18th September, 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 16th September, 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	Wednesday, 16th September, 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	Friday, 18th September, 2026
3.	Date of Commencement of e-voting	Monday, 21st September, 2026 from 09:00 A.M. IST
4.	Date of Ending of e-voting ("Last Date")	Wednesday, 21st October, 2026 till 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.shilindore.com.

You are requested to take the above information on record.

Thanking you.

Yours faithfully,

For Sayaji Hotels (Indore) Limited

RAOOF RAZAK DHANANI
Digitally signed by RAOOF RAZAK DHANANI
Date: 2026.09.18 22:45:23 +05'30'

Raoof Razak Dhanani
Managing Director
DIN: 00174654

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 (Indore) Limited (the "Company") by way of Special and Ordinary Resolutions for the business 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, 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 is accordingly 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 Special and Ordinary Resolutions with 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. Anuj Nema, Practicing Company Secretary (Membership No. ACS: 39389 and COP: 20646), as Scrutinizer for conducting the Postal Ballot/E-voting in accordance with the law & in 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 Monday, 21st day of September, 2026 at 09:00 A.M. IST and shall end on Wednesday, 21st day of October, 2026 at 05:00 P.M. IST.

E-Voting module shall be blocked by CDSL on Wednesday, 21st day of October, 2026 at 05:00 P.M. IST and voting shall not be allowed beyond the said date and time.

The Scrutinizer shall submit his Report, upon completion of scrutiny of E-Voting data as provided by CDSL, in a fair and transparent manner. The result on the resolutions proposed to be passed through Postal Ballot/E-Voting shall be announced within 2 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.shilindore.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.

SAYAJI
Yours. Truly.

PROPOSED RESOLUTIONS

Item No.1: To consider and approve the enhancement/ increase in the borrowing limits of the Company

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

"**RESOLVED THAT** in supersession of all earlier resolutions passed by the Members of the Company in this regard and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable rules made thereunder, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and in accordance with the provisions of the Articles of Association of the Company, and as recommended by the Audit Committee & Board of Directors of the Company, the consent of the Members of the Company be and are hereby accorded to borrow, from time to time, any sums of money for and on behalf of the Company, from any one or more Banks, Financial Institutions, Bodies Corporate, firms, entities, Related Parties (subject to approval of the shareholders in this regard) or other persons, whether by way of loans, advances, cash credit facilities, overdraft facilities, deposits, debentures, commercial papers or any other form of financial assistance, whether secured or unsecured, notwithstanding that the monies so borrowed together with the monies already borrowed by the Company (excluding temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital, free reserves and securities premium of the Company, provided that the total amount so borrowed and outstanding at any point of time shall not exceed Rs. 500 Crores (Rupees Five Hundred Crores Only)."

"**RESOLVED FURTHER THAT** any Director and/or Key Managerial Personnel of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things and to execute and sign all such documents, writings, papers and instruments as may be deemed necessary, proper or expedient for giving effect to this resolution and for matters connected therewith or incidental thereto."

Yours. Truly.

Item No.2: To consider and approve the Material Related Party Transactions between the Company and its Related Parties

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

"RESOLVED THAT pursuant to the provisions of Regulation 2(1)(zc), Regulation 23(2), Regulation 23(4) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with Schedule XII, Part C thereof, Section 177, Section 188 and other applicable provisions of the Companies Act, 2013, read with the applicable Rules made thereunder, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and pursuant to the approval and recommendation of the Audit Committee and the Board of Directors , the consent of the Members of the Company be and are hereby accorded for undertaking the proposed Related Party Transactions, including unsecured loans and/or other borrowings of funds, whether by way of individual transaction or transactions taken together or series of transactions or otherwise, including any modifications, alterations or amendments thereto, on such terms and conditions as may be mutually agreed between the Company and the respective Related Parties, on an arm's length basis, subject to a maximum borrowing limit of ₹50,00,00,000 (Rupees Fifty Crores Only) Individually from a Related Party, and subject to the total borrowing limits under section 180 of the Companies Act 2013 and the terms and conditions of the proposed borrowings, including the proposed interest rate, tenure, repayment terms, security, if any, and other material terms are fair, reasonable and commercially justifiable having regard to the Company's business requirements.

The details of Related Parties are as follows -

Name of the Related Party	Nature/Duration of the contract	Maximum amount of transactions that shall be entered into
1. Sayaji Hotels (Pune) Limited 2. Malwa Hospitality Private Limited 3. Sayaji Hotels Limited 4. Sana Hospitality Services Private Limited 5. Sayaji Foods Private Limited 6. Sana Reality Private Limited 7. Mr. Raoof Razak Dhanani 8. Mrs. Anisha Raoof Dhanani 9. Ms. Saba Dhanani 10. Ms. Sumera Dhanani 11. Ms. Sadiya Dhanani 12. Md. Yusuf Razak Dhanani	**Nature** - Continuous **Period** - Approval shall be valid up to one year	The Company may enter into transactions with an individual Related Party up to **₹50 Crores**, and may cumulatively enter into transactions with all Related Parties, subject to the total borrowing limits under section 180 of the Companies Act 2013 as approved

13. Century 21 Town Planners Private Limited 14. Century 21 Officespace Private Limited 15. Print Solutions Private Limited 16. RIA Hotels Private Limited 17. M.P. Entertainment & Developers Private Limited 18. Mr. Gurjeet Singh Chhabra 19. Mrs. Prabjot Kaur Chhabra 20. Mr. Karan Singh Chhabra 21. Ms. Riya Chhabra		by the Shareholders of the Company.

RESOLVED FURTHER THAT any of the Directors and/ or Key Managerial Personnel of the Company be and is hereby authorized to take all such steps, actions and do all such acts, deeds and things as may be necessary or expedient for giving effect to the aforesaid resolution and for obtaining the approval of the Members of the Company."

By Order of the Board of Directors
For Sayaji Hotels (Indore) Limited

Date: 16th September 2026
Place: Indore

Sd/-
Raoof Razak Dhanani
Managing Director
DIN: 00174654

NOTES:

1. Approval of Members of the Company is solicited by passing Special and Ordinary Resolutions as set out in the Notice through Postal Ballot/ E-Voting for businesses. The explanatory statement pursuant to Sections 102 and 110 of the Act stating all material facts and the reasons/rationale along with the Minimum Information to be provided to the Shareholders according to the RPT Industry Standards Issued for approval of Related Party Transactions is 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 Wednesday, 16th day of September, 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.shilindore.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 Resolutions 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 proposed resolutions, if approved and passed by the Members with the requisite majority, shall be deemed to have been passed on the last day of e-Voting, i.e **Wednesday, 21st day of October, 2026.**

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 statement, 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@shilindore.com.

THE 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 Monday, 21st day of September, 2026 at 09:00 A.M. IST and shall end on Wednesday, 21st day of October, 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., Wednesday, 16th day of September, 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 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 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 (Indore) 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 anuj_nema@hotmail.com and cs@shilindore.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/ 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. 1: To consider and approve the enhancement/ increase in the borrowing limits of the Company

In order to meet the Company's present and future financial requirements for business operations, capital expenditure, working capital and expansion plans, the Company may require additional financial assistance from Banks, Financial Institutions, Bodies Corporate, related parties and/or other lending agencies from time to time.

Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors can borrow monies in excess of the aggregate of the paid-up share capital, free reserves and securities premium of the Company only with the approval of the Members by way of a Special Resolution. Accordingly, approval of the Members is being sought to authorize the Board of Directors of the Company to borrow monies, from time to time, for an amount not exceeding Rs. 500 Crores (Rupees Five Hundred Crores Only), over and above the aggregate of the paid-up share capital, free reserves and securities premium of the Company, apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business.

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

The Board of Directors recommends the Special Resolution set out at Item No. 01 of the Notice for approval of the Members.

Item No. 2: To consider and approve the Material Related Party Transactions between the Company and its Related Parties

In terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as amended, from time to time, material related party transactions require prior approval of the shareholders through ordinary resolution, even if such transactions are in the ordinary course of business of the Company and at an arm's length basis.

Further as per SEBI LODR Regulations, where the annual consolidated turnover of a listed entity is up to 20,000 Crore determined based on the last audited financial statements of the listed entity, a related party transaction is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceeds 10% of the annual consolidated turnover of the listed entity. Accordingly, the materiality threshold for seeking shareholders' approval for related party transactions of the Company is ₹10.65 Crore. The said limits are applicable even if the transactions are in the ordinary course of business and at an arm's length basis.

The Company proposes to enter into a related party transaction(s) as mentioned below, on mutually agreed terms and conditions, and the aggregate of such transaction(s), are to cross the applicable materiality thresholds. Accordingly, as per the Listing Regulations, prior approval of the Members is being sought for all such arrangements / transactions proposed to be undertaken by the Company. The said transactions shall be in the ordinary course of business of the Company and on an arm's length basis.

The management has provided the relevant details of proposed RPTs including material terms and basis of pricing to the Audit Committee and the Members of Committee, after reviewing all necessary information, have granted approval for entering into the RPTs (details of which are set out in the table below). The Audit Committee has noted that the said transactions with Related Party will be in the ordinary course of business of the Company and at an arm's length basis.

Based on the recommendation of the Audit Committee and the Board of Directors of the Company at their meetings recommended the said transactions for the approval of the Members of the Company. The Audit Committee has reviewed the certificate from the Managing Director and the Chief Financial Officer of the Company, as required under the RPT Industry Standards.

The details of the Directors, Key Managerial Personnel of the Company and their respective relatives who are concerned or interested, financially or otherwise, in the proposed Resolution, along with the nature and extent of their respective interest, have been disclosed transaction-wise in the Minimum Information placed before the Members.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 02 of the Notice for approval of the Members.

Details of the proposed RPTs, including the information required to be disclosed in the Explanatory Statement pursuant to the Master Circular for compliance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 by listed entities dated July 11, 2023, as amended from time to time read with SEBI circular dated June 26, 2025, as amended from time to time ("RPT Industry Standards") and summary of information provided to Audit Committee, are as follows:

Minimum information to be provided to the shareholder for approval of Related Party Transactions as RPT Industry Standards:

1. Related Party Name: Sayaji Hotels (Pune) Limited

Proposed Transaction: Borrowing

A (1).

S No.	Particulars of the information	Information provided by the management
1	Name of the related party	Sayaji Hotels (Pune) Limited
2	Country of incorporation of the related party	India
3	Nature of business of the related party	The Company is engaged in the business of providing hospitality services, including operating restaurants and hotels across multiple states in India

Basic details of the related party

A(2).
Relationship and ownership of the related party

S No.	Particulars of the information	Information provided by the management
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Raoof Razak Dhanani is a Director and Promoter of both entities, and his immediate relatives also hold shares in both entities.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	The Company does not hold any shares directly in the Related Party, however, the indirect shareholding through the Common Promoters constitutes 74.95% comprising 22,83,284 equity shares of the total paid-up share capital of the Related party.

	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (~~in case of transaction involving the subsidiary).~~	The Related Party does not hold any shares directly in the Company, however, the indirect shareholding through the Common Promoters constitutes 39.20% comprising 1,194,281 equity shares of the total paid-up share capital of the Company.

A (3).

Details of previous transactions with the related party

<table>
<tr><th>S No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year</td><td>The transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years.
<table>
<tr><th>F.Y.</th><th>Nature of Transaction</th><th>Amount</th></tr>
<tr><td>FY 2023-24</td><td>-</td><td>Nil</td></tr>
<tr><td>FY 2024-25</td><td>The transaction involves payment of business support service income/fees.</td><td>Rs. 1.23 Lakhs</td></tr>
<tr><td>FY 2025-26</td><td>The transaction involves payment of interest, business support service income/fees and receipt of an unsecured loan (USL).</td><td>Rs. 530.94 Lakhs</td></tr>
</table></td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the</td><td>Amount of Transactions undertaken by the listed entity till 30th June, 2026 is Rs. 110.74Lakhs.</td></tr>
</table>

	quarter in which the approval is sought.	
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year	Nil

A (4).

Amount of the proposed transaction(s)

S No.	Particulars of the information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	**Upto Rs. 50 Crore**
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	The transaction is considered material.
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	46.93% of Annual Standalone Turnover for the Financial Year 2025-26.
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	61.47%

<table>
<tr><td>6</td><td>Financial performance of the related party for the immediately preceding financial year:</td><td>Financial performance of the related party for the immediately preceding financial year:
<table><tr><th>Particulars</th><th>FY 2025-26 (Rs.) Lakhs</th></tr><tr><td>Turnover</td><td>Rs. 8,134.66</td></tr><tr><td>Profit After Tax</td><td>Rs. 1940.34</td></tr><tr><td>Net worth</td><td>Rs.10,121.62</td></tr></table></td></tr>
</table>

A (5).
Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing
2	Details of each type of the proposed transaction	Borrowing
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
4	Whether omnibus approval is being sought?	As the transaction entered first time by the company so no previous Omnibus approval is taken.
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise**.**	The maximum value of any single transaction with the related party, as well as the cumulative value of all transactions with such related party during a financial year 2026-27, shall not exceed ₹50 crore.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Transaction is undertaken at the Arm's Length basis and not prejudicial to the interest of Public Shareholders.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	The promoter(s) /director(s) / key managerial personnel of the listed entity have as mentioned below are having common directorship or shareholding in the related party.

	a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	**a. Name of the director** 1. Raoof Razak Dhanani **b. Shareholding of the Common Promoters , whether direct or indirect, in the related party:** The Company does not hold any shares directly in the Related Party, however, the indirect shareholding through the Common Promoters constitutes 74.95% comprising 22,83,284 equity shares of the total paid-up share capital of the Related party.
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	Nil

B(5)
Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1	Material covenants of the proposed transaction	Unsecured Loan
2	Interest rate *(in terms of numerical value or base rate and applicable spread)*	18%
3	Cost of borrowing *Note: This shall include all costs associated with the borrowing*	Interest as per agreed rate
4	Maturity / due date	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
5	Repayment schedule & terms	On maturity
6	Whether secured or unsecured	unsecured
7	If secured, the nature of security & security coverage ratio	NA
8	The purpose for which the funds will be utilized by the listed entity / subsidiary	Business Purpose and Operational Requirements

C(4).

Disclosure only in case of transactions relating to borrowings by the Listed Entity or its Subsidiary

S. No.	Particulars of the information	Information provided by the management
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies / housing finance companies.*	
	a. Before transaction	1.55
	b. After transaction	2.26
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
	a. Before transaction	1.42
	b. After transaction	0.28

2. Related Party Name: Malwa Hospitality Private Limited

Proposed Transaction: Borrowing

A (1).

Basic details of the related party

S No.	Particulars of the information	Information provided by the management
1	Name of the related party	Malwa Hospitality Private Limited
2	Country of incorporation of the related party	India
3	Nature of business of the related party	The Company is engaged in the business of providing hospitality services, including operating restaurant and hotel.

A(2).

Relationship and ownership of the related party

S No.	Particulars of the information	Information provided by the management
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Raoof Razak Dhanani and Mohammed Yusuf Abdul Razak Dhanani holds common directorships in both entities both entities and Mohammed Yusuf Abdul Razak Dhanani holds shares.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	The Company does not hold any shares directly in the Related Party. However, the Company has an indirect interest through the Common Promoters, constituting 35.33%, comprising 47,14,802 equity shares of the total paid-up share capital of the Related Party. Further, Aries Hotels Private Limited holds 51.66% of the shareholding in Malwa Hospitality Private Limited. The common shareholders/promoters of Aries Hotels Private Limited also hold shares in the listed entity. Accordingly, the aforesaid shareholding reflects the indirect interest of the listed entity in the Related Party through the common promoters/shareholders.
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (~~in case of transaction involving the subsidiary).~~	The Related Party does not hold any shares directly in the Company, however, the indirect shareholding through the Common Promoters constitutes 28.14% comprising 8,57,329 equity shares of the total paid-up share capital of the Company.

A (3).

Details of previous transactions with the related party

<table>
<tr><th>S No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year</td><td>The transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years.
<table>
<tr><th>F.Y.</th><th>Nature of Transaction</th><th>Amount</th></tr>
<tr><td>FY 2023-24</td><td>The transaction involves payment of various fees, including technical fees, business support service expenses and income, and other related charges</td><td>Rs. 5.36 Lakhs</td></tr>
<tr><td>FY 2024-25</td><td>The transaction involves payment of various fees, including technical fees, business support service expenses and income, and other related charges</td><td>Rs. 880.83 Lakhs</td></tr>
<tr><td>FY 2025-26</td><td>The transaction involves payment of various fees, including technical fees, business support service expenses and income, and other related charges</td><td>Rs.178.47 Lakhs</td></tr>
</table></td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>Amount of Transactions undertaken by the listed entity or subsidiary till 30th June, 2026 is Rs. 32.61 Lakhs.</td></tr>
<tr><td>3</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or</td><td>Nil</td></tr>
</table>

SAYAJI HOTELS (INDORE) LIMITED
Registered Office: H-1 Scheme No. 54, Vijay Nagar, Indore, Madhya Pradesh-452010
CIN: L55209MP2018PLC076125
Phone No. 0731-4006666 | E-mail cs@shilindore.com
Website: www.shilindore.com

	arrangement entered into with the listed entity or its subsidiary during the last financial year	

A (4).

Amount of the proposed transaction(s)

S No.	Particulars of the information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	**Upto Rs. 50 Crore**
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	The transaction is considered material
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	46.93% of Annual Standalone Turnover for the Financial Year 2025-26.
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	150.81%

6	Financial performance of the related party for the immediately preceding financial year:	Financial performance of the related party for the immediately preceding financial year: **Particulars** — **FY 2024-25 (Rs.) Lakhs** Turnover — Rs. 3315.53 Profit After Tax — Rs. 624.24 Net worth — Rs. 1695.34

A (5).

Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing
2	Details of each type of the proposed transaction	Borrowing
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
4	Whether omnibus approval is being sought?	As the transaction entered first time by the company so no previous Omnibus approval is taken.
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	The maximum value of any single transaction with the related party, as well as the cumulative value of all transactions with such related party during a financial year 2026-27, shall not exceed ₹50 crore.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Transaction is undertaken at the Arm's Length basis and not prejudicial to the interest of Public Shareholders.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	The promoter(s) /director(s) / key managerial personnel of the listed entity have as mentioned below are having

	a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	common directorship or shareholding in the related party. **a. Name of the director** 1. Raoof Razak Dhanani 2. Mohammed Yusuf Abdulrazak Dhanani **b. Shareholding of the Common Promoters, whether direct or indirect, in the related party:** The Company does not hold any shares directly in the Related Party, however, the indirect shareholding through the Common Promoters constitutes 35.33% comprising 47,14,802 equity shares of the total paid-up share capital
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	Nil

B(5)

Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1	Material covenants of the proposed transaction	Unsecured Loan
2	Interest rate *(in terms of numerical value or base rate and applicable spread)*	18%
3	Cost of borrowing *Note: This shall include all costs associated with the borrowing*	Interest as per agreed rate
4	Maturity / due date	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
5	Repayment schedule & terms	On maturity
6	Whether secured or unsecured	unsecured
7	If secured, the nature of security & security coverage ratio	NA

8	The purpose for which the funds will be utilized by the listed entity / subsidiary	Business Purpose and Operational Requirements

C(4).

Disclosure only in case of transactions relating to borrowings by the Listed Entity or its Subsidiary

S. No.	Particulars of the information	Information provided by the management
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies / housing finance companies.*	
	a. Before transaction	1.55
	b. After transaction	2.26
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
	a. Before transaction	1.42
	b. After transaction	0.28

Note : Wherever the Company's financial figures have been provided, such figures pertain to the latest audited financial statements as at March 31, 2025.

3. Related Party Name: Sayaji Hotels Limited

Proposed Transaction: Borrowing

A (1).

Basic details of the related party

S No.	Particulars of the information	Information provided by the management
1	Name of the related party	Sayaji Hotels Limited
2	Country of incorporation of the related party	India
3	Nature of business of the related party	The Companies are engaged in the business of providing hospitality services, including operating restaurants and hotel chains across multiple states in India.

A(2).
Relationship and ownership of the related party

S No.	Particulars of the information	Information provided by the management
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Raoof Razak Dhanani is the Managing Director and Promoter of both entities, and his immediate relatives also hold shares in both entities. Mohammed Yusuf Abdul Razak Dhanani is a Director of both entities, and his immediate relatives also hold shares in both entities.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	The Company does not hold any shares directly in the Related Party, however, the indirect shareholding through the Common Promoters constitutes 66.89% comprising 1,17,17,459 equity shares of the total paid-up share capital of the Related party.
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary ~~(in case of transaction involving the subsidiary).~~	The Related Party does not hold any shares directly in the Company, however, the indirect shareholding through the Common Promoters constitutes 39.20% comprising 1194281 equity shares of the total paid-up share capital of the Company.

A (3).

Details of previous transactions with the related party

<table>
<tr><th>S No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year</td><td>The transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years.
<table>
<tr><th>F.Y.</th><th>Nature of Transaction</th><th>Amount</th></tr>
<tr><td>FY 2023-24</td><td>The transaction involves payment of rent expense, interest on loan and expenses for business support service and receive income from business support Services</td><td>Rs.750.39 Lakhs</td></tr>
<tr><td>FY 2024-25</td><td>The transaction involves payment of paid management fee, incentives fees, technical fees, other business support services and consultancy fees.</td><td>Rs. 69.50 Lakhs</td></tr>
<tr><td>FY 2025-26</td><td>The transaction involves payment of interest, business support service income/fees and receipt of an unsecured loan (USL).</td><td>Rs. 1365.18 Lakhs</td></tr>
</table></td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>Amount of Transactions undertaken by the listed entity till 30th June, 2026 is Rs. 189.125 Lakhs.</td></tr>
<tr><td>3</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its</td><td>Nil</td></tr>
</table>

	subsidiary during the last financial year	

A (4).

Amount of the proposed transaction(s)

S No.	Particulars of the information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	**Upto Rs. 50 Crore**
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	The transaction is considered material.
3	Value of the proposed transactions as a percentage of the listed entity's annual Standalone turnover for the immediately preceding financial year	46.93% of Annual Standalone Turnover for the Financial Year 2025-26.
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	33.61%
6	Financial performance of the related party for the immediately preceding financial year:	Financial performance of the related party for the immediately preceding financial year: <table><tr><th>Particulars</th><th>FY 2025-26 (Rs.) Lakhs</th></tr><tr><td>Turnover</td><td>Rs. 148.78</td></tr><tr><td>Profit After Tax</td><td>Rs. (631.78)</td></tr><tr><td>Net worth</td><td>Rs. 15532.80</td></tr></table>

SAYAJI

Yours. Truly.

A (5).

Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing
2	Details of each type of the proposed transaction	Borrowing
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
4	Whether omnibus approval is being sought?	As the transaction entered first time by the company so no previous Omnibus approval is taken.
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	The maximum value of any single transaction with the related party, as well as the cumulative value of all transactions with such related party during a financial year 2026-27, shall not exceed ₹50 crore.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Transaction is undertaken at the Arm's Length basis and not prejudicial to the interest of Public Shareholders.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	The promoter(s)/ director(s) / key managerial personnel of the listed entity have as mentioned below are having common directorship or shareholding in the related party. **a. Name of the director –** 1. Raoof Razak Dhanani- 2. Mohammed Yusuf Abdul Razak Dhanani **b. Shareholding of the Common Promoters,**

		whether direct or indirect, in the related party: The Company does not hold any shares directly in the Related Party, however, the indirect shareholding through the Common Promoters constitutes 66.89% comprising 11,71,7459 equity shares of the total paid-up share capital of the Related party.
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	Nil

B(5) Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1	Material covenants of the proposed transaction	Unsecured Loan
2	Interest rate *(in terms of numerical value or base rate and applicable spread)*	18%
3	Cost of borrowing *Note: This shall include all costs associated with the borrowing*	Interest as per agreed rate
4	Maturity / due date	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
5	Repayment schedule & terms	On maturity
6	Whether secured or unsecured	unsecured
7	If secured, the nature of security & security coverage ratio	NA
8	The purpose for which the funds will be utilized by the listed entity / subsidiary	Business Purpose and Operational Requirements

C(4).
Disclosure only in case of transactions relating to borrowings by the Listed Entity or its Subsidiary

S. No.	Particulars of the information	Information provided by the management
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies / housing finance companies.*	
	a. Before transaction	1.55
	b. After transaction	2.26
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
	a. Before transaction	1.42
	b. After transaction	0.28

4. Related Party Name: Sana Hospitality Services Private Limited

Proposed Transaction: Borrowing

A (1).
Basic details of the related party

S No.	Particulars of the information	Information provided by the management
1	Name of the related party	Sana Hospitality Services Private Limited
2	Country of incorporation of the related party	India
3	Nature of business of the related party	The Company is engaged in the business of providing hospitality services, including operating restaurants and hotels.

A(2).
Relationship and ownership of the related party

S No.	Particulars of the information	Information provided by the management
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Relative of the Mohammed Yusuf Abdul Razak Dhanani, Director of the Company is a Director in Related Party entity.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	The Company does not hold any shares directly in the Related Party, however, the indirect shareholding through the Common Promoters constitutes 99.95% comprising 99,95,000 equity shares of the total paid-up share capital of the Related party.
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (~~in case of transaction involving the subsidiary)~~.	The Related Party does not hold any shares directly in the Company, however, the indirect shareholding through the Common Promoters constitutes 10.97 % comprising 3,34,310 equity shares of the total paid-up share capital of the Company.

A (3).
Details of previous transactions with the related party

S No.	Particulars of the information	Information provided by the management
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with	The transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years.

	the related party during the last financial year	**F.Y.** / **Nature of Transaction** / **Amount** FY 2023-24 / - / Nil FY 2024-25 / - / Nil FY 2025-26 / - / Nil
2	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Nil
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year	Nil

A (4).

Amount of the proposed transaction(s)

S No.	**Particulars of the information**	**Information provided by the management**
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	**Upto Rs. 50 Crore**
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	The transaction is considered material.
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	46.93% of Annual Standalone Turnover for the Financial Year 2025-26.
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction	Not Applicable

	involving the subsidiary and where the listed entity is not a party to the transaction)	
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	5.53%
6	Financial performance of the related party for the immediately preceding financial year:	Financial performance of the related party for the immediately preceding financial year: **Particulars** — **FY 2024-25 (Rs.)** Turnover — Rs.9,035.829 Profit After Tax — Rs. 710.071 Net worth — Rs. 100

A (5).

Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing
2	Details of each type of the proposed transaction	Borrowing
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
4	Whether omnibus approval is being sought?	As the transaction entered first time by the company so no previous Omnibus approval is taken.
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	The maximum value of any single transaction with the related party, as well as the cumulative value of all transactions with such

		related party during a financial year 2026-27, shall not exceed ₹50 crore.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Transaction is undertaken at the Arm's Length basis and not prejudicial to the interest of Public Shareholders.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	The promoter(s) /director(s) / key managerial personnel of the listed entity have as mentioned below are having common directorship or shareholding in the related party. **a. Name of the Director – Nil** **b. Shareholding of the Common Promoter , whether direct or indirect, in the related party:** The Company does not hold any shares directly in the Related Party, however, the indirect shareholding through the Common Promoters constitutes 99.95% comprising 99,95,000 equity shares of the total paid-up share capital
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	Nil

B(5) Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1	Material covenants of the proposed transaction	Unsecured Loan

2	Interest rate *(in terms of numerical value or base rate and applicable spread)*	18%
3	Cost of borrowing *Note: This shall include all costs associated with the borrowing*	Interest as per agreed rate
4	Maturity / due date	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
5	Repayment schedule & terms	On maturity
6	Whether secured or unsecured	unsecured
7	If secured, the nature of security & security coverage ratio	NA
8	The purpose for which the funds will be utilized by the listed entity / subsidiary	Business Purpose and Operational Requirements

C(4).

Disclosure only in case of transactions relating to borrowings by the Listed Entity or its Subsidiary

S. No.	Particulars of the information	Information provided by the management
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies / housing finance companies.*	
	a. Before transaction	1.55
	b. After transaction	2.26
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
	a. Before transaction	1.42
	b. After transaction	0.28

Note :- Wherever the Company's financial figures have been provided, such figures pertain to the latest audited financial statements as at March 31, 2025.

5. **Related Party Name: Sayaji Foods Private Limited**

Proposed Transaction: Borrowing

A (1).
Basic details of the related party

S No.	Particulars of the information	Information provided by the management
1.	Name of the related party	Sayaji Foods Private Limited
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Sayaji Foods is engaged in the development and manufacture of high-quality, scalable, and customized food products, leveraging expertise in food science and culinary innovation. The Company provides end-to-end product development solutions that enable businesses to standardize, optimize, and efficiently scale their culinary operations while maintaining global quality and safety standards.

A(2).
Relationship and ownership of the related party

S No.	Particulars of the information	Information provided by the management
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Mr. Azhar Yusuf Dhanani and Zuber Dhanani is a Common Promoter in both the Companies.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	The related party does not hold any shares directly in the Company, however, the indirect shareholding of the related party through its common promoters constitutes 9.76% of the total paid-up share capital of the Company, comprising 2,97,216 equity shares.the total paid-up share capital of the Related party.

	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary ~~(in case of transaction involving the subsidiary).~~	The related party does not hold any shares directly in the Company, however, the indirect shareholding of the related party through its common promoters constitutes 9.73% of the total paid-up share capital of the Company, comprising 2,96,782 equity shares.

A (3).

Details of previous transactions with the related party

<table>
<tr><th>S No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year</td><td>The transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years.
<table><tr><th>F.Y.</th><th>Nature of Transaction</th><th>Amount</th></tr><tr><td>FY 2022-23</td><td>-</td><td>Nil</td></tr><tr><td>FY 2023-24</td><td>-</td><td>Nil</td></tr><tr><td>FY 2024-25</td><td>-</td><td>Nil</td></tr></table></td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>Nil</td></tr>
<tr><td>3</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year</td><td>Nil</td></tr>
</table>

A (4).

Amount of the proposed transaction(s)

S No.	Particulars of the information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	**Upto Rs. 50 Crore**
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	The transaction is considered material.
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	46.93% of Annual Standalone Turnover for the Financial Year 2025-26.
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	102.25%
6	Financial performance of the related party for the immediately preceding financial year:	Financial performance of the related party for the immediately preceding financial year:

Particulars	**FY 2024-25 (Rs.) Lakhs**
Turnover	Rs. 4689.82
Profit After Tax	Rs. 6.61
Net worth	Rs. (167.14)

A (5).

Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing
2	Details of each type of the proposed transaction	Borrowing
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
4	Whether omnibus approval is being sought?	As the transaction entered first time by the company so no previous Omnibus approval is taken.
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise**.**	The maximum value of any single transaction with the related party, as well as the cumulative value of all transactions with such related party during a financial year 2026-27, shall not exceed ₹50 crore.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Transaction is undertaken at the Arm's Length basis and not prejudicial to the interest of Public Shareholders.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	The promoter(s) /director(s) / key managerial personnel of the listed entity have as mentioned below are having common directorship or shareholding in the related party. **a. Name of the Director –** Nil **b. Shareholding of the Common Shareholder, whether direct or indirect, in the related party:**

SAYAJI HOTELS (INDORE) LIMITED
Registered Office: H-1 Scheme No. 54, Vijay Nagar, Indore, Madhya Pradesh-452010
CIN: L55209MP2018PLC076125
Phone No. 0731-4006666| E-mail cs@shilindore.com
Website: www.shilindore.com

		The Company does not hold any shares directly in the Related Party, however, the indirect shareholding through the Common Shareholders constitutes 100% comprising 1,83,29,900 equity shares of the total paid-up share capital of the Related party.
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	Nil

B(5) Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1	Material covenants of the proposed transaction	Unsecured Loan
2	Interest rate *(in terms of numerical value or base rate and applicable spread)*	18%
3	Cost of borrowing *Note: This shall include all costs associated with the borrowing*	Interest as per agreed rate
4	Maturity / due date	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
5	Repayment schedule & terms	On maturity
6	Whether secured or unsecured	unsecured
7	If secured, the nature of security & security coverage ratio	NA
8	The purpose for which the funds will be utilized by the listed entity / subsidiary	Business Purpose and Operational Requirements

C(4).

Disclosure only in case of transactions relating to borrowings by the Listed Entity or its Subsidiary

S. No.	Particulars of the information	Information provided by the management
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies / housing finance companies.*	
	a. Before transaction	1.55
	b. After transaction	2.26
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
	a. Before transaction	1.42
	b. After transaction	0.28

Note : Wherever the Company's financial figures have been provided, such figures pertain to the latest audited financial statements as at March 31, 2025.

6. Related Party Name: Sana Reality Private Limited

Proposed Transaction: Borrowing

A (1).

Basic details of the related party

S No.	Particulars of the information	Information provided by the management
1.	Name of the related party	Sana Reality Private Limited
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Sana Reality Private Limited is engaged in the construction and real estate business.

A(2).
Relationship and ownership of the related party

S No.	Particulars of the information	Information provided by the management
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Immediate Relatives of Mr. Raoof Razak Dhanani and Mohammed Yusuf Abdul Razak Dhanani holds shares in both the entities.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	The Company does not hold any shares directly in the Related Party, however, the indirect shareholding thorugh the Common Promoters constitutes 99.99% comprising 49,95,000 equity shares of the total paid-up share capital of the Related party
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (~~in case of transaction involving the subsidiary).~~	The related party does not hold any shares directly in the Company, however, the indirect shareholding of the related party through its common promoters constitutes 16.48% of the total paid-up share capital of the Company, comprising 5,02,222 equity shares.

A (3).
Details of previous transactions with the related party

S No.	Particulars of the information	Information provided by the management
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with	The transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years.

<table>
<tr><td></td><td>the related party during the last financial year</td><td><table><tr><th>F.Y.</th><th>Nature of Transaction</th><th>Amount</th></tr><tr><td>FY 2022-23</td><td>-</td><td>Nil</td></tr><tr><td>FY 2023-24</td><td>-</td><td>Nil</td></tr><tr><td>FY 2024-25</td><td>-</td><td>Nil</td></tr></table></td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>Nil</td></tr>
<tr><td>3</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year</td><td>Nil</td></tr>
</table>

A (4).
Amount of the proposed transaction(s)

S No.	Particulars of the information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	**Upto Rs. 50 Crore**
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	The transaction is considered material.
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	46.93% of Annual Standalone Turnover for the Financial Year 2025-26.
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction	Not Applicable

	involving the subsidiary and where the listed entity is not a party to the transaction)	
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	5175.98%
6	Financial performance of the related party for the immediately preceding financial year:	Financial performance of the related party for the immediately preceding financial year: **Particulars** — **FY 2024-25 (Rs.) Lakhs** Turnover — Rs. 9660.00 Profit After Tax — Rs. 6046.93 Net worth — Rs. 50

A (5).
Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing
2	Details of each type of the proposed transaction	Borrowing
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
4	Whether omnibus approval is being sought?	As the transaction entered first time by the company so no previous Omnibus approval is taken.
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	The maximum value of any single transaction with the related party, as well as the cumulative value of all transactions with such related party during a financial year 2026-27, shall not exceed ₹50 crore.

6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Transaction is undertaken at the Arm's Length basis and not prejudicial to the interest of Public Shareholders.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	The promoter(s) /director(s) / key managerial personnel of the listed entity have as mentioned below are having common directorship or shareholding in the related party. **a. Name of the Director-Nil** **b. Shareholding of the Common promoter, whether direct or indirect, in the related party:** The Company does not hold any shares directly in the Related Party, however, the indirect shareholding thorugh the Common Promoters constitutes 99.99% comprising 49,95,000 equity shares of the total paid-up share capital of the Related party.
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	Nil

B(5) Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1	Material covenants of the proposed transaction	Unsecured Loan
2	Interest rate *(in terms of numerical value or base rate and applicable spread)*	18%
3	Cost of borrowing *Note: This shall include all costs associated with the borrowing*	Interest as per agreed rate
4	Maturity / due date	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
5	Repayment schedule & terms	On maturity
6	Whether secured or unsecured	unsecured
7	If secured, the nature of security & security coverage ratio	NA

8	The purpose for which the funds will be utilized by the listed entity / subsidiary	Business Purpose and Operational Requirements

C(4).
Disclosure only in case of transactions relating to borrowings by the Listed Entity or its Subsidiary

S. No.	Particulars of the information	Information provided by the management
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies / housing finance companies.*	
	a. Before transaction	1.55
	b. After transaction	2.26
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
	a. Before transaction	1.42
	b. After transaction	0.28

Note : Wherever the Company's financial figures have been provided, such figures pertain to the latest audited financial statements as at March 31, 2025.

7. Related Party Name: Mr. Raoof Razak Dhanani

Proposed Transaction: Borrowing

A (1).
Basic details of the related party

S No.	Particulars of the information	Information provided by the management
1	Name of the related party	Mr. Raoof Razak Dhanani
2	Country of incorporation of the related party	NA
3	Nature of business of the related party	NA

A(2).

Relationship and ownership of the related party

S No.	Particulars of the information	Information provided by the management
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Raoof Razak Dhanani is the Managing Director and Promoter of the Company.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	NA
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (~~in case of transaction involving the subsidiary).~~	He holds 1,73,178 equity shares, representing 5.68% of the total share capital of the Company.

A (3).

Details of previous transactions with the related party

<table>
<tr><th>S No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year</td><td>The transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years.
<table>
<tr><th>F.Y.</th><th>Nature of Transaction</th><th>Amount</th></tr>
<tr><td>FY 2023-24</td><td>The transaction involves payment of the principal amount and interest on the unsecured loan.</td><td>Rs. 1294.61 Lakhs</td></tr>
<tr><td>FY 2024-25</td><td>The transaction involves payment of interest and salary and</td><td>Rs. 352.94 Lakhs</td></tr>
</table></td></tr>
</table>

			receipt of an unsecured loan (USL).	
		FY 2025-26	The transaction involves payment of interest and salary.	Rs. 89.33 Lakhs
2	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Amount of Transactions undertaken by the listed entity till 30th June, 2026 is Rs. 533.493 Lakhs.		
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year	Nil		

<u>A (4).</u>

<u>Amount of the proposed transaction(s)</u>

S No.	Particulars of the information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	**Upto Rs. 50 Crore**
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	The transaction is considered material
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	46.93% of Annual Standalone Turnover for the Financial Year 2025-26.
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding	NA

SAYAJI HOTELS (INDORE) LIMITED
Registered Office: H-1 Scheme No. 54, Vijay Nagar, Indore, Madhya Pradesh-452010
CIN: L55209MP2018PLC076125
Phone No. **0731-4006666 | E-mail** cs@shilindore.com
Website: www.shilindore.com

	financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	NA
6	Financial performance of the related party for the immediately preceding financial year**:**	NA

A (5).

Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing
2	Details of each type of the proposed transaction	Borrowing
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
4	Whether omnibus approval is being sought?	As the transaction entered first time by the company so no previous Omnibus approval is taken.
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise**.**	The maximum value of any single transaction with the related party, as well as the cumulative value of all transactions with such related party during a financial year 2026-27, shall not exceed ₹50 crore.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Transaction is undertaken at the Arm's Length basis and not prejudicial to the interest of Public Shareholders.

7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	The None of the promoter(s) /director(s) / key managerial personnel of the listed entity have interested in the transaction, whether directly or indirectly.
	a. Name of the director / KMP	
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	Nil

B(5) Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1	Material covenants of the proposed transaction	Unsecured Loan
2	Interest rate *(in terms of numerical value or base rate and applicable spread)*	18%
3	Cost of borrowing *Note: This shall include all costs associated with the borrowing*	Interest as per agreed rate
4	Maturity / due date	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
5	Repayment schedule & terms	On maturity
6	Whether secured or unsecured	unsecured
7	If secured, the nature of security & security coverage ratio	NA
8	The purpose for which the funds will be utilized by the listed entity / subsidiary	Business Purpose and Operational Requirements

C(4).
Disclosure only in case of transactions relating to borrowings by the Listed Entity or its Subsidiary

S. No.	Particulars of the information	Information provided by the management
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements	

	Note: This shall not be applicable to listed banks/NBFC/insurance companies / housing finance companies.	
	a. Before transaction	1.55
	b. After transaction	2.26
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
	a. Before transaction	1.42
	b. After transaction	0.28

8. Related Party Name: Mrs. Anisha Raoof Dhanani

Proposed Transaction: Borrowing

A (1).
Basic details of the related party

S No.	Particulars of the information	Information provided by the management
1	Name of the related party	Mrs. Anisha Raoof Dhanani
2	Country of incorporation of the related party	NA
3	Nature of business of the related party	NA

A(2).
Relationship and ownership of the related party

S No.	Particulars of the information	Information provided by the management
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Anisha Raoof Dhanani is the Promoter of the Company and Immediate Relative of Raoof Razak Dhanani.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	NA

	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (~~in case of transaction involving the subsidiary).~~	She holds 3,33,879 equity shares, representing 10.95% of the total share capital of the Company.

A (3).
Details of previous transactions with the related party

S No.	Particulars of the information	Information provided by the management
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year	The transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years. <table><tr><th>F.Y.</th><th>Nature of Transaction</th><th>Amount</th></tr><tr><td>FY 2023-24</td><td>-</td><td>Nil</td></tr><tr><td>FY 2024-25</td><td>-</td><td>Nil</td></tr><tr><td>FY 2025-26</td><td>-</td><td>Nil</td></tr></table>
2	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Nil
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year	Nil

A (4).
Amount of the proposed transaction(s)

S No.	Particulars of the information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	**Up to Rs. 50 Crore**
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	The transaction is considered material
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	46.93% of Annual Standalone Turnover for the Financial Year 2025-26.
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	NA
6	Financial performance of the related party for the immediately preceding financial year:	NA

A (5).
Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing
2	Details of each type of the proposed transaction	Borrowing

3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 Months from the date of first disbursement unless extended by mutual written consent of the parties
4	Whether omnibus approval is being sought?	As the transaction entered first time by the company so no previous Omnibus approval is taken.
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	The maximum value of any single transaction with the related party, as well as the cumulative value of all transactions with such related party during a financial year 2026-27, shall not exceed ₹50 crore.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Transaction is undertaken at the Arm's Length basis and not prejudicial to the interest of Public Shareholders.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	The None of the promoter(s) /director(s) / key managerial personnel of the listed entity have interested in the transaction, whether directly or indirectly.
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	Nil

B(5) Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1	Material covenants of the proposed transaction	Unsecured Loan
2	Interest rate *(in terms of numerical value or base rate and applicable spread)*	18%
3	Cost of borrowing	Interest as per agreed rate

	Note: This shall include all costs associated with the borrowing	
4	Maturity / due date	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
5	Repayment schedule & terms	On maturity
6	Whether secured or unsecured	unsecured
7	If secured, the nature of security & security coverage ratio	NA
8	The purpose for which the funds will be utilized by the listed entity / subsidiary	Business Purpose and Operational Requirements

C(4).

Disclosure only in case of transactions relating to borrowings by the Listed Entity or its Subsidiary

S. No.	**Particulars of the information**	**Information provided by the management**
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies / housing finance companies.*	
	a. Before transaction	1.55
	b. After transaction	2.26
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
	a. Before transaction	1.42
	b. After transaction	0.28

9. **Related Party Name: Ms. Saba Raoof Dhanani**

Proposed Transaction: Borrowing

A (1).
Basic details of the related party

S No.	Particulars of the information	Information provided by the management
1	Name of the related party	Ms. Saba Raoof Dhanani
2	Country of incorporation of the related party	NA
3	Nature of business of the related party	NA

A(2).
Relationship and ownership of the related party

S No.	Particulars of the information	Information provided by the management
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Saba Raoof Dhanani is the Promoter of the Company and Immediate Relative of Raoof Razak Dhanani.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	NA
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (~~in case of transaction involving the subsidiary).~~	Nil

A (3).

Details of previous transactions with the related party

<table>
<tr><th>S No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year</td><td>The transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years.
<table>
<tr><th>F.Y.</th><th>Nature of Transaction</th><th>Amount</th></tr>
<tr><td>FY 2023-24</td><td>The Transaction involves reimbursement of expenses.</td><td>Nil</td></tr>
<tr><td>FY 2024-25</td><td>The Transaction involves reimbursement of expenses.</td><td>Rs. 0.315 Lakhs</td></tr>
<tr><td>FY 2025-26</td><td>-</td><td>Nil</td></tr>
</table></td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>Amount of Transactions undertaken by the listed entity till 30th June, 2026 is Rs. 0.344 Lakhs.</td></tr>
<tr><td>3</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year</td><td>Nil</td></tr>
</table>

A (4).
Amount of the proposed transaction(s)

S No.	Particulars of the information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	**Upto Rs. 50 Crore**
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	The transaction is considered material
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	46.93% of Annual Standalone Turnover for the Financial Year 2025-26.
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	NA
6	Financial performance of the related party for the immediately preceding financial year:	NA

A (5).
Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing

2	Details of each type of the proposed transaction	Borrowing
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
4	Whether omnibus approval is being sought?	As the transaction entered first time by the company so no previous Omnibus approval is taken.
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise**.**	The maximum value of any single transaction with the related party, as well as the cumulative value of all transactions with such related party during a financial year 2026-27, shall not exceed ₹50 crore.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Transaction is undertaken at the Arm's Length basis and not prejudicial to the interest of Public Shareholders.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	The None of the promoter(s) /director(s) / key managerial personnel of the listed entity have interested in the transaction, whether directly or indirectly.
	a. Name of the director / KMP	
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	Nil

B(5) Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1	Material covenants of the proposed transaction	Unsecured Loan
2	Interest rate *(in terms of numerical value or base rate and applicable spread)*	18%

3	Cost of borrowing *Note: This shall include all costs associated with the borrowing*	Interest as per agreed rate
4	Maturity / due date	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
5	Repayment schedule & terms	On maturity
6	Whether secured or unsecured	unsecured
7	If secured, the nature of security & security coverage ratio	NA
8	The purpose for which the funds will be utilized by the listed entity / subsidiary	Business Purpose and Operational Requirements

C(4).
Disclosure only in case of transactions relating to borrowings by the Listed Entity or its Subsidiary

S. No.	Particulars of the information	Information provided by the management
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies / housing finance companies.*	
	a. Before transaction	1.55
	b. After transaction	2.26
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
	a. Before transaction	1.42

	b. After transaction	0.28

10. **Related Party Name: Ms. Sumera Raoof Dhanani**

Proposed Transaction: Borrowing

A (1).
Basic details of the related party

S No.	Particulars of the information	Information provided by the management
1	Name of the related party	Ms. Sumera Raoof Dhanani
2	Country of incorporation of the related party	NA
3	Nature of business of the related party	NA

A(2).
Relationship and ownership of the related party

S No.	Particulars of the information	Information provided by the management
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Sumera Raoof Dhanani is the Promoter of the Company and Immediate Relative of Raoof Razak Dhanani.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	NA
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (~~in case of transaction involving the subsidiary).~~	Nil

A (3).
Details of previous transactions with the related party

<table>
<tr><th>S No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year</td><td>The transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years.
<table><tr><th>F.Y.</th><th>Nature of Transaction</th><th>Amount</th></tr><tr><td>FY 2023-24</td><td>-</td><td>Nil</td></tr><tr><td>FY 2024-25</td><td>-</td><td>Nil</td></tr><tr><td>FY 2025-26</td><td>The Transaction involves reimbursement of expenses .</td><td>Rs. 0.15 Lakhs</td></tr></table></td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>Nil</td></tr>
<tr><td>3</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year</td><td>Nil</td></tr>
</table>

A (4).
Amount of the proposed transaction(s)

S No.	Particulars of the information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	**Upto Rs. 50 Crore**
2	Whether the proposed transactions taken together with the transactions undertaken	The transaction is considered material

	with the related party during the current financial year would render the proposed transaction a material RPT?	
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	46.93% of Annual Standalone Turnover for the Financial Year 2025-26.
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	NA
6	Financial performance of the related party for the immediately preceding financial year**:**	NA

A (5).
Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing
2	Details of each type of the proposed transaction	Borrowing
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
4	Whether omnibus approval is being sought?	As the transaction entered first time by the company so no previous Omnibus approval is taken.
5	Value of the proposed transaction during a financial year.	The maximum value of any single transaction with the related party, as

	If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	well as the cumulative value of all transactions with such related party during a financial year 2026-27, shall not exceed ₹50 crore.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Transaction is undertaken at the Arm's Length basis and not prejudicial to the interest of Public Shareholders.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	The None of the promoter(s) /director(s) / key managerial personnel of the listed entity have interested in the transaction, whether directly or indirectly.
	a. Name of the director / KMP	
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	Nil

B(5) Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1	Material covenants of the proposed transaction	Unsecured Loan
2	Interest rate *(in terms of numerical value or base rate and applicable spread)*	18%
3	Cost of borrowing *Note: This shall include all costs associated with the borrowing*	Interest as per agreed rate
4	Maturity / due date	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
5	Repayment schedule & terms	On maturity
6	Whether secured or unsecured	unsecured
7	If secured, the nature of security & security coverage ratio	NA
8	The purpose for which the funds will be utilized by the listed entity / subsidiary	Business Purpose and Operational Requirements

C(4).
Disclosure only in case of transactions relating to borrowings by the Listed Entity or its Subsidiary

S. No.	Particulars of the information	Information provided by the management
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies / housing finance companies.*	
	a. Before transaction	1.55
	b. After transaction	2.26
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
	a. Before transaction	1.42
	b. After transaction	0.28

11. Related Party Name: Ms. Sadiya Raoof Dhanani

Proposed Transaction: Borrowing

A (1).
Basic details of the related party

S No.	Particulars of the information	Information provided by the management
1.	Name of the related party	Ms.Sadiya Raoof Dhanani
2.	Country of incorporation of the related party	NA
3.	Nature of business of the related party	NA

A(2).
Relationship and ownership of the related party

S No.	Particulars of the information	Information provided by the management
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Sadiya Raoof Dhanani is the Promoter of the Company and Immediate Relative of Raoof Razak Dhanani.

	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	NA
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (~~in case of transaction involving the subsidiary).~~	Nil

A (3).
Details of previous transactions with the related party

<table>
<tr><th>S No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year</td><td>The transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years.
<table>
<tr><th>F.Y.</th><th>Nature of Transaction</th><th>Amount</th></tr>
<tr><td>FY 2023-24</td><td>-</td><td>Nil</td></tr>
<tr><td>FY 2024-25</td><td>-</td><td>Nil</td></tr>
<tr><td>FY 2025-26</td><td>-</td><td>Nil</td></tr>
</table></td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>Nil.</td></tr>
<tr><td>3</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year</td><td>Nil</td></tr>
</table>

A (4).
Amount of the proposed transaction(s)

S No.	Particulars of the information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	**Upto Rs. 50 Crore**
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	The transaction is considered material
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	46.93% of Annual Standalone Turnover for the Financial Year 2025-26.
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	NA
6	Financial performance of the related party for the immediately preceding financial year**:**	NA

A (5).
Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing
2	Details of each type of the proposed transaction	Borrowing

3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
4	Whether omnibus approval is being sought?	As the transaction entered first time by the company so no previous Omnibus approval is taken.
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise**.**	The maximum value of any single transaction with the related party, as well as the cumulative value of all transactions with such related party during a financial year 2026-27, shall not exceed ₹50 crore.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Transaction is undertaken at the Arm's Length basis and not prejudicial to the interest of Public Shareholders.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	The None of the promoter(s) /director(s) / key managerial personnel of the listed entity have interested in the transaction, whether directly or indirectly.
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	Nil

B(5)

Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1	Material covenants of the proposed transaction	Unsecured Loan
2	Interest rate *(in terms of numerical value or base rate and applicable spread)*	18%
3	Cost of borrowing *Note: This shall include all costs associated with the borrowing*	Interest as per agreed rate

4	Maturity / due date	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
5	Repayment schedule & terms	On maturity
6	Whether secured or unsecured	unsecured
7	If secured, the nature of security & security coverage ratio	NA
8	The purpose for which the funds will be utilized by the listed entity / subsidiary	Business Purpose and Operational Requirements

C(4).
Disclosure only in case of transactions relating to borrowings by the Listed Entity or its Subsidiary

S. No.	Particulars of the information	Information provided by the management
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies / housing finance companies.*	
	a. Before transaction	1.55
	b. After transaction	2.26
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
	a. Before transaction	1.42
	b. After transaction	0.28

12. Related Party Name: Mohammed Yusuf Abdul Razak Dhanani

Proposed Transaction: Borrowing

A (1). Basic details of the related party

S No.	Particulars of the information	Information provided by the management
1	Name of the related party	Mohammed Yusuf Abdul Razak Dhanani
2	Country of incorporation of the related party	NA
3	Nature of business of the related party	NA

A(2).
Relationship and ownership of the related party

S No.	Particulars of the information	Information provided by the management
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Mohammed Yusuf Abdul Razak Dhanani is Director of the Company.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	NA
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (~~in case of transaction involving the subsidiary).~~	Nil

A (3).
Details of previous transactions with the related party

S No.	Particulars of the information	Information provided by the management
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year	The transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years. **F.Y.** | **Nature of Transaction** | **Amount** FY 2023-24 | - | Nil FY 2024-25 | - | Nil FY 2025-26 | - | Nil
2	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current	Nil.

	financial year up to the quarter immediately preceding the quarter in which the approval is sought.	
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year	Nil

A (4).
Amount of the proposed transaction(s)

S No.	Particulars of the information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	**Upto Rs. 50 Crore**
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	The transaction is considered material
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	46.93% of Annual Standalone Turnover for the Financial Year 2025-26.
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	NA

6	Financial performance of the related party for the immediately preceding financial year**:**	NA

A (5).
Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing
2	Details of each type of the proposed transaction	Borrowing
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
4	Whether omnibus approval is being sought?	As the transaction entered first time by the company so no previous Omnibus approval is taken.
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise**.**	The maximum value of any single transaction with the related party, as well as the cumulative value of all transactions with such related party during a financial year 2026-27, shall not exceed ₹50 crore.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Transaction is undertaken at the Arm's Length basis and not prejudicial to the interest of Public Shareholders.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	The None of the promoter(s) /director(s) / key managerial personnel of the listed entity have interested in the transaction, whether directly or indirectly.
	a. Name of the director / KMP	
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	Nil

SAYAJI

Yours. Truly.

B(5)

Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1	Material covenants of the proposed transaction	Unsecured Loan
2	Interest rate *(in terms of numerical value or base rate and applicable spread)*	18%
3	Cost of borrowing *Note: This shall include all costs associated with the borrowing*	Interest as per agreed rate
4	Maturity / due date	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
5	Repayment schedule & terms	On maturity
6	Whether secured or unsecured	unsecured
7	If secured, the nature of security & security coverage ratio	NA
8	The purpose for which the funds will be utilized by the listed entity / subsidiary	Business Purpose and Operational Requirements

C(4).

Disclosure only in case of transactions relating to borrowings by the Listed Entity or its Subsidiary

S. No.	Particulars of the information	Information provided by the management
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies / housing finance companies.*	
	a. Before transaction	1.55
	b. After transaction	2.26
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
	a. Before transaction	1.42
	b. After transaction	0.28

13. Related Party Name: Century 21 Town Planners Private Limited

Proposed Transaction: Borrowing

A (1).
Basic details of the related party

S No.	Particulars of the information	Information provided by the management
1	Name of the related party	Century 21 Town Planners Private Limited
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Real Estate activities

A (2).
Relationship and ownership of the related party

S No.	Particulars of the information	Information provided by the management
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	The related party is the Promoter of the listed entity
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	**Nil**
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	No
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary ~~(in case of transaction involving the subsidiary).~~	Nil

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A (3).
Details of previous transactions with the related party

<table>
<tr><th>S No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year:</td><td>The transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years.
<table>
<tr><th>F.Y.</th><th>Nature of Transaction</th><th>Amount</th></tr>
<tr><td>FY 2023-24</td><td>Nil</td><td>Nil</td></tr>
<tr><td>FY 2024-25</td><td>Nil</td><td>Nil</td></tr>
<tr><td>FY 2025-26</td><td>Nil</td><td>Nil</td></tr>
</table></td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>Nil</td></tr>
<tr><td>3</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year</td><td>Nil</td></tr>
</table>

A (4).
Amount of the proposed transaction(s)

S No.	Particulars of the information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	**Upto 50.00 crore**
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	The transaction is considered material.
3	Value of the proposed transactions as a percentage of the listed entity's annual	46.93% of Annual Standalone Turnover for the Financial Year 2025-26.

	consolidated turnover for the immediately preceding financial year	
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	77.85%
6	Financial performance of the related party for the immediately preceding financial year:	Financial performance of the related party for the immediately preceding financial year: <table><tr><th>Particulars</th><th>FY 2024-25 (Rs.) Lakhs</th></tr><tr><td>Turnover</td><td>Rs. 6,422.58</td></tr><tr><td>Profit After Tax</td><td>Rs. 1,209.61</td></tr><tr><td>Net worth</td><td>Rs. 10,274.51</td></tr></table>

A (5).
Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing
2	Details of each type of the proposed transaction	Borrowing
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
4	Whether omnibus approval is being sought?	As the transaction entered first time by the company so no previous Omnibus approval is taken.

5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	The maximum value of any single transaction with the related party, as well as the cumulative value of all transactions with such related party during a financial year 2026-27, shall not exceed ₹50 crore.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Transaction is undertaken at the Arm's Length basis and not prejudicial to the interest of Public Shareholders.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	The promoter(s) /director(s) / key managerial personnel of the listed entity have as mentioned below are having common directorship or shareholding in the related party. **a. Name of the director** 1.Mr. Karan Singh Chhabra 2.Ms. Riya Chhabra **b. Shareholding of the director, whether direct or indirect, in the related party:** Nil
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	NA

B(5)

Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1	Material covenants of the proposed transaction	Unsecured Loan
2	Interest rate *(in terms of numerical value or base rate and applicable spread)*	18%
3	Cost of borrowing	Interest as per agreed rate

	Note: This shall include all costs associated with the borrowing	
4	Maturity / due date	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
5	Repayment schedule & terms	On maturity
6	Whether secured or unsecured	unsecured
7	If secured, the nature of security & security coverage ratio	NA
8	The purpose for which the funds will be utilized by the listed entity / subsidiary	Business Purpose and Operational Requirements

C(4).

Disclosure only in case of transactions relating to borrowings by the Listed Entity or its Subsidiary

S. No.	Particulars of the information	Information provided by the management
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies / housing finance companies.*	
	a. Before transaction	1.55
	b. After transaction	2.26
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
	a. Before transaction	1.42
	b. After transaction	0.28

Note : Wherever the Company's financial figures have been provided, such figures pertain to the latest audited financial statements as at March 31, 2025.

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14. **Related Party Name: Century 21 Officespace Private Limited**

Proposed Transaction: Borrowing

A (1).
Basic details of the related party

S.No.	Particulars of the information	Information provided by the management
1	Name of the related party	Century 21 Officespace Private Limited
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Real Estate activities and agro trading activities

A (2).
Relationship and ownership of the related party

S No.	Particulars of the information	Information provided by the management
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	The related party is the Promoter of the listed entity
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Nil
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	No
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (~~in case of transaction involving the subsidiary).~~	28.89% shares

A (3).
Details of previous transactions with the related party

<table>
<tr><th>S No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year</td><td>The transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years.
<table><tr><th>F.Y.</th><th>Nature of Transaction</th><th>Amount</th></tr><tr><td>FY 2023-24</td><td>Nil</td><td>Nil</td></tr><tr><td>FY 2024-25</td><td>Nil</td><td>Nil</td></tr><tr><td>FY 2025-26</td><td>Nil</td><td>Nil</td></tr></table></td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>Nil</td></tr>
<tr><td>3</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year</td><td>Nil</td></tr>
</table>

A (4).
Amount of the proposed transaction(s)

Sr.No.	Particulars of the information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ Shareholders	**Upto Rs. 50.00 crore**
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes

3	Value of the proposed transactions as a percentage of the listed entity's annual Standalone turnover for the immediately preceding financial year	46.93% of Annual Consolidated Turnover for the Financial year 2025-26
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	25.93%
6	Financial performance of the related party for the immediately preceding financial year:	Financial performance of the related party for the immediately preceding financial year: **Particulars** — **FY 2024-25 (Rs.) Lakhs** Turnover — Rs. 19,283.20 Profit After Tax — Rs. 2.58 Net worth — Rs. 0.84

A (5).
Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing
2	Details of each type of the proposed transaction	Borrowing
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 months from the date of first disbursement unless extended by mutual written consent of the parties
4	Whether omnibus approval is being sought?	As the transaction entered first time by the Company, so no previous Omnibus approval is taken.

5	Value of the proposed transaction during a financial year.If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	The maximum value of any single transaction with the related party, as well as the cumulative value of all transactions with such related party during a financial year 2026-27, shall not exceed ₹50 crore.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Transaction is undertaken at the Arm's Length basis and not prejudicial to the interest of Public Shareholders
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	~~The None of the promoter(s) /director(s) / key managerial personnel of the listed entity have interested in the transaction, whether directly or indirectly.~~ **a. Name of the Director** 1. Mr. Karan Singh Chhabra 2. Ms. Riya Chhabra **b. Shareholding of the director, whether direct or indirect, in the related party:** Nil
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	NA

B(5)
Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1	Material covenants of the proposed transaction	Unsecured Loan
2	Interest rate *(in terms of numerical value or base rate and applicable spread)*	18%
3	Cost of borrowing *Note: This shall include all costs associated with the borrowing*	Interest as per agreed rate
4	Maturity / due date	For 12 months from the date of first disbursement unless extended by mutual written consent of the parties.
5	Repayment schedule & terms	On maturity
6	Whether secured or unsecured	unsecured

7	If secured, the nature of security & security coverage ratio	NA
8	The purpose for which the funds will be utilized by the listed entity / subsidiary	Business Purpose and Operational Requirements

C(4).
Disclosure only in case of transactions relating to borrowings by the Listed Entity or its Subsidiary

S. No.	Particulars of the information	Information provided by the management
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies / housing finance companies.*	
	a. Before transaction	1.55
	b. After transaction	2.26
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
	a. Before transaction	1.42
	b. After transaction	0.28

Note : Wherever the Company's financial figures have been provided, such figures pertain to the latest audited financial statements as at March 31, 2025.

15. Related Party Name: Print Solutions Private Limited

Proposed Transaction: Borrowing

A (1).
Basic details of the related party

S No.	Particulars of the information	Information provided by the management
1	Name of the related party	Print Solutions Private Limited
2	Country of incorporation of the related party	India
3	Nature of business of the related party	business as printers, publishers, proof readers, binders, cutters, perforators,

		laminators, designers and editors of all types of printing jobs

A (2).

Relationship and ownership of the related party

S No.	Particulars of the information	Information provided by the management
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	The related party is the Promoter of the listed entity
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	**Nil**
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	No
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (~~in case of transaction involving the subsidiary).~~	2.73%

A (3).

Details of previous transactions with the related party

<table>
<tr><th>S No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td><u>1</u></td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year</td><td>The transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years.
<table>
<tr><th>F.Y.</th><th>Nature of Transaction</th><th>Amount</th></tr>
<tr><td>FY 2023-24</td><td>Nil</td><td>Nil</td></tr>
<tr><td>FY 2024-25</td><td>Nil</td><td>Nil</td></tr>
<tr><td>FY 2025-26</td><td>Nil</td><td>Nil</td></tr>
</table></td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the</td><td>Nil</td></tr>
</table>

	listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year	**Nil**

A (4).
Amount of the proposed transaction(s)

S No.	**Particulars of the information**	**Information provided by the management**
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	**Upto 50.00 crore**
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	NA

<table>
<tr><td>6</td><td>Financial performance of the related party for the immediately preceding financial year:</td><td>Financial performance of the related party for the immediately preceding financial year:
<table>
<tr><td>Particulars</td><td>FY 2024-25 (Rs.)</td></tr>
<tr><td>Turnover</td><td>3,65,91,528</td></tr>
<tr><td>Profit After Tax</td><td>3,09,12,404</td></tr>
<tr><td>Net worth</td><td>21,17,10,725</td></tr>
<tr><td></td><td></td></tr>
</table>
</td></tr>
</table>

A (5).
Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing
2	Details of each type of the proposed transaction	Borrowing
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
4	Whether omnibus approval is being sought?	As the transaction entered first time by the company so no previous Omnibus approval is taken.
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	The maximum value of any single transaction with the related party, as well as the cumulative value of all transactions with such related party during a financial year 2026-27, shall not exceed ₹50 crore.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Transaction is undertaken at the Arm's Length basis and not prejudicial to the interest of Public Shareholders.

7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	The promoter(s) /director(s) / key managerial personnel of the listed entity have as mentioned below are having common directorship or shareholding in the related party. **a. Name of the director** 1. Mr. Karan Singh Chhabra 2. Ms. Riya Chhabra **b. Shareholding of the director, whether direct or indirect, in the related party:** Nil
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	NA

B(5)

Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1	Material covenants of the proposed transaction	Unsecured Loan
2	Interest rate *(in terms of numerical value or base rate and applicable spread)*	18%
3	Cost of borrowing *Note: This shall include all costs associated with the borrowing*	Interest as per agreed rate
4	Maturity / due date	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
5	Repayment schedule & terms	On maturity
6	Whether secured or unsecured	unsecured
7	If secured, the nature of security & security coverage ratio	NA
8	The purpose for which the funds will be utilized by the listed entity / subsidiary	Business Purpose and Operational Requirements

C(4).
Disclosure only in case of transactions relating to borrowings by the Listed Entity or its Subsidiary

S. No.	Particulars of the information	Information provided by the management
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies / housing finance companies.*	
	a. Before transaction	1.55
	b. After transaction	2.26
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
	a. Before transaction	1.42
	b. After transaction	0.28

Note : Wherever the Company's financial figures have been provided, such figures pertain to the latest audited financial statements as at March 31, 2025.

16. Related Party Name: Ria Hotels Private Limited

Proposed Transaction: Borrowing

A (1).
Basic details of the related party

S No.	Particulars of the information	Information provided by the management
1	Name of the related party	Ria Hotels Private Limited
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Business of Hotel & Motel, restaurants and other allied activities therein.

A (2).
Relationship and ownership of the related party

S No.	Particulars of the information	Information provided by the management
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	The related party is the Group company of the promoter of the listed entity.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	**Nil**
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (~~in case of transaction involving the subsidiary).~~	**Nil**

A (3).
Details of previous transactions with the related party

S No.	Particulars of the information	Information provided by the management
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year	The transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years. **F.Y.** / **Nature of Transaction** / **Amount** FY 2023-24 / Nil / Nil FY 2024-25 / Nil / Nil FY 2025-26 / Nil / Nil
2	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the	Nil

	quarter immediately preceding the quarter in which the approval is sought.	
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year	Nil

A (4).
Amount of the proposed transaction(s)

S No.	Particulars of the information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	**Upto 50.00 crore**
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	The transaction is considered material.
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	The proposed transaction is 46.93% of Annual Standalone Turnover for the Financial Year 2025-26.
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	2,932.53%

6	Financial performance of the related party for the immediately preceding financial year:	Financial performance of the related party for the immediately preceding financial year: **Particulars** / **FY 2024-25 (Rs.) Lakh** Turnover / Rs. 170.52 Profit After Tax / Rs. 42.79 Net worth / Rs. 904.16

A (5).
Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing
2	Details of each type of the proposed transaction	Borrowing
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
4	Whether omnibus approval is being sought?	As the transaction entered first time by the company so no previous Omnibus approval is taken.
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	The maximum value of any single transaction with the related party, as well as the cumulative value of all transactions with such related party during a financial year 2026-27, shall not exceed ₹50 crore.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Transaction is undertaken at the Arm's Length basis and not prejudicial to the interest of Public Shareholders.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	The promoter(s) /director(s) / key managerial personnel of the listed entity have as mentioned below are having

	a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	common directorship or shareholding in the related party. **a. Name of the director** 1.Mr. Karan Singh Chhabra 2. Ms. Riya Chhabra **b. Shareholding of the director, whether direct or indirect, in the related party:** Nil
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	NA

B(5)

Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1	Material covenants of the proposed transaction	Unsecured Loan
2	Interest rate *(in terms of numerical value or base rate and applicable spread)*	18%
3	Cost of borrowing *Note: This shall include all costs associated with the borrowing*	Nil
4	Maturity / due date	120 Days from the date of first disbursement unless extended by mutual written consent of the parties.
5	Repayment schedule & terms	On maturity
6	Whether secured or unsecured	unsecured
7	If secured, the nature of security & security coverage ratio	NA
8	The purpose for which the funds will be utilized by the listed entity / subsidiary	Business Purpose and Operational Requirements

C(4).
Disclosure only in case of transactions relating to borrowings by the Listed Entity or its Subsidiary

S. No.	Particulars of the information	Information provided by the management
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies / housing finance companies.*	
	a. Before transaction	1.55
	b. After transaction	2.26
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
	a. Before transaction	1.42
	b. After transaction	0.28

Note : Wherever the Company's financial figures have been provided, such figures pertain to the latest audited financial statements as at March 31, 2025.

17. Related Party Name: M.P. Entertainment and Developers Private Limited

Proposed Transaction: Borrowing

A (1).
Basic details of the related party

S No.	Particulars of the information	Information provided by the management
1	Name of the related party	M.P. Entertainment and Developers Private Limited
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Real Estate activities and agro trading activities

A (2).

Relationship and ownership of the related party

S No.	Particulars of the information	Information provided by the management
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	The related party is the Promoter of the listed entity
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	**Nil**
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	No
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (~~in case of transaction involving the subsidiary).~~	5.83%

A (3).

Details of previous transactions with the related party

S No.	Particulars of the information	Information provided by the management
1	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year	The transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years. **F.Y.** / **Nature of Transaction** / **Amount** FY 2023-24 / Nil / Nil FY 2024-25 / Nil / Nil FY 2025-26 / Nil / Nil
2	Total amount of all the transactions undertaken by the listed entity or subsidiary	Nil

	with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year	Nil

A (4).
Amount of the proposed transaction(s)

S No.	**Particulars of the information**	**Information provided by the management**
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	**Upto Rs. 50.00 crore**
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	The transaction is considered material.
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	46.93% of Annual Standalone Turnover for the Financial Year 2025-26.
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable

5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	50.28%
6	Financial performance of the related party for the immediately preceding financial year:	Financial performance of the related party for the immediately preceding financial year: **Particulars** — **FY 2024-25 (Rs.) Lakhs** Turnover — Rs. 9,945.11 Profit After Tax — Rs. 498.38 Net worth — Rs. -391.35

A (5).
Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing
2	Details of each type of the proposed transaction	Borrowing
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
4	Whether omnibus approval is being sought?	As the transaction entered first time by the company so no previous Omnibus approval is taken.
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	The maximum value of any single transaction with the related party, as well as the cumulative value of all transactions with such related party during a financial year 2026-27, shall not exceed ₹50 crore.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Transaction is undertaken at the Arm's

		Length basis and not prejudicial to the interest of Public Shareholders.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	The promoter(s) /director(s) / key managerial personnel of the listed entity have as mentioned below are having common directorship or shareholding in the related party. **a. Name of the director** Mr. Karan Singh Chhabra Ms. Riya Chhabra **b. Shareholding of the director, whether direct or indirect, in the related party:** Nil
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	NA

B(5)
Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1	Material covenants of the proposed transaction	Unsecured Loan
2	Interest rate *(in terms of numerical value or base rate and applicable spread)*	18%
3	Cost of borrowing *Note: This shall include all costs associated with the borrowing*	Interest as per agreed rate
4	Maturity / due date	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
5	Repayment schedule & terms	On maturity
6	Whether secured or unsecured	unsecured
7	If secured, the nature of security & security coverage ratio	NA

8	The purpose for which the funds will be utilized by the listed entity / subsidiary	Business Purpose and Operational Requirements

C(4).

Disclosure only in case of transactions relating to borrowings by the Listed Entity or its Subsidiary

S. No.	Particulars of the information	Information provided by the management
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies / housing finance companies.*	
	a. Before transaction	1.55
	b. After transaction	2.26
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
	a. Before transaction	1.42
	b. After transaction	0.28

Note : Wherever the Company's financial figures have been provided, such figures pertain to the latest audited financial statements as at March 31, 2025.

18. Related Party Name: Mr. Gurjeet Singh Chhabra

Proposed Transaction: Borrowing

A (1).
Basic details of the related party

S No.	Particulars of the information	Information provided by the management
1	Name of the related party	Mr. Gurjeet Singh Chhabra
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Business of real estate activities

A (2).

Relationship and ownership of the related party

S No.	Particulars of the information	Information provided by the management
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Gurjeet Singh Chhabra is an immediate relative of Mr. Karan Singh Chhabra and Ms. Riya Chhabra, who are Non-Executive Non- Independent Directors of the Company, and he is also a member of the Promoter Group of the Company.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	**Nil**
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	No
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (~~in case of transaction involving the subsidiary).~~	Nil

A (3).

Details of previous transactions with the related party

<table>
<tr><th>S No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year</td><td>The transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years.
<table>
<tr><th>F.Y.</th><th>Nature of Transaction</th><th>Amount</th></tr>
<tr><td>FY 2023-24</td><td>Nil</td><td>Nil</td></tr>
<tr><td>FY 2024-25</td><td>Nil</td><td>Nil</td></tr>
<tr><td>FY 2025-26</td><td>Other Service Income</td><td>Rs. 9.04 lakh.</td></tr>
</table></td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with</td><td>Amount of Transactions undertaken by the listed entity till 30th June, 2026 is Rs. 1.55 Lakhs.</td></tr>
</table>

	the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year	Nil

<u>A (4).</u>

<u>Amount of the proposed transaction(s)</u>

S No.	Particulars of the information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	**Upto Rs. 50 Crore**
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	The transaction is considered material.
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	46.93% of Annual Standalone Turnover for the Financial Year 2025-26.
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable

5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	NA
6	Financial performance of the related party for the immediately preceding financial year**:**	NA

A (5).
Basic details of the proposed transaction

S. No.	**Particulars of the information**	**Information provided by the management**
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing
2	Details of each type of the proposed transaction	Borrowing
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
4	Whether omnibus approval is being sought?	As the transaction entered first time by the company so no previous Omnibus approval is taken.
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise**.**	The maximum value of any single transaction with the related party, as well as the cumulative value of all transactions with such related party during a financial year 2026-27, shall not exceed ₹50 crore.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Transaction is undertaken at the Arm's Length basis and not prejudicial to the interest of Public Shareholders.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. a. Name of the director / KMP	None of the promoter(s)/ director(s) / key managerial personnel of the listed entity interested in the transaction, whether directly or indirectly.

	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	NA

B(5)
Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1	Material covenants of the proposed transaction	Unsecured Loan
2	Interest rate *(in terms of numerical value or base rate and applicable spread)*	18%
3	Cost of borrowing *Note: This shall include all costs associated with the borrowing*	Interest as per agreed rate
4	Maturity / due date	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
5	Repayment schedule & terms	On maturity
6	Whether secured or unsecured	unsecured
7	If secured, the nature of security & security coverage ratio	NA
8	The purpose for which the funds will be utilized by the listed entity / subsidiary	Business Purpose and Operational Requirements

C(4).
Disclosure only in case of transactions relating to borrowings by the Listed Entity or its Subsidiary

S. No.	Particulars of the information	Information provided by the management
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies/housing finance companies.*	
	a. Before transaction	1.55

	b. After transaction	2.26
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
	a. Before transaction	1.42
	b. After transaction	0.28

19. <u>Related Party Name: Mrs. Prabjot Kaur Chhabra</u>

Proposed Transaction: Borrowing

<u>A (1).</u>
<u>Basic details of the related party</u>

S No.	Particulars of the information	Information provided by the management
1	Name of the related party	Mrs. Prabjot Kaur Chhabra
2	Country of incorporation of the related party	NA
3	Nature of business of the related party	Mrs. Prabjot Kaur Chhabra is Co- owner & Promoter of the Century 21 Group, which is engaged in diverse business segments including real estate, hospitality, shopping malls, and other allied businesses

A (2).
<u>Relationship and ownership of the related party</u>

S No.	Particulars of the information	Information provided by the management
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Mrs. Prabjot Kaur Chhabra is an immediate relative of Mr. Karan Singh Chhabra and Ms. Riya Chhabra, who are Non-Executive Non- Independent Directors of the Company, and she is also a member of the Promoter Group of the Company.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Nil

	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	No
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (~~in case of transaction involving the subsidiary).~~	Nil

A (3).
Details of previous transactions with the related party

<table>
<tr><th>S No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year</td><td>The transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years.
<table>
<tr><th>F.Y.</th><th>Nature of Transaction</th><th>Amount</th></tr>
<tr><td>FY 2023-24</td><td>Nil</td><td>Nil</td></tr>
<tr><td>FY 2024-25</td><td>Nil</td><td>Nil</td></tr>
<tr><td>FY 2025-26</td><td>The transaction involves payment of Lease Rent.</td><td>Rs. 186.14 lakh.</td></tr>
</table></td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>Amount of Transactions undertaken by the listed entity till 30th June, 2026 is Rs. 46.57 Lakhs.</td></tr>
<tr><td>3</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year</td><td>Nil</td></tr>
</table>

A (4).
Amount of the proposed transaction(s)

S No.	Particulars of the information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	**Upto Rs. 50 Crore**
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	The transaction is considered material.
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	46.93% of Annual Standalone Turnover for the Financial Year 2025-26.
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	NA
6	Financial performance of the related party for the immediately preceding financial year:	NA

A (5).
Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing
2	Details of each type of the proposed transaction	Borrowing

3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
4	Whether omnibus approval is being sought?	As the transaction entered first time by the company so no previous Omnibus approval is taken.
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	The maximum value of any single transaction with the related party, as well as the cumulative value of all transactions with such related party during a financial year 2026-27, shall not exceed ₹50 crore.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Transaction is undertaken at the Arm's Length basis and not prejudicial to the interest of Public Shareholders.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	None of the promoter(s)/ director(s) / key managerial personnel of the listed entity interested in the transaction, whether directly or indirectly
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	NA

B(5)
Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1	Material covenants of the proposed transaction	Unsecured Loan
2	Interest rate *(in terms of numerical value or base rate and applicable spread)*	18%
3	Cost of borrowing	Interest as per agreed rate

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	Note: This shall include all costs associated with the borrowing	
4	Maturity / due date	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
5	Repayment schedule & terms	On maturity
6	Whether secured or unsecured	unsecured
7	If secured, the nature of security & security coverage ratio	NA
8	The purpose for which the funds will be utilized by the listed entity / subsidiary	Business Purpose and Operational Requirements

C(4).

Disclosure only in case of transactions relating to borrowings by the Listed Entity or its Subsidiary

S. No.	Particulars of the information	Information provided by the management
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies / housing finance companies.*	
	a. Before transaction	1.55
	b. After transaction	2.26
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
	a. Before transaction	1.42
	b. After transaction	0.28

20. Related Party Name: Mr.Karan Singh Chhabra

Proposed Transaction: Borrowing

A (1).
Basic details of the related party

S No.	Particulars of the information	Information provided by the management
1	Name of the related party	Mr.Karan Singh Chhabra
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Business of real estate activities.

A (2).
Relationship and ownership of the related party

S No.	Particulars of the information	Information provided by the management
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	The related party is the Director and Promoter of the listed entity
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	**Nil**
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	No
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (~~in case of transaction involving the subsidiary).~~	Nil

A (3).
Details of previous transactions with the related party

<table>
<tr><th>S No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year</td><td>The transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years.<table><tr><th>F.Y.</th><th>Nature of Transaction</th><th>Amount</th></tr><tr><td>FY 2023-24</td><td>Nil</td><td>Nil</td></tr><tr><td>FY 2024-25</td><td>Nil</td><td>Nil</td></tr><tr><td>FY 2025-26</td><td>Nil</td><td>Nil</td></tr></table></td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>Nil</td></tr>
<tr><td>3</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year</td><td>Nil</td></tr>
</table>

A (4).
Amount of the proposed transaction(s)

S No.	Particulars of the information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	**Upto Rs. 50 Crore**
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	The transaction is considered material.
3	Value of the proposed transactions as a percentage of the listed entity's annual	46.93% of Annual Standalone Turnover for the Financial Year 2025-26.

	consolidated turnover for the immediately preceding financial year	
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	NA
6	Financial performance of the related party for the immediately preceding financial year:	NA

A (5).
Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing
2	Details of each type of the proposed transaction	Borrowing
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
4	Whether omnibus approval is being sought?	As the transaction entered first time by the company so no previous Omnibus approval is taken.
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise**.**	The maximum value of any single transaction with the related party, as well as the cumulative value of all transactions with such related party during a financial year 2026-27, shall not exceed ₹50 crore.

6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Transaction is undertaken at the Arm's Length basis and not prejudicial to the interest of Public Shareholders.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	None of the promoter(s)/ director(s) / key managerial personnel of the listed entity interested in the transaction, whether directly or indirectly.
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	NA

B(5)

Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1	Material covenants of the proposed transaction	Unsecured Loan
2	Interest rate *(in terms of numerical value or base rate and applicable spread)*	18%
3	Cost of borrowing *Note: This shall include all costs associated with the borrowing*	Interest as per agreed rate
4	Maturity / due date	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
5	Repayment schedule & terms	On maturity
6	Whether secured or unsecured	unsecured
7	If secured, the nature of security & security coverage ratio	NA
8	The purpose for which the funds will be utilized by the listed entity / subsidiary	Business Purpose and Operational Requirements

C(4).
Disclosure only in case of transactions relating to borrowings by the Listed Entity or its Subsidiary

S. No.	Particulars of the information	Information provided by the management
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies / housing finance companies.*	
	a. Before transaction	1.55
	b. After transaction	2.26
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
	a. Before transaction	1.42
	b. After transaction	0.28

21. Related Party Name: Ms. Riya Chhabra

Proposed Transaction: Borrowing

A (1).
Basic details of the related party

S No.	Particulars of the information	Information provided by the management
1	Name of the related party	Ms.Riya Chhabra
2	Country of incorporation of the related party	India
3	Nature of business of the related party	Business of real estate activities.

A (2).
Relationship and ownership of the related party

S No.	Particulars of the information	Information provided by the management
1	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	The related party is the Director and Promoter of the listed entity

	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Nil
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	No
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary ~~(in case of transaction involving the subsidiary).~~	Nil

A (3).
Details of previous transactions with the related party

<table>
<tr><th>S No.</th><th>Particulars of the information</th><th colspan="3">Information provided by the management</th></tr>
<tr><td rowspan="5"><u>1</u></td><td rowspan="5">Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year</td><td colspan="3">The transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years.</td></tr>
<tr><td>F.Y.</td><td>Nature of Transaction</td><td>Amount</td></tr>
<tr><td>FY 2023-24</td><td>Nil</td><td>Nil</td></tr>
<tr><td>FY 2024-25</td><td>Nil</td><td>Nil</td></tr>
<tr><td>FY 2025-26</td><td>Nil</td><td>Nil</td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td colspan="3">Nil</td></tr>
<tr><td>3</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year</td><td colspan="3">Nil</td></tr>
</table>

Yours. Truly.

A (4).
Amount of the proposed transaction(s)

S No.	Particulars of the information	Information provided by the management
1	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	**Upto Rs. 50 Crore**
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	The transaction is considered material.
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	46.93% of Annual Standalone Turnover for the Financial Year 2025-26.
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	Not Applicable
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	NA
6	Financial performance of the related party for the immediately preceding financial year:	NA

A (5).
Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Borrowing
2	Details of each type of the proposed transaction	Borrowing
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 Months from the date of first disbursement unless extended

		by mutual written consent of the parties.
4	Whether omnibus approval is being sought?	As the transaction entered first time by the company so no previous Omnibus approval is taken.
5	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise**.**	The maximum value of any single transaction with the related party, as well as the cumulative value of all transactions with such related party during a financial year 2026-27, shall not exceed ₹50 crore.
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Transaction is undertaken at the Arm's Length basis and not prejudicial to the interest of Public Shareholders.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.	None of the promoter(s)/ director(s) / key managerial personnel of the listed entity interested in the transaction, whether directly or indirectly.
	a. Name of the director / KMP	
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	
8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA
9	Other information relevant for decision making.	NA

B(5)

Disclosure only in case of transactions relating to borrowings by the listed entity or its subsidiary.

S. No.	Particulars of the information	Information provided by the management
1	Material covenants of the proposed transaction	Unsecured Loan
2	Interest rate *(in terms of numerical value or base rate and applicable spread)*	18%
3	Cost of borrowing *Note: This shall include all costs associated with the borrowing*	Interest as per agreed rate

4	Maturity / due date	12 Months from the date of first disbursement unless extended by mutual written consent of the parties.
5	Repayment schedule & terms	On maturity
6	Whether secured or unsecured	unsecured
7	If secured, the nature of security & security coverage ratio	NA
8	The purpose for which the funds will be utilized by the listed entity / subsidiary	Business Purpose and Operational Requirements

C(4).

Disclosure only in case of transactions relating to borrowings by the Listed Entity or its Subsidiary

S. No.	Particulars of the information	Information provided by the management
1	Debt to Equity Ratio of the listed entity or its subsidiary based on last audited financial statements *Note: This shall not be applicable to listed banks/NBFC/insurance companies / housing finance companies.*	
	a. Before transaction	1.55
	b. After transaction	2.26
2	Debt Service Coverage Ratio of the listed entity or its subsidiary based on last audited financial statements. *Note: This shall not be applicable to listed banks/NBFC/insurance companies/ housing finance companies.*	
	a. Before transaction	1.42
	b. After transaction	0.28

Note:

1. The Debt Service Coverage Ratio (DSCR) after the transaction has been calculated based on the latest audited financial statements, considering the proposed transaction. The actual DSCR cannot be determined at this stage and will be reported based on the latest audited financial statements.
2. The proposed transaction is up to ₹50 Crores. The actual transaction amount may vary; therefore, the maximum proposed amount of ₹50 Crores has been considered for the purpose of the disclosure.
3. The Company's material related party transaction limit is ₹50 Crores for each related party. However, the overall borrowing limit approved by the shareholders under Section 180(1)(c) of the Companies Act, 2013 will not be exceeded in any case for cumulative borrowings from all related parties.

4. Further, the calculations and percentages have also been made based on the maximum proposed amount of ₹50 Crores. The actual figures may vary depending on the actual amount of the transaction. Accordingly, the details provided have been calculated assuming full utilisation of the proposed amount of ₹50 Crores.

By Order of the Board of Directors
For Sayaji Hotels (Indore) Limited

Date: 16th September 2026
Place: Indore

Sd/-
Raoof Razak Dhanani
Managing Director
DIN-00174654

SAYAJI HOTELS (INDORE) LIMITED
Registered Office: H-1 Scheme No. 54, Vijay Nagar, Indore, Madhya Pradesh-452010
CIN: L55209MP2018PLC076125
Phone No. 0731-4006666 | E-mail cs@shilindore.com
Website: www.shilindore.com