Kaya Limited

September 29, 2026

To,

BSE Limited
Market Operations Department,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001
BSE Scrip Code: 539276

National Stock Exchange of India Limited
'Exchange Plaza', 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra(E), Mumbai 400051
NSE Symbol: KAYA

Dear Sir/ Madam,

Sub: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions if any and our intimation of Extra-Ordinary General Meeting dated August 12, 2026, and outcome of Extra-Ordinary General Meeting ("EGM") dated September 05, 2026. we hereby inform that the Company had filed an In-Principle application with the Stock Exchanges for the preferential issue of 18,24,150 (Eighteen Lakhs Twenty Four Thousand One Hundred and Fifty) equity shares of Face Value of ₹ 10/- (Indian Rupees Ten Only), at an issue price of ₹ 274.10/- (Indian Rupees Two Hundred Seventy-Four and Ten Paisa Only) per Equity Share, at a premium of ₹ 264.10/- (Indian Rupees Two Hundred Sixty-Four and Ten Paisa Only).

Further, in reference to the observations raised by the National Stock Exchange ("NSE") in connection with the said application, the Company wishes to place the following clarifications on record for the information of shareholders:

1. Reference to outstanding ESOPs of the Company:

The Company has reviewed the Post-issue Shareholding Pattern mentioned in the explanatory statement of EGM Notice and confirms that the post-issue Shareholding Pattern has been revised by taking into account the outstanding ESOPs of 5,39,739 equity shares as on date and accordingly, the post-allotment shareholding percentage of the allottees has been revised on a fully diluted basis.

Accordingly, revised post-issue Shareholding Pattern including the dilution is enclosed as Annexure I. Further, the revised post-allotment shareholding percentage of the proposed allottees is enclosed as Annexure II.

2. Reference to Regulation 167 of the SEBI (ICDR) Regulations, 2018:

The Company clarifies that the pre-preferential shareholding of the allottees as on the relevant Date, is subject to the applicable lock-in requirements under Regulation 167 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. In this regard, the Company has extended the lock-in period of the pre-preferential shareholding of the concerned allottee from March 1, 2027, to March 31, 2027, and the revised lock-in details and confirmations from CDSL are being provided accordingly.

The above revision is being made to reflect the fully diluted shareholding pattern and does not

result in any change in the number of equity shares proposed to be allotted under the preferential issue or the issue price of Rs.274.10/- per equity share.

Save and except as expressly modified by this Intimation, all other terms and contents of the Notice shall remain unchanged.

We request you to kindly take the above clarification on record. The same shall be available on the Company's website i.e. https://www.kaya.in/

This is for your information and records.

Kaya Limited

For Kaya Limited,

SHILPA ASHUTOSH RATHI Digitally signed by SHILPA ASHUTOSH RATHI Date: 2026.09.29 15:53:32 +05'30'

Shilpa Rathi
Company Secretary &
Compliance Officer

Encl: as above

Registered Office: Kaya Limited, Marks, 23/C, Mahal Industries Estate, Mahakali Caves Road, Near Paper Box Lane, Andheri (E), Mumbai 400 093. Tel.:91-22-66195000. Website: www.kaya.in
CIN: L85190MH2003PLC139763

Annexure I

The pre issue and post issue shareholding pattern of the company:

Sr. No.	Category	Pre-Issue		No. of Equity Shares to be Allotted	Post Issue		No. of total outstanding ESOPs	Diluted Post Issue	
		Pre-Issue Holding (No. of Shares)	% of Pre-Preferential Issue Capital		Post-Issue Holding (No. of Shares)	% of Post-Preferential Issue Capital		Diluted post issue shareholding (No. of shared to be diluted)	Diluted post issue capital (%)
		(A)	(B)	(c)	D= (A+C) *	(E)*	(F)	G = (D+F)*	(H)*
A	**Promoters and Promoter Group Holding:**								
1	**Indian:**								
a)	**Individual/ HUF**	7634484	50.27	0.00	7634484	44.88	0	7634484	43.50
	Sub Total		0.00			0.00	0	0	0.00
b)	**Any Other (Bodies Corporate)**		0.00			0.00	0	0	0.00
	Sharrp Ventures Capital Private Limited	176440	1.16	0.00	176440	1.04	0	176440	1.01
	Sub Total	7810924	51.43	0.00	7810924	45.91	0	7810924	44.50
2	**Foreign Promoters**		0.00			0.00	0	0	0.00
	Total (A)	**7810924**	**51.43**		**7810924**	**45.91**	**0**	**7810924**	**44.50**
B	**Public Holding/Non-Promoter Holding:**								
1	**Institutions:**								
a)	**Mutual funds**	0	0.00	0	0	0.00	0	0	0.00
b)	**Venture Capital Funds**	0	0.00	0	0	0.00	0	0	0.00
c)	**Alternative Investment Funds**	453497	2.99	0	453497	2.67	0	453497	2.58
d)	**Banks**	4	0.00	0	4	0.00	0	4	0.00
e)	**NBFCs registered with RBI**	0	0.00	0		0.00	0	0	0.00
f)	**Any Other (Institutions (Domestic))**	160	0.00	0	160	0.00	0	160	0.00
g)	**Qualified Institutional Buyer (QIB)**	0	0.00	0	0	0.00	0	0	0.00
h)	**Foreign Portfolio Investor**	107487	0.71	0	107487	0.63	0	107487	0.61
h)	**Foreign Bodies Corporate**	0	0.00	0	0	0.00	0	0	0.00

	TOTAL B1	**561148**	**3.69**	**0**	**561148**	**3.30**	**0**	**561148**	**3.20**
2	**Non-Institution:**								
a)	**Private corporate bodies**	0	0.00	0	0	0.00	0	0	0.00
b)	**Directors and relatives (Independent Director and his relatives)**	0	0.00	0	0	0.00	0	0	0.00
c)	**Indian public (Resident Individuals)**	0	0.00	0	0	0.00	0	0	0.00
d)	**Key Managerial Personnel**	0	0.00	0	0	0.00	0	0	0.00
e)	**Non-Resident Indians (NRIs)**	154249	1.02	0.00	154249	0.91	0	154249	0.88
f)	**Investor Education and Protection Fund (IEPF)**	0	0.00	0	0	0.00	0	0	0.00
g)	**Foreign Companies**	0	0.00	0	0	0.00	0	0	0.00
h)	**Bodies Corporate**	493945	3.25	979141.00	1473086	8.66	0	1473086	8.39
i)	**Any Other (specify)**	6167343	40.61	845009.00	7012352	41.22	539739*	7552091*	43.03
	TOTAL B2	**6815537**	**44.88**	**1824150.00**	**8639687**	**50.79**	**0**	**9179426**	**52.30**
	Sub Total (B)	**7376685**	**48.57**	**1824150.00**	**9200835**	**54.09**	**0**	**9740574**	**55.50**
	TOTAL (A+B)	**15187609**	**100.00**	**1824150.00**	**17011759**	**100.00**	**0**	**17551498**	**100.00**

Notes:

1. *The percentage of post issue equity shareholding is the expected shareholding in the company upon consummation of the allotment of the equity shares offered under the preferential issue [i.e. aggregate of the following: current outstanding equity shares (1,51,87,609) and proposed equity shares (18,24,150) and that, holdings of all other shareholders shall remain the same post-issue as they were on the date of pre-issue shareholding pattern was prepared.*
2. *The diluted percentage of post-issue equity shareholding is the expected shareholding in the company, upon consummation of the allotment of the equity shares offered under ESOP scheme and assuming the exercise of the outstanding ESOPs Granted by the company (i.e. 5,39,739 equity shares to be exercised by the employees under ESOP Scheme).*
3. *Under any other category under non-institution public holding ESOPs are mentioned.*
4. *Kindly note that the outstanding ESOPs as at the June quarter-end were 5,26,309 Options. Further, the Nomination and Remuneration Committee (NRC), at its meeting held on August 10, 2026, approved grants of 75,000 Options. Additionally, on September 1, 2026, 61,572 Options lapsed due to resignation. Accordingly, the total outstanding ESOPs as on the current date are 5,39,739 Options.*

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Annexure II

The percentage of post preferential issue capital that may be held by allottee and change in control, if any, in the issuer consequent to the preferential issue:

Post Allotment of 29,35,077 Equity Shares to Axana Estates LLP; its post preferential holding shall be 17.25% (16.72% on dilution basis as mentioned in Annexure I).

Post Allotment of 9,79,141 Equity Shares to Plutus Investments India Private Limited; its post preferential holding shall be 5.76% (5.58% on dilution basis as mentioned in Annexure I).

The Class of person/name of the Proposed Allottee to whom the allotment is made and the percentage of post-preferential offer capital that may be held by them:

The Equity shares of the Company would be issued and allotted to following allottee:

Name and Category of the proposed Allottee	Identity of the Natural person who is the ultimate Beneficial Owner	No. of Equity Shares and Percentage of Voting rights held pre - Preferential Issue	No of shares proposed to be issued	Relation, if any, with the promoters or person in control of the Company	No. of Equity Shares and Percentage of Voting rights to be held Post – Preferential Issue
Axana Estates LLP (Non-Promoter)	Mr. Mithun Padam Sacheti	20,90,068	8,45,009	NA	29,35,077 shares with 17.25% (16.72% on dilution basis as mentioned in Annexure I)
	Mr. Siddhartha Sacheti			NA	
	Mr. Yash Siddhartha Sacheti			NA	
	Mr. Arpit Khandelwal			NA	
Plutus Investments India Private Limited (Non-Promoter)	Mr. Arpit Khandelwal	0	9,79,141	NA	9,79,141 shares with 5.76% (5.58% on dilution basis as mentioned in Annexure I)
	Mr. Suresh Chander Koolwal			NA	
	Mr. Ramesh Siyani			NA	
Total			**18,24,150**		

The brief details of share capital are as follows:

Particulars	***No. of Securities***
Pre-preferential issue, total no. of equity shares outstanding as on August 10, 2026 (A)	***1,51,87,609***
No. of equity shares to be allotted in current preferential issue (B)	*18,24,150*
Post-preferential issue, total no. of equity shares (C= A+B)	***1,70,11,759***
No. of equity shares to be exercised under ESOP Scheme (D)	539739
Post-preferential issue, total no. of equity shares on diluted basis (C+D)	***1,75,51,498***