SUPREME HOLDINGS & HOSPITALITY (INDIA) LIMITED
Regd. Office: Office No. 908, 09th Floor, Platinum Square, Weikfield IT Citi Infopark, Shri Satpal Malhotra Marg, Nagar Road, Viman Nagar, Pune – 411014 **Tel:** +91-9322910665
website: www.supremeholdings.net | **Email**: info@belmac.in | **CIN**: L45100PN1982PLC173438

November 4, 2026

To,

The Manager,
Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street, Fort, Mumbai - 400 001
Scrip Code: 530677

The Manager,
Corporate Services
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai 400 051
Symbol: SUPREME

Dear Sir,

Sub: Notice of Postal Ballot

Ref: Disclosure under Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ["SEBI Listing Regulations"]

Please find attached, the Postal Ballot Notice dated October 28, 2026, along with the explanatory statement, seeking approval of the members of the Company, by way of remote e-voting process ("e-voting") for:

Approval of the Related Party Transaction under Regulation 23(4) of SEBI LODR for the Joint Development Agreement and the related General Power of Attorney with Mrs. Nitta Vinod Jatiya, a related party, for development of land.

Postal Ballot Notice is being sent only through electronic mode to all the members whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories.

The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") as the agency to provide e-voting facility. The e-voting facility will be available during the following period:

Commencement of e-voting:	Friday, November 6, 2026 at 9.00 a.m. (IST)
End of e-voting:	Saturday, December 5, 2026 at 5.00 p.m. (IST)

The Postal Ballot Notice is also available on the Company's website at

You are requested to take the same on record.

Thanking you,
Yours faithfully,
For Supreme Holdings & Hospitality (India) Limited

Rohan Ramesh Chinchkar
Digitally signed by Rohan Ramesh Chinchkar
Date: 2026.11.04 14:58:58 +05'30'

Rohan Chinchkar
Company Secretary and Compliance Officer
Membership No: A56176
Encl: A/a

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NOTICE OF POSTAL BALLOT

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014) and the applicable Circulars issued by the Ministry of Corporate Affairs ('MCA').

To
Members of the Company,

NOTICE is hereby given pursuant to Section 110 of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, of the Act, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), Regulations 23 and 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 ("ICSI"), other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the relevant circulars, including General Circular No. 03/2025 dated September 22, 2025 issued by, including General Circular No. 14/2020 dated April 8, 2020 and subsequent circulars issued from time to time, the latest being General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), that the Resolution appended below is proposed for approval by the members of the Company, by means of Postal Ballot, only by voting through electronic means ("remote e-voting"). Communication of assent or dissent of the Members would take place only through the remote e-voting system.

An Explanatory Statement pursuant to Sections 102, 110 and other applicable provisions, if any, of the Act, pertaining to the resolution setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice, for your consideration and forms part of this Notice.

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Accordingly, a physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope is not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would take place only through the remote e-voting.

Pursuant to Rule 22(5) of the Rules, the Board of Directors of your Company at its meeting held on October 28, 2026, has appointed Ms. Khyati Shah & Company, Company Secretaries (Membership number F 8686, Certificate of Practice No. 9574), as the Scrutinizer to conduct the Postal Ballot through remote e-voting process in a fair and transparent manner.

The remote e-voting period commences on Friday, November 6, 2026 at 9.00 a.m. (IST) and ends on Saturday, December 5, 2026 at 5.00 p.m. (IST). The Scrutinizer will submit the report to the Chairman of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting.

The results of the Postal Ballot will be announced on Monday, December 7, 2026, at or before 5.00 p.m. (IST), & the same would be intimated to BSE Limited and National Stock Exchange of India Limited, where the Equity Shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website www.supremeholdings.net and on the website of CDSL.

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RESOLUTION:

1. **TO APPROVE RELATED PARTY TRANSACTION UNDER REGULATION 23(4) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE JOINT DEVELOPMENT AGREEMENT AND THE RELATED GENERAL POWER OF ATTORNEY WITH MRS. NITTA VINOD JATIYA, A RELATED PARTY, FOR DEVELOPMENT OF LAND:**

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

"RESOLVED THAT pursuant to provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with applicable Rules under Companies (Meetings of Board and its Powers) Rules, 2014, Regulations 2(1)(zc) and 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company's Policy on Dealing with Related Party Transactions and in accordance with the consent of the Audit Committee and Board of Directors, the consent and approval of the Members of the Company be and is hereby accorded to the Board of Directors (which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its power, including the powers conferred by this Resolution) for entering into the Joint Development Agreement ("JDA") and the related General Power of Attorney (together referred to as the Transaction) between the Company (as Developer) and Mrs. Nitta Vinod Jatiya (as Owner), a related party of the Company, for development of land admeasuring 2008.00 square meters at Final Plot No. 23 under Town Planning Scheme 03, Village Koproli, Taluka Panvel, District Raigad, Maharashtra, on an area-sharing basis, the Company (as Developer) being entitled to a minimum of 70% of the total carpet area of the project and the Owner being entitled to the remaining area, not exceeding 30% of the total carpet area of the project, with the distribution of shops between the Owner and the Company to be mutually agreed within the said limits, on the material terms set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company, to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for finalising and executing the JDA and the General Power of Attorney and to make or receive/ pay monies or to perform all other obligations in terms thereof, provided that any material modification to the Transaction, as defined under the Company's Policy on Related Party Transactions, shall be subject to fresh approval of the Members as required under the Listing Regulations.

RESOLVED FURTHER THAT the consent of the Company, be and is hereby accorded to the Board of Directors of the Company, to severally do or cause to be done all such acts, matters, deeds and things and to settle any queries, difficulties, doubts that may arise with regard to the Transaction and severally execute such contracts, agreements, documents and writings and to make such filings, as may be

necessary, expedient or desirable for the purpose of giving full effect to this resolution, in the best interest of the Company."

Registered Office:
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Weikfield IT Citi Infopark, Shri Satpal Malhotra
Marg, Nagar Road, Viman Nagar, Pune –
411014
Website: www.supremeholdings.net

By Order of the Board of Directors

Sd/-
Rohan Chinchkar
Company Secretary and Compliance Officer
ACS: 56176

Place: Pune
Date: October 28, 2026

NOTES:

A. **GENERAL INSTRUCTIONS:**

1. The Explanatory Statement pursuant to Section 102 and 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 setting out material facts in respect of the aforesaid resolution is annexed hereto.

2. In compliance with the MCA Circular, the Company is sending this Notice only in electronic form to those Members whose names appear in the Register of Members/List of Beneficial Owners as received from the Depositories/RTA as on Friday, October 30, 2026 ('cut-off date') and whose email addresses are registered with the Company/ RTA/ Depositories or who will register their email address in accordance with the process outlined in this Notice. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date.

3. The Postal Ballot Notice is being sent to those Members whose name appears in the Company's Register of Members / List of Beneficial Owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on the close of business hours on Friday, October 30, 2026, i.e. the cut-off date.

4. Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as on the cut-off date shall be eligible to cast their votes through postal ballot by remote e-voting. A person who is not a Member on the cut-off date should treat this Notice for information purposes only. It is however clarified that, all Members of the Company as on the cut-off date (including those Members who may not have received this Notice due to non-registration of their email addresses with the Company/RTA/Depositories) shall be entitled to vote in relation to the aforementioned Resolution in accordance with the process specified in this Notice. The detailed procedure with respect to remote e-voting is mentioned herewith.
5. In terms of Regulation 23(4) of the Listing Regulations, no related party (including all entities falling under the promoter and promoter group) shall vote to approve the Resolution, whether

or not such entity is a related party to the particular transaction. Votes cast, if any, by such related parties shall be disregarded by the Scrutinizer.

6. Members may note that this Postal Ballot Notice will also be available on the Company's website, www.supremeholdings.net, websites of the Stock Exchanges where the Equity shares of the Company are listed i.e. BSE Limited, www.bseindia.com, National Stock Exchange of India Limited www.nseindia.com and on the website of CDSL, https://www.evotingindia.com/.

7. The vote in this Postal Ballot cannot be exercised through proxy

8. The Resolution, if passed by requisite majority, i.e. votes cast in favour exceeding votes cast against (votes of related parties, if any, being disregarded), will be deemed to have been passed on the last date of e-voting i.e. Saturday, December 5, 2026.

9. All the documents referred to in this Postal Ballot Notice will be available for inspection electronically on all working days without any fee by the members from the date of circulation of this Postal Ballot Notice until the last date of e-voting. Members seeking to inspect such documents can send an email to investors@supremeholdings.net mentioning his / her / its folio number / DP ID and Client ID.

B. **THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:**

i. The voting period begins on Friday, November 6, 2026 at 9.00 a.m. (IST) and ends on Saturday, December 5, 2026 at 5.00 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 of Friday, October 30, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

ii. In compliance with the provisions of Section 108 and other applicable provisions 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 in terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020, in relation to e-voting facility 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 shareholder's/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.

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 abovesaid SEBI Circular**,** Login method for e-Voting **for Individual shareholders holding securities in Demat mode** is given below:

TYPE OF SHAREHOLDERS	LOGIN METHOD
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 requested to visit or 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 e-voting is in progress as per the information provided by the company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. "CDSL" for casting your vote during the remote e-Voting period. Additionally, there are 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, the 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 e-voting is in progress and also able to directly access the system of all e-voting service providers.
Individual Shareholders	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

holding securities in demat mode with **NSDL**	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 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 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 ~~"InstaVote" website~~"CDSL e-Voting" website (www.evotingindia.com) for casting your vote during the remote e-voting period. 4) Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** App Store Google Play  

Individual Shareholders (holding securities in demat mode) 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. 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 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. 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 1800 22 55 33
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 contact at 022 - 4886 7000 and 022 - 2499 7000

C. **INSTRUCTIONS AND PROCEDURE FOR CASTING VOTE THROUGH REMOTE E-VOTING: LOGIN METHOD FOR E-VOTING FOR SHAREHOLDERS OTHER THAN INDIVIDUAL SHAREHOLDERS HOLDING IN DEMAT FORM & PHYSICAL SHAREHOLDERS.**

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.

   OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at https://www.cdslindia.com from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-voting option and proceed directly to cast your vote electronically.

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 Shareholders holding shares in Demat Form and Physical Form
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 as mentioned in instruction (v).

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

8) 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.

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

10) Click on the EVSN for the relevant on which you choose to vote.

11) 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.

12) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire resolution details.

13) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed.

14) If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

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

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

17) 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.

18) Shareholders can also cast their vote using CDSL's mobile app "m-voting". The m-voting app can be downloaded from respective store. Please follow the instructions as prompted by the mobile app while remote voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

I. 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 at investors@supremeholdings.net or RTA at rnt.helpdesk@in.mpms.mufg.com

II. For Demat shareholders - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-8 character DP ID + 8 digit Client 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 Company at investors@supremeholdings.net or RTA at rnt.helpdesk@in.mpms.mufg.com

D. **Note for Non – Individual Shareholders and Custodians**

- 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour 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 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 at the email id : cskhyatishah@gmail.com and to the Company at the email address: investors@supremeholdings.net , if they have voted from

individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding e-voting from the e-voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call on 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, 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 on 022-23058542/43.

SUPREME HOLDINGS & HOSPITALITY (INDIA) LIMITED
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website: www.supremeholdings.net | **Email**: info@belmac.in | **CIN**: L45100PN1982PLC173438

EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No.1

The Company is mainly engaged in land development, construction and real estate business activities. Presently, the Company is developing residential complex in Pune and Panvel. The Company proposes to jointly develop another land parcel in Village Koproli, Taluka Panvel, District Raigad, Maharashtra, as detailed below in Table A, which is owned by a related party, pursuant to a Joint Development Agreement ("JDA") proposed to be entered into with the owner. The Company will act as the sole Developer, the owner will grant development rights to the Company, and the JDA does not create a partnership or association of persons.

As per the provisions of Section 188 (1) of the Companies Act, 2013 "Related Party Transactions" requires obtaining prior consent of the Board where transactions proposed to be entered into falls in the list of items referred therein and are within threshold limits prescribed under Rule 15 of Companies (Meeting of Board and its Power) Rules, 2014. Rule 15 of Companies (Meeting of Board and its Power) Rules, 2014, also requires taking prior approval of the Company by Ordinary Resolution where transactions proposed to be entered to falls, in the list of items referred therein and are in excess of threshold limits. However, the proviso to Section 188 further provides that nothing contained in sub-section (1) of Section 188 shall apply where transactions entered into by the company are in the ordinary course of business other than transactions which are not on an arm's length basis. Since the proposed transactions with related parties are in the ordinary course of business and are at arm's length basis, approval of members is not required under Section 188 of the Act.

However, in terms of Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), all material related party transaction, i.e. transaction which individually or taken together with previous transactions during a financial year, exceeds 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements, require approval of the shareholders.

In the view of above, members may please note that proposed transaction(s) of the Company with related parties are "Material" and therefore, keeping in view the requirement of the Listing Regulations, it is proposed to seek approval of the Members by Ordinary Resolution.

Information to be provided to Members as per the SEBI Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" (read with the SEBI Circular dated October 13, 2025):

(a) Summary of information provided by the management to the Audit Committee: The Audit Committee, at its meeting held on October 28, 2026, reviewed the type, material terms and particulars of the Transaction, the name of the related party and the nature of relationship, tenure, value, the basis of determination of price (area-sharing ratio) and the percentage of annual consolidated turnover. Only the independent directors of the Audit Committee approved the Transaction.

(b) Justification for the Transaction being in the interest of the Company: addition of a land parcel to the Company's project pipeline, with the Company entitled to a minimum of 70% of the total carpet area of the project.

(c) Basis for arm's length: Comparable development agreements in the micro-market.

(d) Valuation or other external report: The Company has not obtained any valuation or other external report for the Transaction.

(e) Percentage of the counter-party's annual turnover represented by the Transaction: Not applicable, as the counter-party is an individual.

(f) Any other relevant information: The JDA shall be executed only after receipt of the approval of the Members.

Information required to be provided under Rule 15(3) of the Companies (Meeting of the Board and its Power) Rules, 2014 is as under:

Name of the related Party	**Name of the director or key managerial personnel who is related, if any;**	**Nature of relationship**	**Nature, Material terms, Monetary value and particulars of the contract or arrangements**
Mrs. Nitta Vinod Jatiya.	Mr. Vidip Jatia (Managing Director), and Mrs. Namita Jatia (Whole Time Director)	Mrs. Nitta Vinod Jatiya Belongs to Promoter Group of the Company and is a relative of Mr. Vidip Jatia and Mrs. Namita Jatia	The Joint Development Agreement and General Power of Attorney with the related party for development of land owned by related party situated under Town Planning Scheme 03, at Village Koproli, Taluka Panvel, District Raigad, Maharashtra as detailed in Table A. The proposed Transaction will be on an area-sharing basis only: the Developer shall be entitled to a minimum of 70% of the total carpet area of the project (the "Developer's Premises") and the Owner shall be entitled to the remaining area, being a maximum of 30% of the total carpet area of the project (the "Owner's Premises"), carpet area for this purpose being carpet area as defined under RERA along with balcony area; the distribution of shops between the Owner and the Developer has not yet been finalised. Material terms: (i) the Company, as Developer, shall alone provide all funds and bear all costs of development, approvals and funding, including the stamp duty and registration charges, obtain the sanctions of CIDCO and other authorities, register the project under RERA and discharge the liabilities of a "Promoter" under MOFA and RERA, save for the Owner's responsibility for title to the Land; (ii) the Company shall, on execution of the JDA, reimburse to the Owner the amounts borne by her towards payments made to CIDCO etc. for the Land; (iii) the Company shall

			launch the project within 12 months of the JDA and complete it within 3 years of the sanction of building plans, NA order and environmental clearance, subject to a reasonable extension for force majeure or any defect in the Owner's title; (iv) the Owner shall execute a General Irrevocable Power of Attorney in favour of the Directors of the Developer; (v) neither party may create a mortgage on the Land, while the Company may raise project funding against the Developer's Premises and the receivables therefrom and the Owner may raise funding against the Owner's Premises; (vi) the Company shall not assign its rights under the JDA without the Owner's prior written consent; (vii) the Company shall indemnify the Owner against loss arising from its breach or negligence, and the Owner shall not bear any loss of the project except loss arising from defective title; and (viii) disputes shall be referred to a sole arbitrator.

Table A

Name of the Land owner	**Final Plot No. / Survey No. of land**	**Area of land in sq. meters.**
Mrs Nitta Vinod Jatiya	Final Plot No. 23, TPS 03 (reconstituted from Survey No. 16/8/B, 5020 sq. m.)	2008 sq. meters

The Audit Committee, at its meeting held on October 28, 2026, with only independent directors approving, has approved the above said Transaction and has noted that these transactions are in the ordinary course of business and are at arm's length. The Board of Directors, at its meeting held on October 28, 2026, has also approved the Transaction, with the interested directors not participating in the discussion or voting.

Your Directors recommend the resolution for members' approval by an Ordinary Resolution. In terms of Regulation 23(4) of the Listing Regulations, all related parties shall abstain from voting on this Resolution.

Except Mr. Vidip Jatia (Managing Director) and Mrs. Namita Jatia (Whole Time Director) and their relatives, who are deemed to be concerned or interested by virtue of their relationship with Mrs. Nitta Vinod Jatiya, none of the other Directors or Key Managerial Personnel of the Company or their respective relatives is in any way concerned or interested, either directly or indirectly, in the passing of the said Resolution, save and except to the extent of their respective interest as shareholders of the Company or to the extent of the shareholding of the companies of which they are directors or members.

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By Order of the Board of Directors

Sd/-
Rohan Chinchkar
Company Secretary and Compliance Officer
ACS: 56176

Place: Pune
Date: October 28, 2026