17th November, 2026

To,
The General Manager
Department of Corporate Services
BSE Limited
P. J. Towers Dalal Street,
Fort, Mumbai – 400 001

Subject: Notice of Postal Ballot

Dear Sir/Madam,

With reference to the captioned subject and pursuant to the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a copy of Notice of Postal Ballot dated Tuesday, 3rd November, 2026.

Date of events relevant to Postal Ballot are as below:

Sr. No.	Particulars	Dates
1.	Cut- off Date for Shareholders eligible for notice and e-voting	Friday, 13th November, 2026
2.	Date of Completion of Dispatch of Notice (by electronic means) to members whose names appear in the Register of Members / List of Beneficial Owners as received from Depositories as on cut-off date	Tuesday, 17th November, 2026
3.	Date of Commencement of e-voting	Wednesday, 18th day of November, 2026 at 09:00 A.M. IST
4.	Date of Ending of e-voting ("Last Date")	Friday, 18th day of December, 2026 at 05:00 P.M. IST

Kindly note that the Postal Ballot Notice, along with Explanatory Statement are uploaded on the website of the Company at www.sayajihotels.com.

You are requested to take the above information on record.

Thanking you.

Yours faithfully,

For Sayaji Hotels Limited

PUNEET KARADE Digitally signed by PUNEET KARADE Date: 2026.11.17 19:41:49 +05'30'

Puneet Karade
Company Secretary and Compliance Officer
Membership No.: A67853

Encl.: A/a

NOTICE OF POSTAL BALLOT & REMOTE E-VOTING
[Pursuant to Section 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

Dear Members,

Notice is hereby given that in accordance with Section 108, 110 of the Companies Act, 2013 (the "Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") including any amendment(s) thereof, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended till date ("Listing Regulations"), General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 3/2022 dated May 5, 2022, General Circular No. 11/2022 dated 28th December, 2022, General Circular No. 09/2023 dated September 25, 2023, General Circular No. 9/2024 dated September 19, 2024 and General Circular No. 3/2025 dated September 22, 2025 ("General Circulars") issued by the Ministry of Corporate Affairs (the " MCA"), Secretarial Standard-2 issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any for seeking approval of the Members of Sayaji Hotels Limited (the "Company") by way of Ordinary Resolutions for the businesses as set out in this notice through Postal Ballot by remote e-voting ("Postal Ballot/E-Voting").

Ministry of Corporate Affairs in terms of its General Circulars, has advised the companies to take all decisions of urgent nature requiring member's approval, other than items of ordinary business or any business in respect of which Directors or Auditors have a right to be heard at any meeting, through the mechanism of Postal Ballot/ E-Voting in accordance with the provisions of the Act and Rules made thereunder, without holding a general meeting that requires physical presence of members at a common venue.

Further, in terms of the applicable provisions of the Companies Act, 2013, Regulation 44 of SEBI (LODR) Regulations, 2015 and General Circulars issued by MCA, the Company shall send Postal Ballot Notice by email to all its Members who have registered their email addresses with the Company or depository / depository participants and the communication of assent / dissent of the Members shall only take place through the remote e-voting system. This Postal Ballot process is being initiated in compliance with the General Circulars. Accordingly, physical copies of the Notice, along with Postal Ballot Form and pre-paid business reply envelope, are not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members will take place only through the remote E-Voting system.

The proposed Ordinary Resolutions and Explanatory Statements setting out the material facts and the reasons/rationale thereof pursuant to Section 102 of the Act is annexed hereto for your consideration.

The Members exercising their votes are requested to read the instructions carefully as indicated in this Notice and record their ASSENT (FOR) or DISSENT (AGAINST) by following the procedures as stated in the notes forming part of this Notice.

The Board of Directors of the Company have appointed Mr. Abhishek Shukla, Practicing Company Secretary (Membership No. ACS: 67793 and COP: 25404), as Scrutinizer for conducting the Postal Ballot/E-voting in accordance with the law and in a fair and transparent manner.

Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Rules and Regulation 44 of the Listing Regulations, the Company has engaged Central Depository Services (India) Limited ("CDSL"), to provide e-voting facility for its Members.

The E-Voting facility is available at the link: www.evotingindia.com and the same shall commence from Wednesday, 18th day of November, 2026 at 09:00 A.M. IST and shall end on Friday, 18th day of December, 2026 at 05:00 P.M. IST.

E-Voting module shall be blocked by CDSL on Friday, 18th day of December, 2026 at 05:00 P.M. IST and voting shall not be allowed beyond the said date and time.

The Scrutinizer will submit his report on Postal Ballot to Chairman and Managing Director of the Company or any other person authorised by the Company, upon completion of scrutiny of E-Voting data as provided by CDSL, in a fair and transparent manner. The result on the resolution proposed to be passed through Postal Ballot/E-Voting shall be announced within 2 working days from the last day of voting through Postal Ballot/E-Voting and shall be displayed on the website of the Company, i.e www.sayajihotels.com and shall be communicated to BSE Limited where the equity shares of the Company are listed. The results of the Postal Ballot/E-Voting shall also be displayed on the website of CDSL.

RESOLUTIONS PUT THROUGH POSTAL BALLOT

Item No. 01: Appointment of Mr. Seshukumar Venkata Satya Chilukuri (DIN: 07171754) as a Non- Executive Non-Independent Director of the Company

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

"RESOLVED THAT pursuant to the provisions Section 152 and Section 161(1) of Companies Act 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), the provisions of the Articles of Association of the Company and in accordance with the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Seshukumar Venkata Satya Chilukuri (DIN: 07171754), who was appointed by the Board of Directors as an Additional Director in the category of Non- Executive Non-Independent Director of the Company for a period of 2 years with effect from Tuesday, 3rd November, 2026, be and is hereby appointed as a Non-Executive, Non- Independent Director of the Company for a period of 2 years with effect from 3rd November, 2026 and whose term of office is liable to retire by rotation.

RESOLVED FURTHER THAT any Director or Key Managerial Personnel of the Company be and is hereby severally authorized to file requisite forms and to do all such acts and deeds as may be necessary to give effect to the said resolution."

Item No. 02: Appointment of Mr. Sandesh Khandelwal (DIN: 03019887) as a Non-Executive Non-Independent Director of the Company

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

"RESOLVED THAT pursuant to the provisions Section 152 and Section 161(1) of Companies Act 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), the provisions of the Articles of Association of the Company and in accordance with the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Sandesh Khandelwal (DIN: 03019887), who was appointed by the Board of Directors as an Additional Director in the category of Non- Executive Non-Independent Director of the Company with effect from Tuesday, 3rd November, 2026, be and is hereby appointed as a Non-Executive, Non- Independent Director of the Company with effect from 3rd November, 2026 and whose term of office is liable to retire by rotation.

RESOLVED FURTHER THAT any Director or Key Managerial Personnel of the Company be and are hereby severally authorized to file requisite forms and to do all such acts and deeds as may be necessary to give effect to the said resolution."

Date: 3rd November, 2026
Place: Vadodara

By Order of the Board of Directors
of Sayaji Hotels Limited

Puneet Karade
Company Secretary and Compliance Officer

NOTES:

1. Approval of Members of the Company is solicited by passing Ordinary Resolutions on Item No. 01 & 02 of this Notice through Postal Ballot/ E-Voting for business. The explanatory statements pursuant to Sections 102 and 110 of the Act stating all material facts and the reasons/rationale for the proposal are annexed herewith.
2. The Postal Ballot Notice is being sent to all the Members of the Company, whose names appear in the Register of Members / List of Beneficial Owners as received from Central Depository Services (India) Limited ("CDSL"), (the "Depository") and as available with the Company as at Friday, 13th day of November, 2026 (**"Cut Off Date"**).
3. A copy of this Postal Ballot Notice shall also be available on the website of the Company, i.e., www.sayajihotels.com, the websites of the Stock Exchange on which the Equity Shares of the Company are listed, i.e., www.bseindia.com and on the website of CDSL, i.e., www.cdslindia.com.
4. Members holding equity shares as on the Cut-off Date can cast their vote using remote e-voting facility only.
5. Voting rights shall be reckoned on the paid-up value of equity shares registered in the name of the Members as at the Cut Off date.
6. Resolutions, if approved, by the Members by means of Postal Ballot/ E-Voting is deemed to have been passed at a General Meeting of the Members and the last date of the E-Voting shall be the date on which the Resolution shall be deemed to have been passed, if approved by the requisite majority.
7. The Company is sending Postal Ballot Notice in electronic form only as permitted under the General Circulars.
8. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only.
9. To facilitate such Members to receive this notice electronically and cast their vote electronically, the Company has made arrangement with CDSL for registration of email addresses in terms of the General Circulars.
10. The Resolutions, if passed by majority, will be deemed to have been passed on the last date & time as specified for e-voting, i.e**., Friday, 18th day of December, 2026 at 05:00 P.M. IST**.
11. In case of joint holders, only such joint holder whose name appears first in the order of names will be entitled to vote.
12. Document(s) referred to in the explanatory statements, if any, may be inspected electronically on all working days without any fee from the date of circulation of this Notice until the last date for casting votes through e-Voting by writing an email to the Company Secretary at cs@sayajigroup.com.

INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING:

Step 1	Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
Step 2	Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode

(i) The voting period begins on Wednesday, 18th day of November, 2026 at 09:00 A.M. IST and shall end on Friday, 18th day of December, 2026 at 05:00 P.M. IST. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Friday, 13th day of November, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Pursuant to **SEBI Circular No**. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional / retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories / Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iii) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to above said SEBI Circular, login method for e-Voting **for Individual Shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	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 to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by Company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual Meeting & voting during the Meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in Demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.

	2) If the user is 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 3) 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 4) 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual Meeting & voting during the Meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important Notice: 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., CDSL and NSDL

Login Type	Helpdesk Details
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
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(iv) Login method for Remote e-Voting for **Physical Shareholders and Shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID;
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID;
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any Company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

For Physical Shareholders and other than individual shareholders holding shares in Demat.	
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. • If both the details are not recorded with the depository or Company, please enter the member id / folio number in the Dividend Bank details field.

(v) After entering these details appropriately, click on "SUBMIT" tab.

(vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in Demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(viii) Click on the **EVSN** for **Sayaji Hotels Limited** to vote.

(ix) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xi) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xiv) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvi) **Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.**

- Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs.shuklaabhishek@gmail.com and cs@sayajigroup.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.`

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ID/ MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.

1. For Physical Shareholders - please provide necessary details like 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 Company/RTA email id.

2. For Demat Shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)

3. For Individual Demat Shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual Meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911.

EXPLANATORY STATEMENT
(PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013)

Item No. 01: Appointment of Mr. Seshukumar Venkata Satya Chilukuri (DIN: 07171754) as a Non-Executive Non-Independent Director of the Company

Pursuant to the provisions Section 152 and Section 161(1) of Companies Act 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), appointment of the Non-Executive Non-Independent Director requires approval of Members by way of Ordinary Resolution. Further based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company has considered the background, knowledge, experience of Mr. Seshukumar Venkata Satya Chilukuri and decided that it would be in the best interest of the Company to appoint him on the Board as a Non-Executive Non-Independent Director as he possesses requisite expertise and qualifications for appointment as a Director of the Company and as required in the context of the Company's business and the sector in which it operates.

In view of the same, the Board of Directors at their Meeting held on Tuesday, 03rd November, 2026 has appointed Mr. Seshukumar Venkata Satya Chilukuri (DIN: 07171754) as an Additional Director in the capacity of Non-Executive Non-Independent Director on the Board of the Company for a period of 2 years with effect from 3rd November, 2026.

Brief Profile of Mr. Seshukumar Venkata Satya Chilukuri is as follows:

Mr. Seshukumar Venkata Satya Chilukuri holds a Post Graduate qualification in MBA (Finance) from ICFAI University and a Post Graduate qualification in Investment Banking from IIM Indore. He is also CA Intermediate qualified from the Institute of Chartered Accountants of India (ICAI).

He is an alumnus of IIM Indore and possesses over 30 years of experience in the fields of Finance and Accounts across various industries, including manufacturing, telecommunications, services and retail.

Further, consent has been received from Mr. Seshukumar Venkata Satya Chilukuri that he is neither disqualified nor debarred from holding the office of Director by virtue of SEBI or any such authority or in terms of Section 164 of the Act and has given his consent to act as a Director. The information required pursuant to Regulation 36(3) of the Listing Regulations, 2015 is attached herewith as **Annexure 1.**

In light of the above, your Directors recommend to pass necessary resolution as set out in Item No. 01 of this notice as the **Ordinary Resolution**.

None of the Directors of the Company or their relatives, are concerned or interested in the proposed Resolution except Mr. Seshukumar Venkata Satya Chilukuri, Additional Director of the Company.

Item No. 02: Appointment of Mr. Sandesh Khandelwal (DIN: 03019887) as a Non-Executive Non-Independent Director of the Company

Pursuant to the provisions Section 152 and Section 161(1) of Companies Act 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), appointment of the Non-Executive Non-Independent Director requires approval of Members by way of Ordinary Resolution. Further based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company has considered the background, knowledge, experience of Mr. Sandesh Khandelwal and decided that it would be in the best interest of the Company to appoint him on the Board as a Non-Executive Non-Independent Director as he possesses requisite expertise and qualifications for appointment as a Director of the Company and as required in the context of the Company's business and the sector in which it operates.

In view of the same, the Board of Directors at their Meeting held on Tuesday, 03rd November, 2026 has appointed Mr. Sandesh Khandelwal (DIN: 03019887) as an Additional Director in the capacity of Non-Executive Non-Independent Director on the Board of the Company with effect from 3rd November 2026.

Brief Profile of Mr. Sandesh Khandelwal is as follows:

Mr. Sandesh Khandelwal is a Chartered Accountant by profession. He has wide experience in accounts and taxation. He has over 30+ years of experience across various industries. He is associated with the Company since 2004 in different roles.

Further, consent has been received from Mr. Sandesh Khandelwal that he is neither disqualified nor debarred from holding the office of Director by virtue of SEBI or any such authority or in terms of Section 164 of the Act and has given his consent to act as a Director. The information required pursuant to the Regulation 36(3) of the Listing Regulations, 2015 is attached herewith as **Annexure 2.**

In light of the above, your Directors recommend to pass necessary resolution as set out in Item No. 02 of this notice as the **Ordinary Resolution**.

None of the Directors of the Company or their relatives, are concerned or interested in the proposed Resolution except Mr. Sandesh Khandelwal, Additional Director of the Company.

Date: 3rd November, 2026
Place: Vadodara

By Order of the Board of Directors
of Sayaji Hotels Limited

Puneet Karade
Company Secretary and Compliance Officer

ANNEXURE-1

INFORMATION REGARDING THE DIRECTORS PROPOSED FOR APPOINTMENT PURSUANT TO REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS -2, THE DETAILS OF THE DIRECTORS PROPOSED TO BE APPOINTED THROUGH POSTAL BALLOT PROCESS ARE GIVEN BELOW:

Sr. No.	Particulars	
1.	**Brief resume of the director**	
	Name of Director	Mr. Seshukumar Venkata Satya Chilukuri
	DIN	07171754
	Age	59 Years
	Nationality	Indian
	Qualifications	Postgraduate in MBA Finance & Investment Banking
2.	**Nature of expertise in specific functional areas.**	Mr. Seshukumar Venkata Satya Chilukuri, holds a Post Graduate qualification in MBA (Finance) from ICFAI University and a Post Graduate qualification in Investment Banking from IIM Indore. He is also CA Intermediate qualified from the Institute of Chartered Accountants of India (ICAI). He is an alumnus of IIM Indore and possesses over 30 years of experience in the fields of Finance and Accounts across various industries, including manufacturing, telecommunications, services and retail.
3.	**Date of first appointment on the Board.**	3rd November, 2026
4.	**Disclosure of relationships between directors inter-se.**	Nil
5.	**Shareholding of director in the Company including shareholding as a beneficial owner, if any.**	Nil
6.	**List of Directorships held in other companies (including listed companies)**	Nil

7.	**Number of the Meetings of the Board attended during the year.**	**No. of Board meetings entitled to attend** / **No. of Board meetings Attended** 0 / 0
8.	**Listed entities from which the person has resigned in the past three years**	Nil
9.	**Chairmanship / Membership of Committees in other Companies (only Audit Committee and Stakeholder Relationship Committee is Considered)**	Nil
10.	**Terms and Conditions of Appointment or Re-appointment.**	Appointed as an Additional Non-Executive Non-Independent Director at the Meeting of the Board of Directors held on 3rd November, 2026 for a period of 2 years with effect from 3rd November 2026, subject to the approval of the Members.
11.	**Remuneration proposed to be paid.**	The Company does not pay any remuneration to its Non-Executive Directors. However, sitting fees as are payable to the Independent Directors shall be paid to the Non- Executive Directors, for attending meetings of the Board of Directors and Committees of the Board, whenever they are appointed as Members of such Committees.
12.	**The skills and capabilities required for the role and the manner in which the director meets such requirements.**	Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company has considered the background, knowledge, experience of Mr. Seshukumar Venkata Satya Chilukuri and decided that it would be in the best interest of the Company to appoint him on the Board as an Non-Executive Non-Independent Director as he possesses requisite expertise and qualifications for appointment as an Non-Executive Non-Independent Director of the Company and as required in the context of the Company's business and the sector in which it operates.

ANNEXURE-2

INFORMATION REGARDING THE DIRECTORS PROPOSED FOR APPOINTMENT PURSUANT TO REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS -2, THE DETAILS OF THE DIRECTORS PROPOSED TO BE APPOINTED THROUGH POSTAL BALLOT PROCESS ARE GIVEN BELOW:

Sr. No.	Particulars	
1.	**Brief resume of the director**	
	Name of Director	Mr. Sandesh Khandelwal
	DIN	03019887
	Age	57 Years
	Nationality	Indian
	Qualifications	Chartered Accountant
2.	**Nature of expertise in specific functional areas.**	Mr. Sandesh Khandelwal holds wide experience in accounts and taxation. He has over 30+ years of experience across various industries
3.	**Date of first appointment on the Board.**	3rd November, 2026
4.	**Disclosure of relationships between directors inter-se.**	Nil
5.	**Shareholding of director in the Company including shareholding as a beneficial owner, if any.**	Nil
6.	**List of Directorships held in other companies (including listed companies)**	Nil
7.	**Number of the Meetings of the Board attended during the year.**	**No. of Board meetings entitled to attend**: 0; **No. of Board meetings Attended**: 0
8.	**Listed entities from which the person has resigned in the past three years**	Nil

9.	**Chairmanship / Membership of Committees in other Companies (only Audit Committee and Stakeholder Relationship Committee is Considered)**	Nil
10.	**Terms and Conditions of Appointment or Re-appointment.**	Appointed as an Additional Non-Executive Non-Independent Director at the Meeting of the Board of Directors held on 3rd November, 2026 subject to the approval of the Members.
11.	**Remuneration proposed to be paid.**	The Company does not pay any remuneration to its Non-Executive Directors. However, sitting fees as are payable to the Independent Directors shall be paid to the Non- Executive Directors, for attending meetings of the Board of Directors and Committees of the Board, whenever they are appointed as Members of such Committees.
12.	**The skills and capabilities required for the role and the manner in which the director meets such requirements.**	Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company has considered the background, knowledge, experience of Mr. Sandesh Khandelwal and decided that it would be in the best interest of the Company to appoint him on the Board as an Non-Executive Non-Independent Director as he possesses requisite expertise and qualifications for appointment as an Non-Executive Non-Independent Director of the Company and as required in the context of the Company's business and the sector in which it operates.

Date: 3rd November, 2026
Place: Vadodara

By Order of the Board of Directors
of Sayaji Hotels Limited

Puneet Karade
Company Secretary and Compliance Officer