA The Equity Shares to be allotted will rank pari passu in all respects including voting rights and dividend with the existing paid up Share Capital of the Company.
vii.	Proposed time schedule for which the private placement offer cum application letter is valid	The offer is proposed to be kept open for a period of 30 days from the date of issuance of Offer letter. In the event of the offeree intimate the Company prior to the offer period their acceptance or otherwise, the Company shall act upon such acceptance as soon as the Company receives such intimation from the investors, instead of waiting till the last date of this offer. The allotment will be completed within 60 days from the date of acceptance of offer.
xviii.	Purposes and objects of the issue	Acquisition of 2,00,000 equity shares of Rs.10 each representing the remaining 20% of the paid-up equity share capital of Climate Changers - Technology Solutions Private Limited (CCTSPL), the subsidiary Company and declare CCTSPL as a Wholly owned Subsidiary Company
xix.	Contribution being made by the promoters or directors either as	The entire issue is proposed to Mr. Dharmendra Sundara Babu, who is one of the Board of Directors of the issuer company.

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	part of the offer or separately in furtherance of such objects;	
xx.	Principle terms of assets charged as security, if applicable	NA
xxi.	The details of significant and material orders passed by the Regulators, Courts and Tribunals impacting the going concern status of the company and its future operations	NIL

xxii. The pre-issue and post-issue shareholding pattern of the company:

S.No	Category	Pre-issue		Post-issue	
		No. of Shares held	% of Shareholding	No. of Shares held	% of Shareholding
A	Promoters' Holding				
1.	Indian				
	Individual	10478005	44.50	10478005	44.15
	Bodies Corporate	-	-	-	-
	Sub total	10478005	44.50	10478005	44.15
2.	Foreign Promoters				
	Individual	-	-	-	-
	Sub Total	-	-	-	-
	Sub total (A)	**10478005**	**44.50**	**10478005**	**44.15**
B	Non - Promoters' holding				
1.	Institutional Investors	-		-	
2.	Non - Institutional Investors				
	Private corporate bodies	1529816	6.50	1529816	6.45
	Directors & Relatives	1600334	6.79	1788569	7.54
	Indian Public (Individuals/ HUF)	9659139	41.03	9659139	40.70
	Others [including Non Resident Indians (NRIs)]	276781	1.18	276781	1.17
	Sub Total (B)	**13066070**	**55.50**	**13254305**	**55.85**
	Grand Total (A)+(B)	**2,35,44,075**	**100.00**	**2,37,32,310**	**100.00**

Preference Shares : NIL

3. Mode of payment for subscription: Not applicable.
Since the issue is made for consideration other than cash, the offeree, Mr. Dharmendra Sundra Babu will transfer the 2,00,000 equity shares of Rs.10 each representing 20% of the paid-up

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equity share capital of Climate Changers – Technology Solutions Private Limited (CCTSPL) held in his name to the name of Shaya Polymers Ltd with the approval of the Board of Directors of CCTSPL.

4. DISCLOSURES WITH REGARD TO INTEREST OF DIRECTORS, LITIGATION ETC.

i.	Any financial or other material interest of the directors, promoters or key managerial personnel in the offer and the effect of such interest in so far as it is different from the interests of other persons	Nil		
ii.	Details of any litigation or legal action pending or taken by any Ministry or Department of the Government or a statutory authority against any promoter of the offeree company during the last three years immediately preceding the year of the circulation of the offer letter and any direction issued by such Ministry or Department or statutory authority upon conclusion of such litigation or legal action shall be disclosed.	Nil		
iii.	Remuneration of directors (during the current year and last three financial years)			
S. No.	**Name**	**Remuneration (Amount in Rs.)**		
		2024-25	**2023-24**	**2022-23**
1	RAM SAI YELAMANCHILI	48,00,000	12,00,000	Nil
2	SIREESHA YELAMANCHILI	12,00,000	3,00,000	Nil
iv.	Related party transactions entered during the last three financial years immediately preceding the year of circulation of offer letter including with regard to loans made or, guarantees given or securities provided	As per the details disclosed in the financial statements		
v.	Summary of reservations or qualifications or adverse remarks of auditors in the last five financial years immediately preceding the year of circulation of offer letter and of their impact on the financial statements and financial position of the company and the corrective steps taken and proposed to be taken by the company for each of the said	Nil		

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	reservations or qualifications or adverse remark	
vi.	Details of any inquiry, inspections or investigations initiated or conducted under the Companies Act or any previous company law in the last three years immediately preceding the year of circulation of offer letter in the case of company and all of its subsidiaries. Also if there were any prosecutions filed (whether pending or not) fines imposed, compounding of offences in the last three years immediately preceding the year of the offer letter and if so, section-wise details thereof for the company and all of its subsidiaries	Nil
vii.	Details of acts of material frauds committed against the company in the last three years, if any, and if so, the action taken by the company	Nil

5. FINANCIAL POSITION OF THE COMPANY

i. Capital structure of the Company

	Authorised Capital (in Rs.)	Issued Capital (in Rs.)	Subscribed Capital (in Rs.)	Paid up Capital (in Rs.)
Number of Equity Shares	4,00,00,000	2,35,44,075	2,35,44,075	2,35,44,075
Nominal Amount per Equity Share	Rs.10/-	Rs.10/-	Rs.10/-	Rs.10/-
Total Amount of Equity Share	Rs. 40,00,00,000	Rs. 23,54,40,750	Rs. 23,54,40,750	Rs. 23,54,40,750
Number of Preference Shares	-	-	-	-
Nominal Amount per Preference Share	-	-	-	-
Total Amount of Preference Shares	-	-	-	-

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ii.	Size of the Present offer	1,88,235 (One lakh Eighty eight thousand two hundred and thirty five) fully paid-up equity shares of the Company of face value of Rs.10/- each at an issue price of Rs.425/- per equity share, aggregating to Rs. Rs.7,99,99,875 (Rupees Seven crore ninety-nine lakhs ninety-nine thousand eight hundred and seventy five only), for consideration other than cash, by way of acquisition of 2,00,000 equity shares of Rs.10 each representing 20% of the paid-up equity share capital of Climate Changers – Technology Solutions Private Limited		
iii.	Paid up Capital: i) after the offer Equity Share Capital Preference Share Capital	2,37,32,310 -	Rs.10/- each -	Rs. 23,73,23,100/- -
	ii) after conversion of convertible instruments (if applicable)	NA		
g.	Share Premium Account (before the offer)	Rs. 61,88,25,727/-		
h.	Share Premium Account (after the offer)	Rs. 69,69,43,252/-		

iv. Details of the existing share capital of the Company

	Date of allotment	Number of Equity shares allotted	Face Value of shares allotted	Price	Form of consideration
1	08/03/2017	1,00,000	Rs.10/-	Rs.10/-	Cash
2	30/01/2019	10,00,000	Rs.10/-	Rs.10/-	Cash
3	14/10/2021	20,00,000	Rs.10/-	Rs.10/-	Cash
4	14/06/2022	20,00,000	Rs.10/-	Rs.10/-	Cash
5	18/03/2024	4,75,335	Rs.10/-	Rs.120/-	Cash
6	09/04/2024	5,00,000	Rs.10/-	Rs.120/-	Cash
7	29/07/2024	1,21,50,670	Rs.10/-	-	-
8	29/11/2024	12,40,660	Rs.10/-	Rs.80/-	Cash
9	24/01/2025	27,82,000	Rs.10/-	Rs.90/-	Cash
10	16/05/2025	12,13,700	Rs.10/-	Rs.247.20/-	Cash
11	11/11/2025	48,781	Rs.10/-	Rs.410/	Cash
12	05/12/2025	32,929	Rs.10/-	Rs.410/	Cash
	Total	**2,35,44,075**			

v. The number and price at which each of the allotments were made in the last one year preceding the date of the private placement offer cum application letter:

SHAYA POLYMERS LIMITED CHENNAI 602117

Date of allotment	Type of Security	Number of securities allotted	Face Value of shares allotted	Price	Form of consideration
24/09/2025	Debentures (CCD)	1,13,05,000	Rs.10/-	Rs.10/-	Cash
11/11/2025	Equity	48,781	Rs.10/-	Rs.410/-	Cash
13/11/2025	Debentures (CCD)	1,10,00,000	Rs.10/-	Rs.10/-	Cash
05/12/2025	Equity	32,929	Rs.10/-	Rs.410/	Cash
08/12/2025	Debentures (CCD)	3,29,50,000	Rs.10/-	Rs.10/-	Cash
06/10/2026	Debentures (NCD)	550	Rs.10,00,000	Rs.10,00,000	Cash
06/10/2026	Debentures (CCD)	250	Rs.10,00,000	Rs.10,00,000	Cash

vi. Profits of the company, before and after making provision for tax, for the three financial years immediately preceding the date of issue of private placement offer cum application letter: Tabulated below

vii. Dividends declared by the company in respect of the said three financial years; interest coverage ratio for last three years (cash profit after tax plus interest paid/interest paid): Tabulated below

(in INR Lakhs)

S.No.	Particulars	Preceding Year (2025-26)	Preceding Year (2024-25)	Preceding Year (2023-24)
		(Rs.in lakhs)		
a.	Profit / (Loss) before tax	2,452.85	1,017.72	356.78
b.	Profit / (Loss) after tax	1,831.09	712.93	277.19
c.	Dividends declared by the Company	Nil	Nil	Nil
d.	Interest Coverage Ratio (cash profit after tax plus interest paid / interest paid)	3.90	5.53	3.15

viii. Summary of financial position of the Company as in the three audited Balance Sheet immediately preceding the date of issue of Private Placement offer cum application letter

S.No.	Particulars	Preceding Year (2025-26)	Preceding Year (2024-25)	Preceding Year (2023-24)
		(Rs. In lakhs)		
a.	Paid up Share Capital	2,354.40	2,224.87	557.53
b.	Revenue from Operations	9,970.48	5,173.24	2,191.16

c.	Profit / (Loss) after tax	1,831.09	712.93	277.19
d.	Net Worth	17,011.10	6,218.21	1,413.00

ix. Audited Cash Flow statement for the three years immediately preceding the date of issue of private placement offer cum application letter.
Attached

x. Any change in accounting policies during the last three years and their effect to the profits and the reserves of the company.

No Change

A DECLARATION BY THE DIRECTORS

a. the company has complied with the provisions of the Act and the rules made thereunder;
b. the compliance with the Act and the rules does not imply that payment of dividend or interest or repayment of debentures, if applicable, is guaranteed by the Central Government
c. the monies received under the offer shall be used only for the purposes and objects indicated in the Offer letter;

I am authorized by the Board of Directors of the Company vide resolution dated September 24, 2026 to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the Memorandum of Association and Articles of Association. It is further declared and verified that all the required attachments have been completely, correctly and legibly attached to this form.

Dr. RAM SAI YELAMANCHILI
CHAIRMAN AND MANAGING DIRECTOR
(DIN: 07716108)

Date: October 9, 2026
Place: Chennai
Attachments:-

- *Copy of board resolution*
- *Copy of shareholders resolution*

SHAYA POLYMERS LIMITED
CHENNAI
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FORM PAS-5

(Section 42(7) and Rule 14(3) of Companies *(Prospectus and Allotment of Securities) rules, 2014*)

Record of a Private Placement offer to be kept by the company

Name of the Company: SHAYA POLYMERS LIMITED
Registered office: Plot No. E4, SIPCOT Industrial Park, Irungattukottai, Keevalor Village, Kancheepuram District, Tamil Nadu - 602117

CIN: U24100TN2017PLC115377

DETAILS OF PRIVATE PLACEMENT OFFER OF EQUITY SHARES FOR CONSIDERATION OTHER THAN CASH

Date when approval of the relevant authority (board or the shareholders, as the case may be) obtained for the current Private Placement Offer Letter:

Date of Notice of Board Meeting: 23-September-2026

Date of Board Meeting: 24-September-2026

Date of Notice of EGM: 26-September-2026

Date of EGM: 28-September-2026

Amount of the offer: Rs.7,99,99,875 /-

Date of circulation of Private Placement Offer Letter: 09-October-2026

Details of the persons to whom Private Placement Offer Letter has been circulated:

S. NO	NAME	ADDRESS	PHONE NO.	EMAIL ID
1	Mr. Dharmendra Sundara Babu	NO 34, 2nd CROSS RAGHAVENDRA LAYOUT GUBBALALU, BANGALORE SOUTH, BENGALURU - 560061 KARNATAKA	9880161830	sdharmendra55@gmail.com

Initial of the Officer of the company designated to keep the Record	

SHAYA POLYMERS LIMITED CHENNAI 602117