ATLANTAA LIMITED

(Formerly Known as Atlanta Limited)
An ISO 9001:2015 Company

Where Technology Moves With Time

501, Supreme Chambers, Off Veera Desai Road,
Andheri (West), Mumbai – 400 053.
Phone : +91-22-69891144 (10 Lines)
E-Mail : mail@atlantaalimited.in | Website : www.atlantaalimited.com
CIN : L64200MH1984PLC031852

Date: September 05, 2026

To,
Corporate Service Department
The Bombay Stock Exchange limited
P. J. Towers, 1st Floor,
Dalal Street,
Mumbai 400 001
Scrip Code: 532759

To,
Corporate Service Department
National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra-Kurla Complex,
Bandra (E)
Mumbai - 400 051.
Trading Symbol: ATLANTAA

Sub: Notice of 43rd Annual General Meeting for the Financial Year 2025-26

Dear Sir(s)/ Madam(s),

We wish to inform that **Forty-Third (43rd) Annual General Meeting ('AGM')** of the members of Company will be held on **Tuesday, September 29, 2026 at 01.00 P.M. (IST)** through Video-conferencing ('VC') and Other Audio Visual Means ('OAVM') in compliance with the provisions of Companies Act, 2013 and SEBI (LODR) Regulations, 2015 and various circulars issued by the Ministry of Corporate Affairs and Securities Exchange Board of India.

In this regard, we hereby enclose Notice of 43rd Annual General Meeting for the Financial Year 2025-2026.

Request you to take the same on your record.

Thanking you.

Yours Truly.

For Atlantaa Limited

Krupali

ATLANTAA LIMITED MUMBAI 400 053

Krupali Shah
Company Secretary & Compliance Officer

EPC : Realty : Infrastructure Development

NOTICE

Notice is hereby given that the 43rd Annual General Meeting of the Members of **ATLANTAA LIMITED** will be held on Tuesday, September 29, 2026 at 01.00 PM (IST) through Video Conferencing ("VC")/Other Audio – Visual Means ("OAVM") to transact the following business: -

ORDINARY BUSINESS:

1. To consider and adopt (a) The audited Standalone financial statement of the Company for the financial year ended March 31, 2026 and Annual report and Auditors report thereon; and (b) The audited consolidated financial statement of the Company for the financial year ended March 31, 2026 and the report of Auditors thereon.

2. To appoint a director in place of Mr. Rickiin Bbarot (DIN: 02270324), Managing Director who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. **To approve the appointment of Mrs. Mangala Prabhu (DIN:06450659) as Non-Executive, Independent Director of the Company.**

To consider and, if thought fit, to pass the following resolution as a **SPECIAL RESOLUTION**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 Schedule IV and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mrs. Mangala Prabhu (DIN:06450659) who has submitted a declaration that she meets the criteria of independence as prescribed under the Act, be and is hereby appointed as an Independent Director of the Company for a term of five (5) consecutive years commencing from August 12, 2026 to August 11, 2031 not liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 Mrs. Mangala Prabhu (DIN:06450659) be continued as an Independent Director of the Company for the term of (5) five years effective from August 12, 2026 to August 11, 2031, notwithstanding that on April 15, 2030 she attains the age of 75 years during the aforesaid tenure.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

4. **To approve Material Related Party Transaction.**

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

"RESOLVED THAT pursuant to Regulations 23 and 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, provisions of Section 188 of the Companies Act, 2013, read with the Companies (Meeting of Board and its Powers) Rules, 2014 as may be applicable and any amendments thereto and subject to such other approvals, consents, permissions and sanctions of any authorities as may be necessary and pursuant to the consent of the Audit Committee and the Board of Directors vide resolutions passed in their meetings dated August 12, 2026, consent of the members be and is hereby accorded to the Board of Directors to ratify/approve all existing and new Contract/ arrangement/ agreement/transactions like purchase, sale, rental, remuneration, interest & loans and to transfer resources, services and obligations etc with following related parties as detailed below :

Name of the Related Parties (RP)	Nature and duration of the transaction	Maximum Value of Transaction (single)	Maximum value of transaction (Agg)
Mr. Rajhoo A Bbarot	1. To enter in Related Party Transaction with Mr. Rajhoo A Bbarot to give Loan to the company or to provide security in connection with the borrowing of the company. 2. To enter in Related Party Transaction with Mr. Rajhoo A Bbarot pertaining to Transfer of resources, services and obligations.	₹50 Cr	₹50 Cr
Mr. Rickiin Bbarot	1. To enter in Related Party Transaction with Mr. Rickiin Bbarot to give Loan to the Company or to provide security in connection with the borrowing of the company. 2. To enter in Related Party Transaction with Mr. Rickiin Bbarot pertaining to Transfer of resources, services and obligations.	₹50 Cr	₹50 Cr
Mrs. Bhavana R Bbarot	1. To enter in Related Party Transaction with Mrs. Bhavana R Bbarot to give Loan to the Company or to provide security in connection with the borrowing of the company. 2. To enter in Related Party Transaction with Mrs. Bhavana R Bbarot pertaining to Transfer of resources, services and obligations.	₹50 Cr	₹50 Cr

Name of the Related Parties (RP)	Nature and duration of the transaction	Maximum Value of Transaction (single)	Maximum value of transaction (Agg)
Mrs. Pooja R Bbarot	1.To enter in Related Party Transaction with Mrs. Pooja R Bbarot to give Loan to the Company or to provide security in connection with the borrowing of the company. 2.To enter in Related Party Transaction with Mrs. Pooja R Bbarot pertaining to Transfer of resources, services and obligations.	₹1 Cr	₹1 Cr
Shree Vaibhavlakshmi Properties Private Limited	1. To enter in Related Party Transaction with Shree Vaibhavlakshmi Properties Private Limited to give loan for to the Company 2.To enter in Related Party Transaction with Shree Vaibhavlakshmi Properties Private Limited pertaining Transfer resources, services and obligations. 3.To enter into Joint venture agreement and to give contribution, to give / take Loan or to transfer of resources, services, obligations to/from the Joint Ventures with Related parties.	₹125 Cr	₹125 Cr

Name of the Related Parties (RP)	Nature and duration of the transaction	Maximum Value of Transaction (single)	Maximum value of transaction (Agg)
Atul Raj Builders Pvt Ltd.	1. To enter in Related Party Transaction with Atul Raj Builders Pvt Ltd. pertaining to Transfer resources, services and obligations. 2. To enter in Leave License Agreement for leasing of office space of Atul Raj Builders Pvt Ltd on mutually agreed terms & conditions.	₹5 Cr	₹5 Cr
Wholly Owned Subsidiary Companies 1. Atlanta Infra Assets Limited. 2. Mora Tollways Limited. 3. Atlanta Ropar Tollways Private limited	1.To enter in Related Party Transaction with Atul Raj Builders Pvt Ltd. pertaining to Transfer resources, services and obligations. 2.To enter in Leave License Agreement for leasing of office space of Atul Raj Builders Pvt Ltd on mutually agreed terms & conditions. 3.To enter in to Related Party Transactions pertaining to Purchase, Sale, Rental/Lease, Loans and to Transfer resources, services and obligations with Holding Company or any of its subsidiaries on one hand and a related party of the	₹100 Cr	₹100 Cr

Name of the Related Parties (RP)	Nature and duration of the transaction	Maximum Value of Transaction (single)	Maximum value of transaction (Agg)
	Holding Company or any of its subsidiaries on the other hand and/or Holding Company or any of its subsidiaries on one hand, and any other person or entity on the other hand, the purpose and effect of which is to benefit a related party of the Holding Company or any of its subsidiaries.		

RESOLVED FURTHER THAT although all the transactions are based on ordinary course of business and at the arms' length basis, the aforesaid consent is sought as an abundant caution, and thus the Board of Directors and/or any Committee thereof be and is hereby authorised to settle any question, difficulty or doubt that may arise with regard to giving effect to the above resolution and to do all acts, deeds, things, as may be necessary in its absolute discretion deem necessary, proper desirable and to finalise any documents and writings related thereto

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to perform and execute all such acts, deeds, matters and things including delegating such authority, as may be deemed necessary, proper or expedient to give effect to this resolution and for the matters connected herewith or incidental hereto."

5. Alteration / Addition of Main Objects Clause of the Memorandum of Association of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the rules made thereunder, and subject to such approvals, consents, permissions and sanctions as may be required from the Registrar of Companies and/or any other statutory or regulatory authority, the consent of the Members of the Company be and is hereby accorded for alteration of the Main Objects Clause of the Memorandum of Association of the Company **by inserting / adding the following new Object(s) after the existing Object No. [3]:**

"To conduct the business of toll agents, collect, appropriate, reimburse and pay out toll, fees and other collections, to issue receipts and discharges for the same, manage, administer and maintain tolling booth and establishments, appoint and employ staff, enter into contracts with Government and other bodies and authorities, whether public or private and generally to construct, improve, maintain, work, manage, carry out, control and provide for all services, conveniences and facilities necessary thereto."

RESOLVED FURTHER THAT the existing Main Objects of the Memorandum of Association of the Company shall continue to remain in full force and effect except to the extent modified pursuant to this resolution.

RESOLVED FURTHER THAT any Board of Directors of the Company be and is hereby authorised to make such modifications, alterations, additions or amendments to the Memorandum of Association as may be required by the Registrar of Companies or any other statutory or regulatory authority and to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution.

RESOLVED FURTHER THAT any Director and/or Key Managerial Personnel of the Company be and are hereby severally authorised to file the necessary forms, returns and documents with the Registrar of Companies and other authorities, and to do all such acts, deeds and things as may be necessary to give effect to this resolution."

By Order of the Board of Directors
Atlantaa Limited
Sd/-
Krupali Shah
Company Secretary & Compliance Officer

Date:August 12, 2026
Place: Mumbai

NOTES:

1. The Notice of Annual General Meeting was approved by the Board of Directors at its meeting held on August 12, 2026

2. Ministry of Corporate Affairs ("MCA") vide its Circular No. 3/2025 dated September 22, 2025 (In continuation with the Circulars issued earlier in this regard) ("MCA Circulars") has allowed conducting Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) without the physical presence of Members. In compliance with the applicable provisions of the Act and MCA Circulars, the 43rd AGM of the Members will be held through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM only.

3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.

4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secret arial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM.

   For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www. atlantaalimited.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com. Hard copy of the full Annual Report will be sent to shareholders upon request.

8. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

9. The Members will be allowed to pose questions during the course of the Meeting. The queries shall be sent at least 10 days in advance before the date of AGM to cs@atlantaalimited.in.

10. The Statement, setting out the material facts, pursuant to Section 103 of the Companies Act, 2013, concerning the Special Business mentioned in the Notice, is annexed hereto and forms part of this Notice.

11. In pursuance of the MCA Circulars and the SEBI Circulars, all the relevant documents referred to in the Notice are open for inspection through electronic mode on the website of the Company till the conclusion of the AGM.

12. Pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, September 23, 2026 to Tuesday, September 29, 2026 (both days inclusive) for the purpose of the AGM.

13. The Board has appointed Mr. Sanjay Dholakia of M/s. Sanjay Dholakia & Associates, Practicing Company Secretary (FCS: 2655, COP: 1798) as a scrutinizer to scrutinize the voting and e-voting process in a fair and transparent manner.

    The Scrutinizer shall from the conclusion of voting at the meeting, first count the votes cast at the AGM. Thereafter unblock the votes casted through e-voting and make a consolidated Scrutinizer's Report of the votes cast in favour or against, if any, to the Chairman or in his absence to any other Director authorised by the Board.

14. The results of voting will be declared and published, along with consolidated Scrutinizer's Report, on the website of the Company at www.atlantaalimited.com and on the NSDL website at www.evoting.nsdl.com and the same shall also be simultaneously communicated to the BSE Limited and the National Stock Exchange of India Limited within two working days from the conclusion of the AGM.

15. The Members holding shares in physical mode and who have not updated their email addresses with the Company are requested to update their email addresses by writing to the Company's Registrar and Share Transfer Agent, Kfin Technologies Limited at anandan.k@kfintech.com Members are requested to submit request letter mentioning the Folio No. and Name of the Shareholder along with the scanned copy of the Share Certificate (front and back) and self-attested copy of PAN card for updation of email address.

16. The Members holding shares in dematerialized mode are requested to register/ update their email addresses with their Depository Participant(s).

17. No attendance slip/route map has been sent along with this Notice as the meeting is held through VC/ OAVM.

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

The remote e-voting period begins on Saturday, **September 26, 2026 at 09:00 A.M.** and ends on **Monday, September 28, 2026 at 05:00 P.M.** The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, **September 18, 2026** may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1 For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. 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 company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 2.Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3 If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4 Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5 Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	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 Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2 After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3 If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4 Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login Type	Helpdesk Details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000 evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is In300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
   (I) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
   (ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
   a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to sanjayrd65@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 atlantaalimited.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to atlantaalimited.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at atlantaalimited.in. The same will be replied by the company suitably.
6. a) The Company has uploaded details of unpaid and unclaimed dividend and unclaimed shares which were transferred to the Investor Education and Protection Fund, on the website of the Company www.atlantaalimited.in

   b) The Members / claimants whose shares, unclaimed dividend etc. have been transferred to the Fund may claim the shares or apply for refund by making an application to IEPF Authority in Form IEPF-5 available on www.iepf.gov.in. The Member / claimant can file only one consolidated claim in a Financial Year as per IEPF Rules.

EXPLANATORY STATEMENT
(Pursuant to Section 102 (1) Of the Companies Act, 2013 ("The Act")

Item No 3

The Board of Directors of the Company at its Meeting held on August 12, 2026 pursuant to the recommendation of the Nomination and Remuneration Committee ("NRC"), has approved the appointment of Mrs. Mangala Prabhu (DIN:06450659) as an Additional Director of the Company with effect from August 12, 2026 to hold office up to the date of the next Annual General Meeting of the Company pursuant to section 161 of the Companies Act, 2013 ("the Act") and subject to approval of the Members at the said Annual General Meeting, to hold office as an Independent Director, not liable to retire by rotation, for a term of 5 (five) consecutive years commencing from August 12, 2026 to August 11,2026 (both days inclusive).

The Board, at the said Meeting, also formed an opinion that Mrs. Prabhu is a person of integrity and possesses the relevant expertise and experience for being appointed as Director with designation as an Independent Director of the Company.

Mrs. Prabhu has furnished to the Board the requisite declarations contemplated under Section 149(7) of the Act stating that she is an Independent Director within the meaning of Section 149(6) of the Act and she is not disqualified from being appointed as Director in terms of Section164(2) of the Act. In view of the above, approval of Members is sought, through a Special Resolutions, to appoint her as Director with designation as an Independent Director for an initial term of five years commencing from August 12, 2026

In terms of the provisions of Regulation 17(1A) of the SEBI Listing Regulations, no person who has attained the age of seventy-five years shall be appointed or continued as a Director unless a special resolution is passed by the Members approving such appointment or continuation. Mrs. Prabhu will attain the age of 75 years on April 15, 2030 and will continue to hold Independent Director position till her first term tenure completion i.e August 11, 2030 subject to the members approval via special resolution.

Brief Profile of Mrs. Mangala Prabhu

Mrs. Prabhu has an extensive experience and leadership in the banking and financial service sector have made her a valuable asset to the companies she serves on the Board.

She is experienced banking professional with 41 years of experience working at Union Bank of India (Nov 1976 - Apr 2015) across multiple roles spanning corporate credit, foreign exchange, Human resources and branch banking. Instrumental in formation of business restructuring process of verticalization of entire credit portfolio of the bank along with The Boston Consulting Group (BCG).

She currently serves as Non-Executive, Independent Director of listed entities at Ladderup Finance Limited, Siyaram Silk Mills Limited, Kesoram Industries Ltd etc. She has also been Director at Ladderup Asset Managers Private Limited, NKGSB Cooperative Bank Ltd, Agriwise Finserv Ltd, Fort Finance Ltd, Anand Housing Finance Pvt Ltd, Her former roles includes Director at National Multi Commodity Exchange of India Ltd, Lykis Ltd, Birla Tyres Ltd, Bharat Oman Refineries Ltd etc.

The Board, based on recommendation of the Nomination and Remuneration Committee, is of the view that her immense knowledge, independent perspective and continued association with the Company, will immensely benefit the Company. In view of this, the Board recommends her appointment in the interest of the Company. Mrs. Prabhu is not related to the promoter companies & also does not hold any shares in the Company.

None of the Directors and/ or Key Managerial Personnel of the Company and their relatives, except Mrs. Prabhu, is concerned or interested, financially or otherwise, in the resolution set out at Item No. 3.

The Board recommends the resolution set forth in Item No. 3 for the approval of Members as a Special Resolution.

Item No 4

Pursuant to Section 188 of the Companies Act, 2013 ("the Act"), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 the Company is required to obtain consent of the Board of Directors (Board) and prior approval of the Members by resolution in case certain Related Party Transactions exceed such sum as is specified in the rules.

As per the Regulations 23 and 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, except with the approval of the members by way of Ordinary resolution, a Company shall not enter into any transactions with related parties for availing or rendering of any services or any other transactions exceeding 10% of the annual Standalone turnover of the Company as per last audited financial statement of the Company.

Members are requested to note that most transactions like purchase, sale, contracts, rental, remuneration, interest & loans etc. are of repetitive in nature and at arm's length. Members are requested to note that omnibus approval needs to be accorded for transfer of resources, services and obligations, the particulars of the related party transactions pursuant to the Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are as under:

Name of the Related Parties (RP)	Nature and duration of the transaction	Maximum Value of Transaction (single)	Maximum value of transaction (Agg)
Mr. Rajhoo A Bbarot	1. To enter in Related Party Transaction with Mr. Rajhoo A Bbarot to give Loan to the company or to provide security in connection with the borrowing of the company. 2. To enter in Related Party Transaction with Mr. Rajhoo A Bbarot pertaining to Transfer of resources, services and obligations.	₹50 Cr	₹50 Cr
Mr. Rickiin Bbarot	1. To enter in Related Party Transaction with Mr. Rickiin Bbarot to give Loan to the Company or to provide security in connection with the borrowing of the company. 2. To enter in Related Party Transaction with Mr. Rickiin Bbarot pertaining to Transfer of resources, services and obligations.	₹50 Cr	₹50 Cr

EXPLANATORY STATEMENT

(Pursuant to Section 102 (1) Of the Companies Act, 2013 (“The Act”)

Name of the Related Parties (RP)	Nature and duration of the transaction	Maximum Value of Transaction (single)	Maximum value of transaction (Agg)
Mrs. Bhavana R Bbarot	1. To enter in Related Party Transaction with Mrs. Bhavana R Bbarot to give Loan to the Company or to provide security in connection with the borrowing of the company. 2. To enter in Related Party Transaction with Mrs. Bhavana R Bbarot pertaining to Transfer of resources, services and obligations.	₹50 Cr	₹50 Cr
Mrs. Pooja R Bbarot	1. To enter in Related Party Transaction with Mrs. Pooja R Bbarot to give Loan to the Company or to provide security in connection with the borrowing of the company. 2. To enter in Related Party Transaction with Mrs. Pooja R Bbarot pertaining to Transfer of resources, services and obligations.	₹1 Cr	₹1 Cr
Shree Vaibhavlakshmi Properties Private Limited	1. To enter in Related Party Transaction with Shree Vaibhavlakshmi Properties Private Limited to give loan for to the Company 2. To enter in Related Party Transaction with Shree Vaibhavlakshmi Properties Private Limited pertaining Transfer resources, services and obligations.	₹125 Cr	₹125 Cr

Name of the Related Parties (RP)	Nature and duration of the transaction	Maximum Value of Transaction (single)	Maximum value of transaction (Agg)
	3. To enter into Joint venture agreement and to give contribution, to give / take Loan or to transfer of resources, services, obligations to/from the Joint Ventures with Related parties.		
Atul Raj Builders Pvt Ltd.	1. To enter in Related Party Transaction with Atul Raj Builders Pvt Ltd. pertaining to Transfer resources, services and obligations. 2. To enter in Leave License Agreement for leasing of office space of Atul Raj Builders Pvt Ltd on mutually agreed terms & conditions.	₹5 Cr	₹5 Cr
Wholly Owned Subsidiary Companies – 1. Atlanta Infra Assets Limited. 2. Mora Tollways Limited. 3. Atlanta Ropar Tollways Private Limited	To enter in to Related Party Transactions pertaining to Purchase, Sale, Rental/Lease, Loans and to Transfer resources, services and obligations with Holding Company or any of its subsidiaries on one hand and a related party of the Holding Company or any of its subsidiaries on the other hand and/or Holding Company or any of its subsidiaries on one hand, and any other person or entity on the other hand, the purpose and effect of which is to benefit a related party of the Holding Company or any of its subsidiaries.	₹100 Cr	₹100 Cr

EXPLANATORY STATEMENT

(Pursuant to Section 102 (1) Of the Companies Act, 2013 ("The Act")

Save and except Mr. Rajhoo Bbarot & Mr. Rickiin Bbarot and their relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.4 the Notice.

The Board recommends the Ordinary Resolution set out at Item No.4 of the Notice for approval by the members

Item No. 5

The Company is presently engaged in the business as set out in its existing Main Objects Clause of the Memorandum of Association ("MOA").

With a view to expand / undertake new business opportunities / enable the Company to carry on the proposed activities more effectively, the Board of Directors has considered it appropriate to alter the Main Objects Clause of the MOA by inserting the following additional object:

"To conduct the business of toll agents, collect, appropriate, reimburse and pay out toll, fees and other collections, to issue receipts and discharges for the same, manage, administer and maintain tolling booth and establishments, appoint and employ staff, enter into contracts with Government and other bodies and authorities, whether public or private and generally to construct, improve, maintain, work, manage, carry out, control and provide for all services, conveniences and facilities necessary thereto."

The proposed alteration will enable the Company to undertake the aforesaid activities and pursue opportunities in the proposed business area, subject to applicable laws, approvals and regulatory requirements.

The proposed alteration of the Main Objects Clause requires the approval of the Members of the Company by way of a Special Resolution pursuant to Section 13 of the Companies Act, 2013.

The draft amended Memorandum of Association of the Company incorporating the proposed alteration will be available for inspection by the Members at the Registered Office of the Company during business hours on all working days up to and including the date of the AGM.

The Board of Directors, at its meeting held on August 24, 2026 has considered and approved the proposed alteration and recommends the Special Resolution set out at Item No. 5 of the Notice for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

The proposed resolution is therefore placed before the Members for their approval by way of **Special Resolution.**

By order of the Board of Directors
Atlantaa Limited
Sd/-
Krupali Shah
Company Secretary & Compliance Officer

Date - August 12, 2026
Place - Mumbai

Details of Directors seeking appointment/ retiring by rotation at the ensuing Annual General Meeting pursuant to Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard 2 on General Meetings

Name of the Directors	Mrs. Mangala R. Prabhu	Mr. Rickiin R. Bbarot
DIN	06450659	02270324
Category of Directorship	Independent Director	Managing Director
Date of Birth	15/04/1955	21/10/1979
Age	71 years	46 years
Nationality	Indian	Indian
Date of appointment on the Board	August 12, 2026	January 15, 2000
Qualifications	M.Com, LL.B., CAIIB	Bachelor of Science (B.Sc.)
Expertise in specific functional area	As set out in Explanatory Statement Item 3	Mr. Rickiin Bbarot has over 25 years of experience in the infrastructure and construction industry. He has been associated with the Company since 2000 and has played a pivotal role in the execution of infrastructure and real estate projects. He possesses extensive expertise in project management, business development, implementation of modern construction technologies, and operational management. Under his leadership, the Company has strengthened its project execution capabilities and operational efficiency across EPC, BOT/PPP, road, bridge and real estate projects.
Terms & Conditions of appointment/ Re-appointment	Appointment as an Independent Director for a period of 5 years commencing from August 12, 2026 up to August 11, 2031	Director liable to retire by rotation
Details of remuneration sought to be Paid	Sitting Fees: ₹1,20,000 p.a	Basic Salary: ₹5,18,74/- p.m **Perquisites: ₹2,35,794/- p.m Commission:1% of Claim amount awarded by court, tribunal etc
Last drawn remuneration	Not Applicable	₹89,13000 p.a
Number of shares held in the Company	Nil	₹2,00,74,165
List of directorships held in other Companies	Siyaram Silk Mills Limited Kesoram Industries Ltd Ladderup Finance Limited Archerchem Healthcare Ltd Fort Finance Limited Star Agriwarehousing and Collateral Management Limited	Atlanta Infra Assets Ltd Atlanta Ropar Tollways Pvt Ltd Mora Tollways Ltd

Number of Board Meetings attended during the FY 2025-26	Not Appliable	Six (6)
Chairman/ Member in the Committees of the Boards of companies in which she is Director*	Chairman: Audit & Stakeholder relationship Committee of Kesoram Industries Limited Member of Audit Committee: Siyaram Silks Mills Limited Star Agriwarehousing and Collateral Management Limited Ladderup Finance Limited	Chairman: Nil Member of Audit Committee: Atlanta Infra Assets Ltd Atlanta Ropar Tollways Pvt Ltd Mora Tollways Ltd
Relationships between Directors inter-se	None	Mr. Rickiin Bbarot is related to Mr. Rajhoo Bbarot. Chairman being his son. He is not related to any other Director or KMP of the Company

**Directorship includes Directorship of Public Companies & Committee membership includes only Audit Committee and Stakeholders' Relationship Committee of Public Limited Company (whether listed or not).*
*** Perquisites includes other allowances as per the Income Tax Rules.*