SANATHNAGAR ENTERPRISES LIMITED

August 26, 2026

To,
The Listing Department,
BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Scrip: **509423**

Dear Sir(s),

Sub: Notice of the 79th Annual General Meeting (AGM) of the Company for the financial year ended March 31, 2026

Ref: Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations')

This is in continuation to our letter dated August 20, 2026 wherein the Company had informed that the 79th Annual General Meeting ('AGM') of the Company is scheduled to be held on Wednesday, September 30, 2026 at 11:30 a.m. (IST) through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM') in accordance with the relevant circulars issued by the Ministry of Corporate Affairs ('MCA') and Securities and Exchange Board of India ('SEBI').

Please find enclosed herewith the Notice of the 79th AGM of the Company for the financial year ended March 31, 2026 which is being sent through electronic mode to all those members whose email addresses are registered with the Company / Registrar & Share Transfer Agent or Depository Participant(s) and the same can be accessed at the Company's website at www.sanathnagar.in.

In this regard, kindly take note of the details in relation to the 79th Annual General Meeting of the Company:

Sr. No.	Particulars	Details
1	Cut-off date for eligibility of e-voting	**Wednesday, September 23, 2026**
2	Remote e-voting period	
	Commencement of remote e-voting period	**Sunday, September 27, 2026 09.00 A.M. (IST)**
	Conclusion of remote e-voting period	**Tuesday, September 29, 2026 05.00 P.M. (IST)**

Kindly take the above information on record.

Thanking you,
Yours faithfully,

For Sanathnagar Enterprises Limited

ABHIJEET VIJAY SHINDE
Digitally signed by ABHIJEET VIJAY SHINDE
Date: 2026.08.26 14:17:44 +05'30'

Abhijeet Shinde
Company Secretary & Compliance Officer
Membership No. A33077

Encl: As Above

ANNUAL GENERAL MEETING NOTICE

Regd. Off.: 412, Floor-4, 17G Vardhaman Chamber, Cawasji Patel Road, Horniman Circle, Fort, Mumbai-400001
Tel.: +91 22 6133 4400 **CIN:** L99999MH1947PLC252768
Email Id: investors.sel@lodhagroup.com **Website:** www.sanathnagar.in

Notice is hereby given that the 79th Annual General Meeting of the Members of **Sanathnagar Enterprises Limited** will be held on Wednesday, September 30, 2026 at 11:30 a.m. IST through video conferencing / Other Audio-Visual Means to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2026, together with the Report of the Board of Directors and the Auditors thereon.

2. To appoint a director in place of Mr. Rameshchandra Chechani, Non-Executive Non-Independent Director (DIN: 05179363), who retires by rotation and being eligible, offers himself for re-appointment.

3. To appoint M/s. Walker Chandiok & Co LLP, Chartered Accountants, as Statutory Auditors of the Company for a term of 5 (Five) consecutive years and fix their remuneration.

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

   "RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory amendment(s), modification(s) or re-enactment thereof, for the time being in force), based on the recommendation of the Audit Committee and the Board of Directors of the Company, M/s. Walker Chandiok & Co LLP, Chartered Accountants (Firm Registration Number 001076N/ N500013) be and are hereby appointed as Statutory Auditors of the Company for a term of five consecutive years, to hold office from the conclusion of this Annual General Meeting ("AGM") till the conclusion of 84th (Eighty Fourth) AGM of the Company to be held in the year 2031, on such remuneration as may be mutually agreed upon between the Board of Directors and the Statutory Auditors;

   RESOLVED FURTHER THAT the Board or any duly constituted Committee of the Board, be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

SPECIAL BUSINESS:

4. Re-appointment of Ms. Ritika Bhalla (DIN: 09668373) as an Independent Director of the Company for a second term of 5 (Five) consecutive years

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

   "RESOLVED THAT pursuant to the provisions of Sections 149 and 152, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') and Companies (Appointment and Qualification of Directors) Rules, 2014 ("Rules") and Regulations 17, 25(2A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other applicable provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof) for the time being in force and in line with the Memorandum and Articles of Association of the Company and upon recommendation of the Nomination and Remuneration Committee ("NRC") and the Board of Directors of the Company ("Board"), Ms. Ritika Bhalla (DIN: 09668373), who was appointed as an Independent Director of the Company and who holds office of Independent Director upto July 21, 2027 and who has submitted a declaration that she meets with the criteria of independence under Section 149(6) of the Act and the Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160 of the Act, from a member proposing her candidature for the office of a Director of the Company, be and is hereby re-appointed as an Independent Director of the Company, to hold office for a second term of five consecutive years, with effect from July 22, 2027 to July 21, 2032, not liable to retire by rotation;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be deemed necessary, proper or expedient to give effect to this resolution."

5. Re-appointment of Mr. Jinesh Shah (DIN: 08847375) as an Independent Director of the Company for a second term of 5 (Five) consecutive years

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

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') and Companies (Appointment and Qualification of Directors) Rules, 2014 ("Rules") and Regulations 17, 25(2A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other applicable provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof) for the time being in force and in line with the Memorandum of Association and Articles of Association of the Company and upon recommendation of the Nomination and Remuneration Committee ("NRC") and the Board of Directors of the Company ("Board"), Mr. Jinesh Shah (DIN: 08847375), who was appointed as an Independent Director of the Company and who holds office of Independent Director upto July 21, 2027 and who has submitted a declaration that he meets with the criteria of independence under Section 149(6) of the Act and the Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160 of the Act, from a member proposing his candidature for the office of a Director of the Company, be and is hereby re-appointed as an Independent Director of the Company, to hold office for a second term of five consecutive years, with effect from July 22, 2027 to July 21, 2032, not liable to retire by rotation;

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be deemed necessary, proper or expedient to give effect to this resolution."

6. Reclassification of certain members forming part of the "Promoter & Promoter Group" of the Company to "Public" category

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

"RESOLVED THAT pursuant to the provisions of Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and approval of the Board of Directors, at its meeting held on July 14, 2026 and in accordance with the No-objection letter received from BSE Limited ("BSE") vide letter ref LIST /COMP/KR/170/2026-27 dated August 12, 2026 and subject to such other approvals as may be necessary, consent of the members of the Company be and is hereby accorded for the re-classification of the persons listed hereunder ("Outgoing Promoters") from "Promoter and Promoter Group" category to "Public" category;

Name of the Shareholder	Category	No. of Equity Shares held	Percentage of Shareholding
Continuous Forms (Calcutta) Limited	Promoter	53,985	1.71%
N P S Shinh	Promoter	14,955	0.47%
Manita Shinh	Promoter	3,150	0.10%
Total		**72,090**	**2.28%**

RESOLVED FURTHER THAT each of the above-named persons / entities have confirmed to the Company that all the conditions specified in Regulation 31A(3)(b) of the Listing Regulations have been complied with and have also undertaken to meet the conditions specified in Regulation 31A(4) of the Listing Regulations;

RESOLVED FURTHER THAT the Directors and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient in this regard as per the applicable laws and make all necessary filings and to execute all such deeds, documents or writings as are necessary or expedient, to settle any questions, difficulties or doubt that may arise in this behalf and to represent before such authorities as may be required and to do and perform all such acts, deeds and things as may be required to give effect to the above resolution."

By Order of the Board
Sanathnagar Enterprises Limited

Sd/-
Abhijeet Shinde
Company Secretary & Compliance Officer
Membership No. A33077

Registered Office
412, Floor – 4, 17 G, Vardhman Chamber,
Cawasji Patel Road, Horniman Circle,
Fort, Mumbai – 400001
CIN: L99999MH1947PLC252768

Date: August 20, 2026
Place: Mumbai

NOTES:

1. The Statement pursuant to Section 102(1) of the Companies Act, 2013, as amended ("Act"), setting out the material facts concerning the business with respect to Item No(s) 3, 4 and 5 forms part of this Notice. Further, relevant information pursuant to Regulation 36 and other relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and disclosure requirements in terms of Secretarial Standard on General Meetings ("SS-2") issued by The Institute of Company Secretaries of India, in respect of Director retiring by rotation and seeking appointment / re-appointment at this Annual General Meeting ("Meeting" or "AGM") is furnished as Annexure to this Notice.

2. Sending of notice and conduct of Annual General Meeting

a. The Ministry of Corporate Affairs ("MCA"), inter alia, vide its General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2022 dated May 5, 2022 and subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as "MCA Circulars"), has permitted the holding of the AGM through Video Conferencing ("VC") or through Other Audio-Visual Means ("OAVM"), without the physical presence of the Members at a common venue. The deemed venue for the AGM shall be One Lodha Place, near Lodha World Towers, Senapati Bapat Marg, Mumbai – 400 013, India.

b. In accordance with the aforesaid Circulars, the Notice of the AGM for the financial year 2025-26 is being sent by electronic mode to those members, whose names appear in the Register of Members as on August 21, 2026 on the e-mail addresses registered with the Company/National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL"), collectively referred as "Depositories" through the concerned Depository Participants ("DPs") and in respect of physical holdings with the Company's Registrar and Share Transfer Agent i.e., CIL Securities Limited, ("CIL Securities / RTA"). Physical copy of the Report shall be sent only to those members who request for the same. Members may also note that the Notice of the AGM and the Annual Report 2025-26 will also be available on the Company's website at www.sanathnagar.in, website of BSE Limited at www.bseindia.com and on the website of NSDL at https://evoting.nsdl.com.

   Additionally, in accordance with Regulation 36 of the Listing Regulations, a letter containing the web-link, including the exact path of Company's website, where the Annual Report is available, will be sent to those shareholders who have not registered their e-mail addresses with the Company / RTA / Depositories / DPs.

c. 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.

d. Members of the Company under the category of institutional shareholders are encouraged to attend and participate in the AGM through VC/OVAM and vote.

e. Institutional shareholders/corporate shareholders (i.e., other than individuals, HUFs, NRIs, etc.) are required to send a scanned copy (PDF/JPG Format) of their respective Board or governing body resolution/authorization etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-voting. The said resolution/authorization shall be sent to the Scrutinizer by e-mail on his registered e-mail address cs.shravangupta@gmail.com with a copy marked to https://evoting.nsdl.com. Institutional shareholders (i.e., other than individuals, HUFs, NRIs 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.

f. 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 Act. Only, registered Members of the Company may attend and vote at the AGM through VC / OAVM facility.

In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

g. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his behalf and the proxy need not be a member of the Company. Since this AGM is being held through VC/OAVM, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for this AGM and hence the proxy form, attendance slip and route map of the AGM are not annexed to this notice.

3. Inspection of documents:

a. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which directors are interested maintained under Section 189 of the Act and the relevant documents referred to in the Notice will be available electronically for inspection by the members before and during the AGM.

b. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to investors.sel@lodhagroup.com.

4. Update of email ID and Bank Details:

(i) In terms of Rule 18 of the Companies (Management and Administration) Rules, 2014, the Company may give notice through electronic mode addressed to the person entitled to receive such e-mail as per the records of the Company or as provided by the depository, provided that the Company shall provide an advance opportunity at least once in a financial year, to the member to register his e-mail address and changes therein and such request may be made by only those members who have not got their email ID recorded or to update a fresh email ID and not from the members whose e-mail IDs are already registered.

In view of the above, the Company hereby requests the members who have not updated their email IDs to update the same. Further, the members holding shares in electronic mode are requested to keep their email addresses updated with the DPs. Members holding shares in the physical mode are also requested to update their email addresses by writing and quoting their folio numbers to RTA by email to rta@cilsecurities.com or by letter addressed to CIL Securities Limited, 214, Raghava Ratna Towers, Chirag Ali Lane, Abids, Hyderabad, Telangana, 500 001 or to the Company by email to investors.sel@lodhagroup.com or by letter addressed to the Company Secretary at 412, 17G, Floor 4, Vardhaman chamber, Cawasji Patel Road, Horniman Circle, Fort, Mumbai, Maharashtra , 400001, quoting their folio numbers.

(ii) Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS) and Electronic Clearing Service (ECS) mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their DP. Changes intimated to the DP will then be automatically reflected in the Company's record which will help the Company and the Company's RTA to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes either to the Company or to the RTA.

(iii) Members may avail the facility of nomination in respect of shares held by them by submitting Form SH-13 to the DPs in case of shares held in electronic form and to the RTA in case of shares held in physical form. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH- 14 as the case may be. Members holding shares in demat form may approach their respective DPs for completing the nomination formalities.

5. Important SEBI Circulars in the interest of investors/shareholders:

(i) SEBI vide circular no. SEBI/HO/MIRSD/MIRSD RTAMB/P/CIR/2021/655 dated November 3, 2021 as amended, has mandated registration of PAN, KYC details (i.e., contact details, mobile number, bank account details, signature) and nomination, by holders of physical securities. Further, members who hold shares in physical form and whose folios are not updated with any of the above details, shall be eligible to get dividend only in electronic mode with effect from April 1, 2024.

(ii) Communication in this regard has been sent to all physical holders whose folios are not KYC compliant at the latest available address/email-id. Members are once again requested to update their KYC details by submitting the Investor Service Request (ISR) Forms, viz. ISR-1, ISR-2, ISR-3/SH-13, as applicable, duly complete and signed by the registered holder(s) to the Company's RTA, on or before Wednesday, September 23, 2026 so that the KYC details can be updated in the folios before the cut-off date i.e., Wednesday, September 23, 2026. ISR Forms can be accessed on the Company's website at www.sanathnagar.in.

(iii) SEBI has mandated that the transfer of securities would be carried out in dematerialised form only effective April 1, 2019. Accordingly, requests for effecting transfer of physical securities cannot be processed unless the securities are held in dematerialised form with any DP. Therefore, the RTA and the Company have not been accepting any request for the transfer of shares in physical form w.e.f. April 1, 2019.

Special Window for Re-lodgement of Transfer requests of physical shares of the Company

Pursuant to SEBI Circulars dated July 2, 2025 and January 6, 2026 read with SEBI Master Circular issued to RTAs dated February 6, 2026, Members who had submitted transfer deeds for physical shares before April 1, 2019, and whose requests were rejected, returned, or remained unprocessed due to deficiencies, have been provided a special re-lodgement window till February 4, 2027, to re-lodge the transfer requests.

Transfers would be approved if all the requisite documents are in place. Transfer of shares under this window will be credited only in dematerialised form and will carry a one-year lock in period from the date of transfer registration. Members are requested to contact the Company or the RTA for assistance in this regard.

6. SEBI dispute resolution portal (SMART ODR)

SEBI has established a common Online Dispute Resolution Portal ("ODR Portal - https://smartodr.in/login") to raise disputes arising in the Indian securities market. Post exhausting the option to resolve their grievances with the RTA/ Company directly and through SCORES platform, investors can initiate dispute resolution through the ODR Portal. Link to access ODR portal is available on Company's website at www.sanathnagar.in.

7. Remote e-voting facilities, Scrutinizer and e-voting results:

(i) Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Listing Regulations and the MCA Circulars, the Company is providing facility of remote e-voting to its members in respect of the business to be transacted at the AGM and facility for those members participating in the AGM to caste vote through e-voting system during the AGM. For this purpose, the Company has engaged the services of 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 at the AGM will be provided by NSDL.

(ii) The voting rights of the members shall be in proportion to the number of equity shares held by them as on the cut-off date i.e., Wednesday, September 23, 2026.

(iii) A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date i.e., Wednesday, September 23, 2026 only shall be entitled to avail the facility of remote e-voting or e-voting at the AGM. A person who is not a member as on the cut-off date should treat this notice for information purpose only.

Any person, who acquires shares of the Company and becomes a member of the Company after the Company e-mails the Notice of the AGM and holds shares as on the cut-off date i.e., Wednesday, September 23, 2026 may obtain the User ID and password by sending a request to the RTA at rta@cilsecurities.com and may follow the steps mentioned in Note below.

(iv) The remote e-voting period will commence on Sunday, September 27, 2026 at 9:00 am (IST) and will end on Tuesday, September 29, 2026 at 5:00 pm. (IST). During this remote e-voting period the members, holding shares either in physical form or in dematerialized form, may cast their vote by remote e-voting. The remote e-voting module shall be forthwith blocked by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently or vote again.

(v) The Company has appointed Mr Shravan A. Gupta, (CoP No. 9990), Practicing Company Secretary, as the scrutinizer (the 'Scrutinizer') for scrutinising the remote e-voting process as well as e-voting at the AGM in a fair and transparent manner.

(vi) During the AGM, the Chairperson shall, after responding to the questions raised by the Members in advance or as a speaker at the AGM, formally propose to the members participating through VC/OAVM Facility to vote on the resolutions as set out in the Notice of the AGM and announce the start of the casting of vote through the e-Voting system. After the Members participating through VC/OAVM Facility, eligible and interested to cast votes, have cast the votes, the e-Voting will be closed with the formal announcement of closure of the AGM.

(vii) The results of the e-voting shall be declared to the Stock Exchange not later than two working days from the conclusion of the AGM. The results along with the Scrutinizer's Report, shall be available on the website of the Company at www.sanathnagar.in. Subject to the receipt of requisite votes, the resolutions proposed in this Notice shall be deemed to have been passed on the date of the AGM i.e., Wednesday, September 30, 2026.

8. Details of Director(s) seeking re-appointment

In terms of section 152 of the Act, Mr Rameshchandra Chechani (DIN: 05179363) retires by rotation at this AGM and being eligible offers himself for re-appointment. The NRC and Board have recommended his reappointment to the shareholders. None of the Directors or Key Managerial Personnel or their relatives (other than Mr Rameshchandra Chechani and his relatives) are concerned or interested (financially or otherwise) in the resolution set out at item 2.

9. The detailed process and manner for remote e-voting is explained herein:

The remote e-voting period begins on Sunday, September 27, 2026 at IST 9:00 am and ends on Tuesday, September 29, 2026 at IST 5:00 pm. 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 cut-off date i.e., Wednesday, September 23, 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 as on the cut-off date, being Wednesday, September 23, 2026.

10. Simplification of Procedure for Issuance of Duplicate Share Certificates

The SEBI Circular dated December 24, 2025 has simplified the framework for issuance of duplicate share certificates and related procedures. The documentation requirements have been standardised as below:

(i) Value Up to Rs. 10,000: Undertaking on plain paper (no notarisation required)
(ii) Value Above Rs. 10,000 and up to Rs. 10 lakhs: Single Affidavit cum- Indemnity Bond
(iii) Value Above Rs. 10 lakhs: Affidavit-cum-Indemnity Bond along with FIR/Police Complaint and Newspaper Advertisement

Further, Letter of Confirmation ("LOC") will not be issued effective April 2, 2026 and shares will be credited directly to the shareholder's demat account by the Company/RTA, subject to due diligence. Shareholders are requested to provide a Client Master List not older than two months, duly attested by their DPs. Any LOC issued before April 2, 2026, may be submitted by the shareholders to DP for dematerialisation within 120 days from the date of issuance of LOC.

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.

Type of shareholders	Login Method
	5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. 
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 use 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 an 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.
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.com or call at 022 - 4886 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. 1800-21-09911

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 use 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.com 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?

a) 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.
b) 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".
c) Now you are ready for e-Voting as the Voting page opens.
d) 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.
e) Upon confirmation, the message "Vote cast successfully" will be displayed.
f) You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
g) 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 cs.shravangupta@gmail.com with a copy marked to evoting@nsdl.com. 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 to Rahul Rajbhar at evoting@nsdl.com

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 investors.sel@lodhagroup.com.

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 investors.sel@lodhagroup.com. 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 cast 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. Members 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. Members 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 investors.sel@lodhagroup.com. The same will be replied by the company suitably.

6. Registration of a speaker shareholder:

a. Members who would like to express their views or ask questions may register themselves as a speaker by sending the request along with their queries in advance mentioning their name, demat account number / folio number, e-mail id and mobile number at investors.sel@lodhagroup.com. Only those speaker registration requests received till 05:00 p.m. (IST) on Wednesday, September 23, 2026 shall be considered and allowed as speakers during the AGM.

   The Company has the right to restrict the number of questions and speakers, as appropriate for smooth conduct of the AGM.

EXPLANATORY STATEMENT
Pursuant to Section 102 of the Companies Act, 2013 (“Act”)

Item No. 3

The Members of the Company, at the 74th AGM held on September 24, 2021 had approved the re-appointment of M/s MSKA & Associates LLP, Chartered Accountants (Firm Registration No. 105047W/N101187)) as the Statutory Auditors of the Company to hold office for a second term of 5 (five) consecutive years from the conclusion of the said AGM till the conclusion of the 79th AGM. They will complete their two consecutive terms as Statutory Auditors of the Company on conclusion of this AGM.

The Board, at its meeting held on April 17, 2026, considering the experience and expertise and based on the recommendation of the Audit Committee, has proposed the appointment of M/s. Walker Chandiok & Co. LLP, Chartered Accountants (Firm Registration No. 001076N/ N500013), as Statutory Auditors of the Company in place of M/s MSKA & Associates LLP, to the Members of the Company. The proposed appointment is for a term of 5 (five) consecutive years from the conclusion of the 79th AGM till the conclusion of the 84th AGM to be held in the year 2031 on payment of such remuneration as may be mutually agreed upon between the Board and the Statutory Auditors, from time to time.

There is no material change in the remuneration proposed to be paid to M/s. Walker Chandiok & Co. LLP, for the statutory audit to be conducted for financial year 2026-27 vis-à-vis the remuneration paid to M/s. MSKA & Associates LLP, the retiring Statutory Auditors, for the statutory audit conducted for financial year 2025-26. Remuneration of the retiring auditor, stood at ₹4,00,000 (Rupees Four Lakhs only) in financial year 2025-26. The remuneration proposed to be paid to M/s. Walker Chandiok & Co. LLP, for financial year 2026-27 is ₹ 4,00,000 (Rupees Four Lakhs only), excluding applicable taxes and out of pocket expenses and is subject to a year-on-year escalation of 6% over the previous year. The Board in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

The exercise for selection of new statutory auditor was done through a fair tender process inviting leading audit firms, followed by shortlisting of firms based on a comprehensive assessment criterion. The Audit Committee, after evaluating all proposals and taking into consideration various factors such as independence, industry experience, technical skills, geographical presence, audit team, clientele served, market standing of the firm etc., have recommended the appointment of M/s. Walker Chandiok & Co. LLP, to the Board of Directors of the Company.

M/s. Walker Chandiok & Co LLP is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India (ICAI), Public Company Accounting Oversight Board (PCAOB) and empanelled with Comptroller and Auditor General of India. The firm was established in the year 1935 and its registered office is situated at New Delhi with 19 other offices across major cities in India. It has 87 partners. It has a valid peer review certificate and is one of India’s leading audit firms providing audit and assurance services to several large companies, including some of the top hundred listed entities in India.

Pursuant to Section 139 of the Act and the rules framed thereunder, the Company has received written consent from M/s. Walker Chandiok & Co. LLP and a certificate that they satisfy the criteria provided under Section 141 of the Act and that their appointment, if made, shall be in accordance with the applicable provisions of the Act and rules framed thereunder. As required under the Listing Regulations, M/s. Walker Chandiok & Co. LLP, has confirmed that they hold a valid certificate issued by the Peer Review Board of ICAI.

The Board recommends the Ordinary Resolution set out at Item No. 3 for the approval of Members. None of the Directors or Key Managerial Personnel or their relatives are concerned or interested (financially or otherwise) in the resolution set out at item 3.

Item No. 4

Ms. Ritika Bhalla (DIN: 09668373) was appointed as an Independent Director of the Company at the Annual General Meeting held on September 30, 2022, for a first term of five consecutive years from July 22, 2022 and holds office upto July 21, 2027.

Ms. Ritika Bhalla has been re-appointed as an Independent Director of the Company (category Non Executive, Independent), by the Board, at its meeting held on July 14, 2026, based on the recommendation of the Nomination and remuneration Committee (NRC), for a second term of five consecutive years, with effect from July 22, 2027 to July 21, 2032, not liable to retire by rotation, subject to approval of the members of the Company, as per the provisions of the Act, the Memorandum and Articles of Association and the Listing Regulations.

Brief profile of Ms Ritika Bhalla

Ms. Ritika Bhalla is an Associate Member of the Institute of Company Secretaries of India (ICSI) and holds a Bachelor of Commerce degree. She possesses over seven years of extensive experience in the areas of secretarial, corporate, legal, and accounts functions. She has significant expertise in corporate law compliance and advisory, secretarial audits, due diligence, and finalization of accounts. Over the course of her career, she has been actively involved in advising on corporate governance and regulatory compliance matters, assisting foreign companies in establishing their business presence in India, drafting and vetting shareholders' agreements and joint venture agreements, and facilitating the procurement of various statutory registrations, licenses, and regulatory approvals.

Ms. Ritika Bhalla has confirmed her eligibility and has given her consent to act as an Independent Director of the Company. The Company has received a declaration from her confirming that (i) she meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations; (ii) she is not disqualified from being appointed as a Director in terms of Section 164 of the Act; (iii) she is not debarred from holding office of director pursuant to any order of SEBI, Ministry of Corporate Affairs or any such other Statutory Authority; and (iv) she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties with an objective independent judgment and without any external influence. Further, Ms. Ritika Bhalla has confirmed that she is registered in the Independent Directors' Databank maintained by the Indian Institute of Corporate Affairs in terms of the requirement of the Act.

The NRC, after taking into account Ms. Ritika Bhalla's performance evaluation during her first term of five years and considering the contribution and time commitment made by her during her first tenure as an Independent Director, has recommended her appointment as an Independent Director to the Board , for a second term of five consecutive years. The Board firmly believes that Ms. Ritika Bhalla possesses the requisite skills and capabilities and brings value to the Board on account of her knowledge and experience and also fulfils the conditions specified in the Act, rules made thereunder and the Listing Regulations, for appointment as an Independent Director of the Company and is independent of management of the Company and hence, it is desirable to re-appoint her as an Independent Director for a second term.

As part of her terms of appointment, Ms Ritika Bhalla would be entitled to sitting fees as determined by the NRC and the Board, from time to time and as permitted by law.

The Company has received a notice from a Member under Section 160 of the Act, proposing the candidature of Ms. Ritika Bhalla as an Independent Director of the Company as per the applicable provisions of the Act.

The draft letter of appointment of independent directors, setting out terms & conditions of their appointment, is available for inspection by members and is also disclosed on the Company's website at www.sanathnagar.in. Members seeking to inspect such document(s) can send a request from their registered e-mail address to the Company, alongwith their DP/Client ID to investors.sel@lodhagroup.com.

The requisite details and information pursuant to Regulation 36(3) of the Listing Regulations, the Act and Secretarial Standards, as on the date of Notice, are annexed hereto and forms an integral part of this notice.

The Board recommends the Special Resolution set out at item no. 4 of this Notice for approval of the Members. None of the Directors or Key Managerial Personnel or their relatives (other than Ms Ritika Bhalla and her relatives) are concerned or interested (financially or otherwise) in the resolution set out at item 4.

Item No. 5

Mr. Jinesh Shah (DIN: 08847375) was appointed as an Independent Director of the Company at the Annual General Meeting held on September 30, 2022, for a first term of five consecutive years from July 22, 2022 and holds office upto July 21, 2027.

Mr. Jinesh Shah has been re-appointed as an Independent Director of the Company (category Non Executive, Independent), by the Board, at its meeting held on July 14 2026, based on the recommendation of the NRC, for a second term of five consecutive years, with effect from July 22, 2027 to July 21, 2032, not liable to retire by rotation, subject to approval of the members of the Company, as per the provisions of the Act, the Memorandum and Articles of Association and the Listing Regulations.

Mr. Jinesh Shah is a qualified Chartered Accountant and a Fellow member of the Institute of Chartered Accountants of India. He serves as a Partner at G. P. Kapadia & Co., Chartered Accountants. He has over 18 years of experience in audit and assurance, direct taxation, statutory compliance and management advisory services, delivering financial governance and tax advisory solutions to a diverse clientele spanning corporate entities and emerging businesses.

Mr. Jinesh Shah has confirmed his eligibility and has given his consent to act as an Independent Director of the Company. The Company has received a declaration from him confirming that (i) he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations; (ii) he is not disqualified from being appointed as a Director in terms of Section 164 of the Act; (iii) he is not debarred from holding office of director pursuant to any order of SEBI, Ministry of Corporate Affairs or any such other Statutory Authority; and (iv) he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence. Further, Mr. Jinesh Shah has confirmed that he is registered in the Independent Directors' Databank maintained by the Indian Institute of Corporate Affairs in terms of the requirement of the Act.

The NRC, after taking into account Mr. Jinesh Shah's performance evaluation during his first term of five consecutive years and considering the contribution and time commitment made by him during his first tenure as an Independent Director, has recommended his appointment as an Independent Director to the Board , for a second term of five consecutive years. The Board firmly believes that Mr. Jinesh Shah possesses the requisite skills and capabilities and brings value to the Board on account of knowledge and experience and also fulfils the conditions specified in the Act, rules made thereunder and the Listing Regulations, for appointment as an Independent Director of the Company and is independent of management of the Company and hence, it is desirable to re-appoint him as an Independent Director for a second term.

As part of his terms of appointment, Mr Jinesh Shah would be entitled to sitting fees as determined by the NRC and the Board, from time to time and as permitted by law.

The Company has received a notice from a Member under Section 160 of the Act, proposing the candidature of Mr. Jinesh Shah as an Independent Director of the Company as per the applicable provisions of the Act.

The draft letter of appointment of independent directors, setting out terms & conditions of their appointment, is available for inspection by members and is also disclosed on the Company's website at www.sanathnagar.in. Members seeking to inspect such document(s) can send a request from their registered e-mail address to the Company, alongwith their DP/Client ID to investors.sel@lodhagroup.com.

The requisite details and information pursuant to Regulation 36(3) of the Listing Regulations, the Act and Secretarial Standards, as on the date of Notice, are annexed hereto and forms an integral part of this notice.

The Board recommends the Special Resolution set out at item no. 5 of this Notice for approval of the Members. None of the Directors or Key Managerial Personnel or their relatives (other than Mr Jinesh Shah and his relatives) are concerned or interested (financially or otherwise) in the resolution set out at item 5.

Item No. 6

Regulation 31A of the Listing Regulations, as amended, provides a regulatory mechanism for re-classification of members from the "Promoter and Promoter group" to "Public" category subject to fulfilment of conditions as provided therein.

The Company is in receipt of request letters dated July 14, 2026 ("Request Letters") from Mr. N P S Shinh, Ms. Manita Shinh and M/s. Continuous Forms (Calcutta) Limited (collectively the "Outgoing Promoters"), seeking reclassification from the "Promoter and Promoter Group" category to the "Public" category, in accordance with Regulation 31A of the Listing Regulations.

Details of the Outgoing Promoters, along with their shareholding in the Company as of June 30, 2026 are set out below:

Name of the Shareholder	Category	No. of Equity Shares held	Percentage of Shareholding
Continuous Forms (Calcutta) Limited	Promoter	53,985	1.71%
N P S Shinh	Promoter	14,955	0.47%
Manita Shinh	Promoter	3,150	0.10%
Total		**72,090**	**2.28%**

A copy of the Request Letters received from the Outgoing Promoters has been disseminated to the stock exchanges on July 14, 2026, and is publicly available at www.bseindia.com and www.sanathnagar.in.

The Outgoing Promoters have given an undertaking that, in terms of Regulation 31A(3) of the Listing Regulations, the Outgoing Promoters and the person(s) related to them together:

(i) do not hold more than ten percent of the total voting rights in the Company;
(ii) do not exercise control over the affairs of the Company directly or indirectly;
(iii) do not have any special rights with respect to the Company through formal or informal arrangements including through any shareholder agreements;
(iv) are not being represented on the Board (including by way of nominee directorship);
(v) do not act as key managerial personnel in the Company;
(vi) are not “wilful defaulter(s)” as per the Reserve Bank of India Guidelines;
(vii) are not fugitive economic offender(s).

The Outgoing Promoters have confirmed that there is no pending regulatory action against them and that they shall:

(a) at all times from the date of re-classification, continue to comply with the conditions specified in sub-clause (i), (ii) and (iii) of clause (b) of Regulation 31A(3) of the Listing Regulations; and
(b) comply with the conditions mentioned in sub-clauses (iv), (v) of clause (b) of Regulation 31A(3) of the Listing Regulations for a period of not less than 3 (three) years from the date of reclassification.

The Board at its meeting held on July 14, 2026, had interalia taken note that the Outgoing Promoters are engaged in their respective independent professions / businesses and neither any Outgoing Promoter nor any person related to them has been involved in the management of the Company nor holds or has held any executive position in the Company since 2010. The Outgoing Promoters together with the persons related to them hold less than 10% of the paid-up equity share capital of the Company.

The Board considered the facts stated above and approved the request for re-classification of the Outgoing Promoters from “Promoter and Promoter Group” category to “Public” category, subject to receipt of necessary approval from the stock exchange and compliance with such other requirements as may be prescribed in this regard, including obtaining approval from the shareholders.

Pursuant to such approval by the Board, the Company filed an application with BSE Limited (“BSE”) on July 15, 2026. In response to the Company’s application, the Company received a No-objection letter from BSE vide ref. LIST /COMP/ KR/170/2026-27 dated August 12, 2026, for reclassification of the Outgoing Promoters from “Promoter and Promoter Group” category to “Public” category.

Further, the Board confirms the following:

(i) The Company is compliant with the requirement for minimum public shareholding as required under Regulation 38 of the Listing Regulations;

(ii) The trading in the Company's equity shares is not suspended by any of the Stock Exchanges on which the Company is listed;
(iii) The Company does not have any outstanding dues to the Securities and Exchange Board of India, the Stock Exchange or the depositories.

The aforesaid reclassification will have the following impact on shareholding pattern of the Company:

Shareholder Category	**% Before reclassification**	**% After reclassification**
Promoter and Promoter Group	74.99%	72.70%
Public	25.01%	27.30%
Total	**100.00%**	**100.00%**

Upon effecting the aforesaid reclassification, the below entities will continue to constitute the Promoter and Promoter Group of the Company.

Name of the Promoter	**Shareholder Category**	**No. of Equity Shares held**	**Percentage of shareholding**
Lodha Developers Limited	Promoter	22,89,981	72.70%
	Total	**22,89,981**	**72.70%**

The Board is of the view that the Outgoing Promoters meet the conditions specified in Regulation 31A of the Listing Regulations, 2015 and recommends the passing of the proposed resolution stated in Item no. 6 as an ordinary resolution.

The members may note that in accordance with Regulation 31A(3)(a)(vi) of the Listing Regulations, the Outgoing Promoters and the persons related to them (as defined under clause (b) of sub-regulation (1) of Regulation 31A of the Listing Regulations) shall not vote on this resolution.

No directors, key managerial personnel or their relatives are interested or concerned (financially or otherwise) in the resolution set out at item 6.

By Order of the Board
Sanathnagar Enterprises Limited

Sd/-
Abhijeet Shinde
Company Secretary & Compliance Officer
Membership No. A33077

Registered Office
412, Floor – 4, 17 G, Vardhman Chamber,
Cawasji Patel Road, Horniman Circle,
Fort, Mumbai – 400001
CIN: L99999MH1947PLC252768

Date: August 20, 2026
Place: Mumbai

Annexure to the Notice

Details of Directors seeking re-appointment at the 79th Annual General Meeting
[Pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2)]

Name	Mr. Rameshchandra Chechani	Ms. Ritika Bhalla	Mr. Jinesh Shah
DIN	05179363	09668373	08847375
Date of birth	June 05, 1964	May 26, 1991	August 11, 1984
Age (in years)	62	35	41
Original date of appointment	January 16, 2024	July 22, 2022	July 22, 2022
Qualifications	Associate Member of the Institute of Chartered Accountants of India.	Associate Member of the Institute of the Company Secretaries of India.	Associate Member of the Institute of Chartered Accountants of India.
Experience and expertise in specific functional areas	Mr. Rameshchandra Chechani is a qualified Chartered Accountant with over 30 years of extensive experience in corporate accounts, finance functions, financial systems and internal controls. He brings to the Board vast expertise in financial governance, commercial operations, statutory compliances, corporate laws, transfer pricing and indirect tax frameworks. He joined Lodha in 2008, and served as Senior Vice President, Accounts Lodha Group and CFO National Standard (India) Limited. Prior to joining Lodha, he held senior positions in Iftex Oil & Chemicals, Reliance Industries Ltd and Pall Group amongst others.	Details provided in the Explanatory statement to item no 4 of the AGM notice	Details provided in the Explanatory statement to item no 5 of the AGM notice
Shareholding in the Company (including as a beneficial owner)	Nil	Nil	Nil
Terms and conditions of appointment/ re-appointment	Non executive director, liable to retire by rotation	Re-appointment as an Independent Director for a second term of five consecutive years from July 22, 2027 to July 21, 2032, not liable to retire by rotation.	Re-appointment as an Independent Director for a second term of five consecutive years from July 22, 2027 to July 21, 2032, not liable to retire by rotation.
Remuneration last drawn & sought to be paid	He does not draw any remuneration from the Company. He draws remuneration from Lodha Developers Limited in the capacity of an employee and will continue to do so.	Sitting fees as may be approved by the NRC/Board from time to time, within the limits stipulated under section 197 of the Act.	Sitting fees as may be approved by the NRC/Board from time to time, within the limits stipulated under section 197 of the Act.
Number of Board meetings attended during FY26	5 out of 5	5 out of 5	5 out of 5
Relationship with other directors / KMPs	None	None	None
Directorship in other Indian companies (including equity listed companies)	Nil	1.National Standard (India) Limited 2. MEPI Private Limited 3. 3I India Private Limited	Ducon Infratechnologies Limited
Membership/ Chairmanship of Board committees in Indian companies	Nil	Sanathnagar Enterprises Limited Audit Committee (Chairperson) Nomination and Remuneration Committee (Chairperson) Risk Management Committee (Member)	Sanathnagar Enterprises Limited Audit Committee (Member) Nomination and Remuneration Committee (Member) Risk Management Committee (Member)
Equity listed entities (in India) from which the person has resigned as Director in past 3 years	None	None	None