SURAJ

Date: November 02, 2026

To
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (East)
Mumbai – 400 051
NSE Symbol: SURAJEST

To
BSE Limited
Phiroze Jeejeebhoy Towers
21st Floor, Dalal Street
Mumbai – 400 001
BSE Scrip Code: 544054

Subject: Notice of Postal Ballot

Respected Sir / Madam,

We hereby inform that, the Company at its Board meeting held on October 31, 2026 approved Notice for Postal Ballot for the following special business:

SR. NO.	PARTICULARS	TYPE OF RESOLUTION
1	**REAPPOINTMENT OF MR. SATYENDRA SHRIDHAR NAYAK (DIN 08194706) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM OF FIVE CONSECUTIVE YEARS;**	SPECIAL

In this regard and in compliance with Regulation 30 (read with Para A of Part A of Schedule III) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and SEBI Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13, 2023, please find enclosed copy of the Notice of Postal Ballot ("Notice") dated October 31, 2026 together with Explanatory Statement thereto.

In conformity with the above requirements, the said Notice has already been sent electronically to all those Members whose names appear in the Register of Members/List of Beneficial Owners and whose e-mail IDs are registered with the Company/Depositories/ Depository Participants as on **Friday, October 30, 2026, being the Cut-off date.**

In accordance with the provisions of the MCA Circulars, the Company has arranged for the Members to register their e-mail addresses. Therefore, those Members who have not yet registered their e-mail addresses are requested to register the same by following the procedure set out in the Postal Ballot Notice.

SURAJ

The Company has engaged the services of MUFG Intime India Private Limited for providing remote e-voting facility to the Members. The remote e-voting period shall commence at **09:00 a.m. (IST) on Tuesday, November 03, 2026 and will conclude at 05:00 p.m. (IST) on Wednesday, December 02, 2026**. The Result of the Postal Ballot / remote E-voting shall be declared on or before **Thursday, December 03, 2026.**

This is for your information and records.

Thanking you, Yours Sincerely,
For **Suraj Estate Developers Limited**

Mukesh Kumar Gupta

Digitally signed by Mukesh Kumar Gupta
Date: 2026.11.02 18:52:41 +05'30'

Mukesh Gupta
Company Secretary & Compliance Officer
ICSI Membership No. F6959

Enclosed as above

Notice of Postal Ballot

POSTAL BALLOT NOTICE (Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

To the Members of the Company,

Notice is hereby given that the resolution set out below are proposed for approval by the members of Suraj Estate Developers Limited ("the Company") by means of Postal Ballot, only by remote e-voting process ("e-voting") being provided by the Company to all its members to cast their votes electronically, pursuant to Section 110 of the Companies Act, 2013 ("the Act"), Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and other applicable provisions of the Act and the Rules, General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force). The Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions proposed in this Postal Ballot Notice and additional information as required under the Listing Regulations and circulars issued thereunder is attached.

ITEM NO 1:

REAPPOINTMENT OF MR. SATYENDRA SHRIDHAR NAYAK (DIN 08194706) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM OF 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'), the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulations 16(1)(b), 17(1C), 25(2A) and such other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations'), including any statutory modification(s) or re-enactment(s)

thereof for the time being in force, in accordance with the provisions of the Memorandum and Articles of Association of the Company and subject to such other consents, approvals, permissions and sanctions as may be necessary, Mr. Satyendra Shridhar Nayak (DIN 08194706), who was appointed as an Independent Director, effective from December 03, 2021, for first term of five consecutive years by the Shareholders of the Company to hold office up to and including December 02, 2026, and subsequently at the 37th Annual General Meeting held on September 25, 2023, approved continuation in the office of Independent Director on attainment of 75 years of age by Mr. Satyendra Nayak, and who is eligible for re-appointment and meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect and based on the recommendation of Nomination and Remuneration Committee and Board of Directors, consent of Members of the Company be and is hereby accorded for re-appointment of Mr. Satyendra Shridhar Nayak (DIN 08194706), in the capacity of Independent Director of the Company for a second term of five (5) consecutive years commencing from 3rd December 2026 up to 2nd December 2031 (both days inclusive) and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company, including any Committee thereof or any officer authorized by the Board, be and is hereby authorized to do all such acts, deeds, matters and things, and to execute all such documents, forms and writings, as may be necessary, desirable or expedient to give effect to this resolution, including making the requisite disclosures and filings with the Registrar of Companies, BSE Limited, National Stock Exchange of India Limited and other statutory or regulatory authorities, as applicable."

By Order of the Board of Directors,

Mukesh Gupta
Company Secretary and
Compliance Officer
Membership no. F6959
Date- October 31, 2026
Registered Office: -
Aman Chambers, 3rd. Floor, Century Bazaar,
Prabhadevi, Mumbai, Maharashtra 400025
Call +91 022 4015 4764/022 40154898
CIN No. L99999MH1986PLC040873
www.surajestate.com
Email- cs@surajestate.com

NOTES-

1. Pursuant to Sections 102 and 110 and other applicable provisions of the Act, the Statement pertaining to the said Resolution setting out the material facts and the reasons/ rationale thereof is annexed to this Notice of Postal Ballot for your consideration and forms part of this Notice of Postal Ballot ("**Notice**").

2. In accordance with the MCA Circulars, Notice and the e-voting instructions are being sent only by email to those Members who have registered their email address with their Depository Participants ("**DPs**") or with **MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited)** (**"MUFG"**), Registrar and Transfer Agent of the Company and whose names appears in the Register of Members / List of Beneficial Owners as received from the National Securities Depository Limited ("**NSDL**") and Central Depository Services (India) Limited ("**CDSL**") (collectively referred to as "**Depositories**") as on Friday, October 30, 2026 ("**Cut-off Date**") and the communication of assent / dissent of the Members on the resolution proposed in the Notice will only take place through the e-voting system.

3. In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 110 and 108 of the Act read with the Rules, the MCA Circulars and Secretarial Standard – 2, the Company is providing only e-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The instructions for remote e-voting are appended to this Notice. The Company has engaged the services of **MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited)**, Registrar and Transfer Agent of the Company NSDL for the purpose of providing e-voting facility to its members. The Notice is also available on the website of the Company i.e., www.surajestate.com

4. The Board of Directors of the Company has appointed Mr. Himanshu S. Kamdar (FCS No. F5171) partner of M/s. Rathi & Associates, Practicing Company Secretaries (Firm Registration Number: P1988MH011900) as the Scrutinizer and they have communicated their willingness to be appointed to submit the report on voting pattern on votes cast by members on the resolution proposed for their approval. Members desiring to exercise their vote through the e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice for casting of votes by remote e-voting.

5. **The Remote e-voting period commences at 9.00 a.m. IST on Tuesday, November 03, 2026, and ends at 5.00 p.m. IST on Wednesday, December 02, 2026.**

6. Voting rights will be reckoned on the paid-up value of shares registered in the names of the Members on Cut-off Date i.e. Friday, October 30, 2026. Only those Members whose names are recorded in the Register of Members of the Company or in the List of Beneficial Owners maintained by the Depositories as on the Cut-off Date will be entitled to cast their votes. The Resolutions, if passed by requisite majority, will be deemed to be passed on the last date specified for e-voting i.e. Wednesday, December 02, 2026.

7. Members can vote on the Resolution only through e-voting. E-voting will commence at 9:00 A.M. (IST) on Tuesday, November 03, 2026, and will end at 5:00 P.M. (IST) on Wednesday December 02, 2026. During this period, Members who hold shares either in physical form or in dematerialized form, as on Friday, October 30, 2026, i.e. Cut-off Date, may cast their vote electronically. The e-voting module shall be disabled by Depository for voting thereafter. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast vote again.

8. The Company hereby requests all its Members to register/ update their email addresses, if not yet registered/updated, to promote green initiative and to enable the Company to provide all communications to the Members through email. To facilitate Members to receive the Notice electronically and cast their vote electronically, the Company has made special arrangements with our RTA i.e. MUFG Intime India Private Limited for registration of e-mail addresses in terms of the MCA Circulars. This Notice will also be available on the Company's website i.e. www.surajestate.com .

9. All the documents referred to in this Notice and Explanatory Statement will be available for inspection by the Members between 11.00 A.M. and 1.00 P.M. on all working days, except Saturdays & Sundays, from the date hereof until the last date of e-voting. Members seeking to inspect such documents can send a request over an e-mail to cs@surajestate.com

10. The results of the Postal Ballot/ e-voting will be declared along with the Scrutinizer's Report on or before Thursday, December 03, 2026 and shall be placed on the website of the Company at www.surajestate.com; on the e-voting website of MUFG at www.in.mpms.mufg.com and shall also be simultaneously communicated to BSE Limited at www.bseindia.com & National Stock Exchange of India Limited at www.nseindia.com. The resolution, if passed with the requisite majority through Postal Ballot, shall be deemed to have been passed, on the last date specified for e-voting i.e. Wednesday, December 02, 2026.

REMOTE E- VOTING INSTRUCTIONS-

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, 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 correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp
b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
c) Enter the OTP received on your registered email ID/ mobile number and click on login.
d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "IDeAS Login Section".
b) Enter IDeAS User ID, Password, Verification code & click on "Log-in".
c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

a) To register, visit URL: https://eservices.nsdl.com and select "Register Online for IDeAS Portal" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
c) Enter the last 4 digits of your bank account / generate 'OTP'
d) Post successful registration, user will be provided with Login ID and password.
e) Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

Google Play App Store

METHOD 3 - NSDL e-voting website

a) Visit URL: https://www.evoting.nsdl.com

b) Click on the "Login" tab available under 'Shareholder/Member' section.

c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login".
d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

a) Visit URL: https://www.cdslindia.com.
b) Go to e-voting tab.
c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or Visit URL: www.cdslindia.com, click on "Login" and select "My Easi New (Token)".
b) Enter existing username, Password & click on "Login".
c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration / https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration.
b) Proceed with updating the required fields for registration.
c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

a) Login to DP website
b) After Successful login, user shall navigate through "e-voting" option.
c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

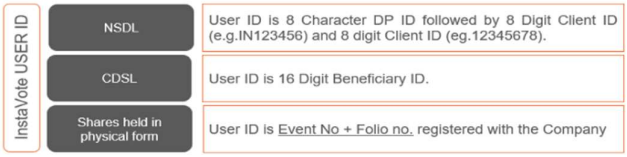
Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on **"Login"** under 'SHARE HOLDER' tab.
b) Enter details as under:
   1. User ID: Enter User ID
   2. Password: Enter existing Password
   3. Enter Image Verification (CAPTCHA) Code
   4. Click "Submit".



(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

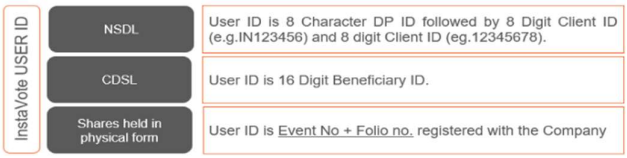
Shareholders not registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on **"Sign Up"** under 'SHARE HOLDER' tab & register with details as under:

   1. User ID: Enter User ID
   2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
   3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
   4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
      - Shareholders, holding shares in **NSDL form**, shall provide 'point 4' above.
      - Shareholders, holding shares in **CDSL form**, shall provide 'point 3' or 'point 4' above.
      - Shareholders, holding shares in **physical form** but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above
   5. Set the password of your choice.

(The password should contain minimum 8 characters, at least one special Character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter).

   6. Enter Image Verification (CAPTCHA) Code.
   7. Click "Submit" (You have now registered on InstaVote).



Post successful registration, click on **"Login"** under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".

B. Select 'View' icon. E-voting page will appear.

C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.

E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

A. Visit URL: https://instavote.linkintime.co.in

B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"

C. Fill up your entity details and submit the form.

D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

A. Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

Click on "Investor Mapping" tab under the Menu section

B. Map the Investor with the following details:

1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.

2) 'Investor's Name - Enter Investor's Name as updated with DP.

3) 'Investor PAN' - Enter your 10-digit PAN.

4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

C. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) Click on "Votes Entry" tab under the Menu section.

c) Enter the "Event No." for which you want to cast vote.

Event No. can be viewed on the home page of InstaVote under "On-going Events".

d) Enter "16-digit Demat Account No.".

e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.

f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) After successful login, you will see "Notification for e-voting".

c) Select "View" icon for "Company's Name / Event number".

d) E-voting page will appear.

e) Download sample vote file from "Download Sample Vote File" tab.

f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.

g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE: **Non-Individual Body corporate shareholders** shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

HELPDESK:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

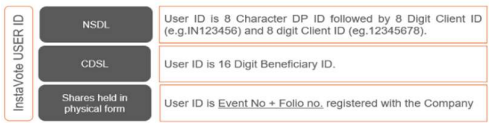
Login type	Helpdesk details

Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending request at evoting@nsdl.co.in 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 request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in



- Click on **"Login"** under 'SHARE HOLDER' tab.
- Further Click on **"forgot password?"**
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Further Click on **"forgot password?"**
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one

special character (!#$&), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

EXPLANATORY STATEMENT

(As required by Section 102(1) of the Companies Act, 2013, the explanatory statement sets out all material facts relating to the special business mentioned in the accompanying Notice)

ITEM NO. 1

REAPPOINTMENT OF MR. SATYENDRA SHRIDHAR NAYAK (DIN 08194706) AS AN INDEPENDENT DIRECTOR FOR A SECOND TERM OF FIVE CONSECUTIVE YEARS

As per the provisions of Section 149, 152 and Schedule IV of the Companies Act, 2013, the Members of the Company at the Extra Ordinary General Meeting (EOGM), inter alia, appointed Mr. Satyendra Shridhar Nayak (DIN 08194706) as Non-executive Independent Director on the Board of the Company for a period of five years. Since Mr. Satyendra Shridhar Nayak will be completing his term on 2nd December 2026.

The Members of the Company had previously approved, by way of a Special Resolution passed at the 37th Annual General Meeting held on 25th September 2023, the continuation of the directorship of Mr. Satyendra Shridhar Nayak (DIN 08194706) as Non-Executive Independent Director notwithstanding that he had attained the age of 75 years, in compliance with Regulation 17(1A) of the SEBI LODR Regulations.

During the process of evaluation of appointments on the Board, the Nomination and Remuneration Committee (NRC) follows the Nomination, Remuneration & Evaluation Policy and carefully considers a range of factors including candidate's experience and expertise across various industries, leadership qualities, diversity, and the skill matrix, while ensuring compliance with statutory requirements.

While evaluating Mr. Nayak's re-appointment on the Board, the NRC acknowledged his significant contributions during his first term. The Committee considered his leadership qualities, strategic vision, expertise in talent and leadership development, financial and general management acumen, as well as his extensive experience in organizational transformation.

Following the thorough performance evaluation, the Board of Directors of the Company at its meeting held on October 31, 2026, based on the recommendation of Nomination and Remuneration Committee, background, experience and contribution made by director during his tenure, subject to approval of the shareholders of the Company, approved re-appointment of Mr. Satyendra Shridhar Nayak as an Independent Director, not liable to retire by rotation for a second term of five years.

The Company has received from Mr. Satyendra Shridhar Nayak (i) Consent in writing to act as a Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014,

(ii) Intimation in Form DIR-8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under the provisions of sub section (2) of Section 164 of the Companies Act, 2013, and (iii) A declaration to the effect that he meets the criteria of Independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

In compliance with the Companies Act, 2013, the Company also received a notice from a shareholder, pursuant to Section 160, proposing Mr. Nayak's candidature as an Independent Director. In the opinion of the Board, Mr. Nayak fulfills the conditions specified in the Act, its rules framed thereunder and SEBI Listing Regulations for appointment as an Independent Director and he is independent of Management.

Accordingly, the Board recommends the resolution as set out in Item No. 1 for approval of the Members, as a Special Resolution.

The required details including a brief profile of Mr. Nayak, as per the Secretarial Standards (SS-2) and Regulation 36(3) of the SEBI Listing Regulations, are provided as an Annexure to this Notice.

Except Mr. Satyendra Shridhar Nayak no other Directors, Key Managerial Personnel or any of their relatives, are deemed to be concerned or interested in the proposed Resolution except to the extent of their shareholding, if any, in the Company.

Mukesh Gupta
Company Secretary and
Compliance Officer
Membership no. F 6959
Date- October 31, 2026

Registered Office: -

Aman Chambers, 3rd. Floor, Century Bazaar,
Prabhadevi, Mumbai, Maharashtra 400025
Call +91 022 4015 4764/022 40154898
CIN No. L99999MH1986PLC040873
www.surajestate.com
Email- cs@surajestate.com

ANNEXURE TO THE NOTICE

Profile of Independent Directors seeking continuance and/or re-appointment pursuant to Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Particulars	Director
Name of Director	Mr. Satyendra Shridhar Nayak
Age	77 years
Qualifications	Master's degree in commerce and Doctorate in Philosophy from University of Bombay.
Brief Resume / Profile	He holds a master's degree in commerce from the University of Bombay and Doctor of Philosophy from University of Bombay. He has authored a book called "Globalization and the Indian Economy". He was on the board of Bharat Wire Ropes Limited. He was the President of Unit Trust of India from January 1986 to 2004, He is a long experience in Banking, Financial Services, Investment Management, Mutual Funds, Financial Restructuring, Public Issue Management, Real Estate, Senior Management and Board Level Advisory services.
Date of first appointment	03-12-2021
Details of Proposed remuneration	Sitting fees for attending the Board and Committee Meetings and Commission, if any, as may be approved by the Board / shareholders from time to time.
Inter-se Relationship between • Directors • Key Managerial Personnel	None
Terms and conditions of appointment/ continuation of Directorship	For a continuous term of five years w.e.f. December 03, 2026, up to and including December 02, 2031 and not liable to retire by rotation
Shareholding in the Company	Nil
Relationship with other Directors / Key Managerial Personnel	NA

Number of board meetings attended during financial year 2026-27 as on 31St October 2026	3
Chairperson / Membership of the Committees of Board of Directors of the Company	Audit Committee – Chairperson Corporate Social Responsibility Committee – Member Risk Management Committee –Chairperson
Other Listed Companies in which he is a Director*	Nil
Membership/ Chairmanship of Committees of the Board of Directors of other Listed Companies in which he is a Director*	Nil
Listed entity from which the Director has resigned in the past three years	Nil
Skills and capabilities required for the role and the manner in which the proposed person meets such requirement	Mr. Nayak brings with his expertise in talent and leadership development, strong financial and general management skills, and a vast background in organizational transformation

*Based on disclosures received from the Directors

Mukesh Gupta
Company Secretary and
Compliance Officer
Membership no. F 6959
Date- October 31, 2026
Registered Office: -

Aman Chambers, 3rd. Floor, Century Bazaar,
Prabhadevi, Mumbai, Maharashtra 400025
Call +91 022 4015 4764/022 40154898
CIN No. L99999MH1986PLC040873
www.surajestate.com
Email- cs@surajestate.com