September 04, 2026

To

The Manager

Department of Corporate Services

BSE Ltd., Dalal Street, Fort

Mumbai – 400 001

Scrip Code: 542864

Subject: Outcome of the Board Meeting held on September 04, 2026

Dear Sir / Madam,

Pursuant to Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we hereby inform you that the Board of Directors of Mount Housing and Infrastructure Limited ("Company") at its meeting held today, Friday, September 04, 2026, inter alia, considered and approved the following matters:

1. **Convening of the 31st Annual General Meeting (AGM):** The Board approved the Notice convening the 31st AGM of the Company on Tuesday, September 29, 2026 at 11:00 A.M. (IST) at the Registered Office of the Company at No. 1175, Sungam Circle, Trichy Road, Ramanathapuram, Coimbatore - 641045, Tamil Nadu, India. The cut-off date for voting is Tuesday, September 22, 2026. Remote e-voting will commence on Saturday, September 26, 2026 at 9:00 A.M. (IST) and end on Monday, September 28, 2026 at 5:00 P.M. (IST).
2. **Appointment of Scrutinizer for the 31st AGM:** The Board approved the appointment of M/s. R G Jain & Associates, Chartered Accountants, Coimbatore, as Scrutinizer for remote e-voting and voting at the venue of the 31st AGM.
3. **Appointment of Mr. Ramesh Chand Bafna (DIN: 02483312) as Managing Director:** The Board, upon the recommendation of the Nomination and Remuneration Committee, approved his appointment as Managing Director for five consecutive years from September 04, 2026 to September 03, 2031, including continuation in employment after attaining the age of seventy years, and approved remuneration for the first three years of the tenure, subject to approval of the Members by Special Resolution. The prescribed disclosure is enclosed as Annexure I.

4. **Appointment of Mr. Kalpesh Bafna (DIN: 01490521) as Whole-Time Director:** The Board, upon the recommendation of the Nomination and Remuneration Committee, approved his appointment as Whole-Time Director for five consecutive years from September 04, 2026 to September 03, 2031 and approved remuneration for the first three years of the tenure, subject to approval of the Members by Special Resolution and his re-appointment as a Director liable to retire by rotation at the 31st AGM. The prescribed disclosure is enclosed as Annexure I.
5. **Approval of the Board's Report:** The Board approved the Board's Report (Directors' Report) of the Company for the financial year ended March 31, 2026.
6. **Contractual and retainership arrangement with M/s. White Ink:** The Board approved engagement of M/s. White Ink, a related-party proprietorship concern, for architectural, design, planning, consultancy, project coordination and allied professional services for the ongoing and future real estate projects of the Company, at a monthly retainership fee of Rs. 4,50,000 plus applicable taxes and project-wise professional/contractual charges on mutually agreed terms. The Board noted that the arrangement is proposed to be in the ordinary course of business and on an arm's-length basis, subject to such further approvals as may be required under applicable law. The interested Directors did not participate in the discussion or voting on this item.

The Meeting of the Board of Directors of the Company commenced at 04:00 p.m. and ended at 06.30 p.m.

Kindly take the information on record.

Thanking you.

Yours faithfully,

For MOUNT HOUSING AND INFRASTRUCTURE LIMITED

Anita Chhajer

MOUNT HOUSING & INFRASTRUCTURE LTD CBE-02

Anita Kumari Chhajer
Company Secretary & Compliance Officer
ICSI Membership No: A45613

ANNEXURE I

Disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the applicable SEBI Master Circular

Particulars	Mr. Ramesh Chand Bafna	Mr. Kalpesh Bafna
DIN	02483312	01490521
Reason for change	Appointment as Managing Director of the Company.	Appointment as Whole-Time Director of the Company.
Date of appointment / term of appointment	With effect from September 04, 2026 for five consecutive years up to September 03, 2031 (both days inclusive), subject to approval of the Members by Special Resolution.	With effect from September 04, 2026 for five consecutive years up to September 03, 2031 (both days inclusive), subject to approval of the Members by Special Resolution and his re-appointment as a Director liable to retire by rotation at the 31st AGM.
Brief profile	Founding promoter of the Company and associated as a Director since incorporation. Bachelor of Commerce and Post Graduate in Management from the Indian Institute of Management, Bangalore. Has more than three decades of experience in real estate, construction, infrastructure, building materials, strategic management and business development.	Associated with the Company as a Director since September 13, 1995. Bachelor of Commerce and Post Graduate Diploma in Management Information Systems. Has more than fifteen years of experience in construction and real estate, including project execution, operations, business development and management systems.
Relationship between Directors	Father of Mr. Kalpesh Bafna.	Son of Mr. Ramesh Chand Bafna.
Remuneration approved by the Board	For the first three years from September 04, 2026 to September 03, 2029: basic salary initially Rs. 5,00,000 per month plus approved allowances/perquisites, subject to an overall ceiling of Rs. 84,00,000 per financial year (proportionately for part of a year) and subject to Members' approval.	For the first three years from September 04, 2026 to September 03, 2029: basic salary initially Rs. 5,00,000 per month plus approved allowances/perquisites, subject to an overall ceiling of Rs. 84,00,000 per financial year (proportionately for part of a year) and subject to Members' approval.
Other material information	He will attain the age of seventy years on December 21, 2026. Continuation in employment after attaining seventy years is proposed for Members' approval by Special Resolution.	He shall continue to be liable to retire by rotation as a Director. His retirement by rotation and re-appointment at the same general meeting will not, by itself, constitute a break in the approved tenure as Whole-Time Director.
Debarment confirmation	Based on the declarations and confirmations received, he is not debarred from holding the office of Director by virtue of any order of SEBI or any other authority.	Based on the declarations and confirmations received, he is not debarred from holding the office of Director by virtue of any order of SEBI or any other authority.

Note: The above appointments and remuneration are subject to the approvals and conditions stated above and applicable provisions of the Companies Act, 2013 and the SEBI Listing Regulations.

NOTICE OF THE 31st ANNUAL GENERAL MEETING

NOTICE is hereby given that the 31st Annual General Meeting ("AGM") of the Members of Mount Housing and Infrastructure Limited ("the Company") will be held on Tuesday, September 29, 2026 at 11:00 A.M. (IST) at the Registered Office of the Company situated at No. 1175, Sungam Circle, Trichy Road, Ramanathapuram, Coimbatore – 641045, Tamil Nadu, India, to transact the following business:

ORDINARY BUSINESS

1. ADOPTION OF AUDITED FINANCIAL STATEMENTS

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Statutory Auditors thereon and, in this regard, to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Statutory Auditors thereon, as circulated to the Members and laid before this Annual General Meeting, be and are hereby received, considered and adopted."

2. RE-APPOINTMENT OF MR. KALPESH BAFNA (DIN: 01490521), DIRECTOR RETIRING BY ROTATION

To appoint a Director in place of Mr. Kalpesh Bafna (DIN: 01490521), who retires by rotation pursuant to Section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment and, in this regard, to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company, Mr. Kalpesh Bafna (DIN: 01490521), who retires by rotation at this Annual General Meeting and, being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS

3. APPOINTMENT OF MR. RAMESH CHAND BAFNA (DIN: 02483312) AS MANAGING DIRECTOR, INCLUDING CONTINUATION OF HIS EMPLOYMENT AFTER ATTAINING THE AGE OF SEVENTY YEARS, AND APPROVAL OF REMUNERATION

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Articles of Association and the Nomination and Remuneration Policy of the Company, and upon the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the Members be and is hereby accorded to the appointment of Mr. Ramesh Chand Bafna (DIN: 02483312) as Managing Director of the Company for a period of five consecutive years with effect from September 04, 2026 up to September 03, 2031 (both days inclusive), notwithstanding that he shall attain the age of seventy years on December 21, 2026 during the aforesaid tenure, upon the terms and conditions, including remuneration, set out in the Explanatory Statement annexed to this Notice, which shall be deemed to form part of this Resolution.

RESOLVED FURTHER THAT pursuant to Section 197 read with Section 198 and Schedule V to the Act and other applicable provisions, if any, approval of the Members be and is hereby accorded to payment of remuneration to Mr. Ramesh Chand Bafna for a period of three years from September 04, 2026 up to September 03, 2029 (both days inclusive), on the terms set out in the Explanatory Statement, subject to an overall ceiling of Rs. 84,00,000 per financial year, proportionately for any part of a financial year; and in the event of absence or inadequacy of profits in any financial year during the said period, the aforesaid remuneration be paid as minimum remuneration subject to the applicable provisions and conditions of Schedule V to the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board", which expression shall include any Committee duly authorised by the Board to exercise its powers), upon the recommendation of the Nomination and Remuneration Committee, be and is hereby authorised to revise the basic salary from time to time and to vary, alter or re-allocate the components of remuneration and to settle the other terms of appointment, provided that the overall ceiling of Rs, 84,00,000/- per financial year approved by the Members shall not be increased and that any variation requiring approval of the Members under the applicable law shall be placed before the Members.

RESOLVED FURTHER THAT the Board and the Company Secretary of the Company be and are hereby severally authorised to finalise and execute the agreement or letter of appointment, maintain the contract of service or written memorandum of its terms in accordance with Section 190 of the Act, make requisite statutory and stock-exchange filings and disclosures and do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this Resolution; and that, without prejudice to the foregoing, all acts, deeds, matters and things lawfully done, documents executed and the representations made by Mr. Ramesh Chand Bafna in relation to the management and affairs of the Company prior to September 04, 2026, to the extent capable of being approved, confirmed or ratified under applicable law, be and are hereby approved, confirmed and ratified. "

4. APPOINTMENT OF MR. KALPESH BAFNA (DIN: 01490521) AS WHOLE-TIME DIRECTOR AND APPROVAL OF REMUNERATION

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule V thereto and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the applicable provisions, if any, of the SEBI Listing Regulations, the Articles of Association and the Nomination and Remuneration Policy of the Company, and upon the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the Members be and is hereby accorded to the appointment of Mr. Kalpesh Bafna (DIN: 01490521) as Whole-Time Director of the Company for a period of five consecutive years with effect from September 04, 2026 up to September 03, 2031 (both days inclusive), upon the terms and conditions, including remuneration, set out in the Explanatory Statement annexed to this Notice, subject to the passing of the Ordinary Resolution at Item No. 2 for his re-appointment as a Director liable to retire by rotation and subject further to his continuing to hold office as a Director of the Company.

RESOLVED FURTHER THAT pursuant to Section 197 read with Section 198 and Schedule V to the Act and other applicable provisions, if any, approval of the Members be and is hereby accorded to payment of remuneration to Mr. Kalpesh Bafna for a period of three years from September 04, 2026 up to September 03, 2029 (both days inclusive), on the terms set out in the Explanatory Statement, subject to an overall ceiling of Rs. 84,00,000 per financial year, proportionately for any part of a financial year; and in the event of absence or inadequacy of profits in any financial year during the said period, the aforesaid remuneration be paid as minimum remuneration subject to the applicable provisions and conditions of Schedule V to the Act.

RESOLVED FURTHER THAT Mr. Kalpesh Bafna shall continue to be liable to retire by rotation as a Director in accordance with the Act and the Articles of Association of the Company; provided that his retirement by rotation and re-appointment as a Director at the same general meeting shall not, by itself, constitute a break in his approved tenure as Whole-Time Director.

RESOLVED FURTHER THAT the Board, upon the recommendation of the Nomination and Remuneration Committee, be and is hereby authorised to revise the basic salary from time to time and to vary, alter or reallocate the components of remuneration and to settle the other terms of appointment, provided that the overall ceiling of Rs. 84,00,000 per financial year approved by the Members shall not be increased and any variation requiring approval of the Members under applicable law shall be placed before the Members.

RESOLVED FURTHER THAT the Board and the Company Secretary of the Company be and are hereby severally authorised to finalise and execute the agreement or letter of appointment, maintain the contract of service or written memorandum of its terms in accordance with Section 190 of the Act, make requisite statutory and stock-exchange filings and disclosures and do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this Resolution; and that, without prejudice to the foregoing, all acts, deeds, matters and things lawfully done, documents executed and the representations made by Mr. Kalpesh Bafna in relation to the management and affairs of the Company prior to September 04, 2026, to the extent capable of being approved, confirmed or ratified under applicable law, be and are hereby approved, confirmed and ratified. ”

By Order of the Board of Directors
For MOUNT HOUSING AND INFRASTRUCTURE LIMITED

-Sd-
RAMESH CHAND BAFNA
MANAGING DIRECTOR
DIN: 02483312

Place: Coimbatore
Date: September 04, 2026

NOTES

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”), setting out all material facts relating to the Special Business at Item Nos. 3 and 4, together with the information required under Schedule V to the Act, Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings (“SS-2”), is annexed to and forms part of this Notice.

2. A Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. A proxy shall not have the right to speak at the Meeting and shall be entitled to vote only on a poll.

3. The instrument appointing a proxy, in order to be effective, must be duly completed, stamped and deposited at the Registered Office of the Company not less than forty-eight hours before the commencement of the AGM. A person may act as proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten per cent of the total share capital of the Company carrying voting rights. A Member holding more than ten per cent of the total share capital carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other Member.

4. Corporate/Institutional Members intending to authorise their representatives to attend and vote at the AGM pursuant to Section 113 of the Act are requested to send to the Company/Scrutinizer a certified copy of the Board Resolution or other authority authorising such representative.

5. Members/Proxies/Authorised Representatives are requested to bring the duly completed Attendance Slip and a valid proof of identity to the Meeting. Members holding shares in dematerialised form should mention their DP ID and Client ID and Members holding shares in physical form should mention their Folio Number.

6. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.

7. During the period beginning twenty-four hours before the time fixed for commencement of the AGM and ending with the conclusion of the AGM, a Member is entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided not less than three days’ notice in writing of the intention to inspect is given to the Company.

8. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which Directors are

interested maintained under Section 189 of the Act, and all documents referred to in this Notice and the Explanatory Statement will be available for inspection by Members at the Registered Office during business hours on all working days up to the date of the AGM and at the venue during the AGM.

9. Members seeking any information with regard to the financial statements or any matter to be placed at the AGM are requested to write to the Company Secretary at cs@mounthousing.com at least seven days before the AGM so as to enable the Company to keep the information ready.

10. SEBI has mandated that securities of listed companies shall be transferred only in dematerialised form, except in cases of transmission or transposition and such other cases as may be permitted. Members holding shares in physical form are therefore requested to consider dematerialising their holdings and may contact the Company or Cameo Corporate Services Limited, Registrar and Share Transfer Agent ("RTA"), for assistance.

11. Members holding shares in physical form are requested to keep their PAN, nomination, contact details, bank account details and specimen signature updated with the RTA in the manner prescribed by SEBI from time to time. Members holding shares in dematerialised form should update such particulars with their respective Depository Participants ("DPs").

12. The facility for nomination in respect of shares is available pursuant to Section 72 of the Act. Members are requested to register/update nomination with their DP in case of dematerialised holdings and with the RTA in case of physical holdings, in accordance with the applicable SEBI requirements.

13. Electronic copies of the Notice of the 31st AGM and the Annual Report for FY 2025-26 are being sent to Members whose e-mail addresses are registered with the Company/RTA/Depositories. In accordance with Regulation 36(1)(b) of the SEBI Listing Regulations, a letter containing the web-link, including the exact path where the complete Annual Report is available, will be sent to those Members who have not registered their e-mail addresses. A physical copy of the Annual Report will be sent to any Member who requests the same. The Notice and Annual Report will also be available on the Company's website, the website of BSE Limited and the website of CDSL.

14. The AGM will be held in physical mode and no facility for participation through Video Conferencing (VC) / Other Audio Visual Means (OAVM) is being provided. The Route Map to the venue of the AGM, together with a prominent landmark for easy location, is annexed to this Notice in accordance with Secretarial Standard-2 on General Meetings.

15. SEBI has opened a special window from February 05, 2026 to February 04, 2027 for eligible cases involving transfer deeds executed prior to April 01, 2019, including certain transfer requests that were earlier rejected, returned or remained unattended due to deficiencies, subject to the conditions prescribed by SEBI. Securities processed under the special window are required to be credited in dematerialised form. Eligible Members may contact the RTA for assistance.

16. Members are requested to quote their DP ID and Client ID / Folio Number, as applicable, in all correspondence with the Company or the RTA relating to their shareholding. Investor grievances may initially be raised with the Company or the RTA and, if not resolved satisfactorily, may be escalated through SEBI SCORES and, where applicable, the SMART ODR mechanism.

VOTING THROUGH ELECTRONIC MEANS

17. Pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of the SEBI Listing Regulations, Secretarial Standard-2 and the applicable SEBI e-voting framework as consolidated in the Master Circular for compliance with the SEBI Listing Regulations, last updated on January 30, 2026, the Company is providing to its Members the facility to exercise their right to vote on all resolutions set out in this Notice by remote e-voting through the electronic voting platform of Central Depository Services (India) Limited ("CDSL").

18. The remote e-voting period will commence on Saturday, September 26, 2026 at 9:00 A.M. (IST) and will end on Monday, September 28, 2026 at 5:00 P.M. (IST). Thereafter, the remote e-voting module shall be disabled by CDSL.

19. The cut-off date for determining the eligibility of Members to vote by remote e-voting or at the AGM is Tuesday, September 22, 2026. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to vote. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.

20. The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date. Once a vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently.

21. The facility for voting through ballot/polling paper shall also be made available at the AGM. Members attending the AGM who have not cast their vote through remote e-voting shall be able to exercise their voting rights at the Meeting. Members who have cast their vote by remote e-voting may attend the AGM but shall not be entitled to cast their vote again.

22. Any person who becomes a Member of the Company after dispatch of the Notice and holds shares as on the cut-off date may obtain the login credentials by following the process prescribed by CDSL or by contacting the Company/RTA/CDSL helpdesk.

23. The Board of Directors has appointed M/s. R G Jain & Associates, Chartered Accountants, as the Scrutinizer to scrutinise the remote e-voting and voting at the AGM in a fair and transparent manner. The Scrutinizer shall, after conclusion of voting at the AGM, first count the votes cast at the Meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and submit a consolidated

Scrutinizer's Report to the Chairman or a person authorised by him, not later than two working days from conclusion of the AGM.

24. The results, together with the Scrutinizer's Report, shall be declared in accordance with applicable law and placed on the website of the Company and CDSL and communicated to BSE Limited within the prescribed timeline under Regulation 44 of the SEBI Listing Regulations.

INSTRUCTIONS FOR REMOTE E-VOTING

In terms of the applicable SEBI e-voting framework, individual shareholders holding securities in dematerialised mode may vote through a single login credential by accessing their demat account/websites of the Depositories/Depository Participants. Members should ensure that their mobile number and e-mail ID are correctly updated in their demat account.

Category of Shareholder	Login method
Individual shareholders holding securities in demat mode with CDSL	Existing Easi/Easiest users may log in through CDSL Myeasi using existing credentials and select the e-voting option. Other users may register for Easi/Easiest or directly access the CDSL e-voting website, enter the Demat Account Number and PAN, authenticate through OTP sent to the registered mobile/e-mail, and select the e-voting link displayed against the Company.
Individual shareholders holding securities in demat mode with NSDL	Registered IDeAS users may access NSDL e-Services, log in as Beneficial Owner and select "Access to e-Voting". Other users may register for IDeAS or directly access the NSDL e-voting website and log in under the Shareholder/Member section using User ID, Password/OTP and verification code, and thereafter select the e-voting service provider/link displayed against the Company.
Individual shareholders logging through their Depository Participant	Members may log in to their demat account through their DP, select the e-voting option and, after successful authentication, proceed to the e-voting service provider/link displayed against the Company.
Non-individual shareholders and shareholders holding shares in physical form	Visit www.evotingindia.com, click on "Shareholders" and log in using the User ID applicable to the holding. Follow the on-screen instructions for PAN/sequence number and other authentication details. After successful login, select the EVSN/company name and cast the vote by choosing "YES" or "NO"/"Favour" or "Against", as applicable, and confirm the vote.

Helpdesk: For technical issues relating to CDSL login/e-voting, Members may write to helpdesk.evoting@cdslindia.com or contact the CDSL toll-free number displayed on its e-voting portal. For NSDL login issues, Members may write to evoting@nsdl.co.in or use the contact details displayed on the NSDL e-voting portal.

Non-individual shareholders and custodians are required to upload/send the relevant Board Resolution/Authority Letter/Power of Attorney together with attested specimen signature(s) of the authorised signatory(ies), as applicable, for verification by the Scrutinizer in accordance with the CDSL process.

Members whose e-mail address/mobile number is not registered should update the same with their DP in case of shares held in dematerialised form. Members holding shares in physical form should submit the prescribed KYC documents/details to the RTA in accordance with the applicable SEBI requirements.

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

ITEM NOS. 3 AND 4

The Board of Directors of the Company ("Board"), at its meeting held on September 04, 2026, on the recommendation of the Nomination and Remuneration Committee at its meeting held on September 03, 2026, approved the appointment of Mr. Ramesh Chand Bafna as Managing Director and Mr. Kalpesh Bafna as Whole-Time Director, each for a period of five consecutive years from September 04, 2026 to September 03, 2031 (both days inclusive), subject to approval of the Members. The remuneration of each appointee is proposed for the first three years of the respective tenure from September 04, 2026 to September 03, 2029 (both days inclusive).

The Company has received requisite consents, declarations and disclosures from the appointees, including declarations that they are not disqualified from being appointed as Directors under Section 164 of the Act. Based on the declarations and confirmations received, neither appointee is debarred from holding the office of Director by virtue of any order of SEBI or any other authority. The Board is also satisfied that the appointees fulfil the conditions prescribed in Part I of Schedule V to the Act.

The proposed remuneration may exceed the limits specified in Section 197(1) of the Act having regard to the net profits of the Company computed in accordance with Section 198. Approval of the Members is therefore sought by way of Special Resolution. In the event of absence or inadequacy of profits in any financial year during the approved remuneration period, the remuneration will be payable as minimum remuneration in accordance with Section 197 and Schedule V. In the case of Mr. Ramesh Chand Bafna, Special Resolution is additionally required under the proviso to Section 196(3)(a) as he will attain the age of seventy years during the proposed tenure.

A. MR. RAMESH CHAND BAFNA – MANAGING DIRECTOR

Mr. Ramesh Chand Bafna, aged 69 years, is a founding promoter of the Company and has been associated with the Company as a Director since its incorporation. He holds a Bachelor of Commerce degree and is a Post Graduate in Management from the Indian Institute of Management, Bangalore. He has more than three decades of experience in real estate, construction, infrastructure, building materials, strategic management and business development. His knowledge of the Company's projects, financing and lender relationships, regulatory environment and stakeholder expectations has contributed significantly to the management of the Company's business.

Mr. Ramesh Chand Bafna will attain the age of seventy years on December 21, 2026. Having regard to his long association with the Company, extensive industry experience, knowledge of the Company's business and ongoing projects, established relationships with lenders and other stakeholders, continued contribution and the need for continuity in executive leadership, the Board considers his appointment and continuation as Managing Director after attaining the age of seventy years to be in the best interests of the Company. The Board is satisfied that he possesses the requisite competence, capability and fitness to discharge the duties and responsibilities of the office. This is the justification for his continuation after attaining seventy years as required under the proviso to Section 196(3)(a) of the Act.

- **Tenure:** Five consecutive years from September 04, 2026 to September 03, 2031 (both days inclusive).
- **Duties and powers**: Overall charge of the management and operations of the Company, subject to the superintendence, control and direction of the Board, together with such powers and responsibilities as may be entrusted by the Board from time to time.
- **Whole-time attention**: He shall devote his whole-time attention and abilities to the business and affairs of the Company and faithfully and diligently perform the duties assigned to him.
- **Termination**: Either party may terminate the appointment by giving three months' written notice or salary in lieu thereof, subject to the Board's right to waive or reduce the notice period. The Company may terminate the appointment without notice for fraud, wilful misconduct, material breach, disqualification or any other ground recognised by law.
- **Sitting fees:** He shall not be entitled to sitting fees for attending meetings of the Board or any Committee thereof.

B. MR. KALPESH BAFNA – WHOLE-TIME DIRECTOR

Mr. Kalpesh Bafna, aged 46 years, has been associated with the Company as a Director since September 13, 1995. He holds a Bachelor of Commerce degree and a Post Graduate Diploma in Management Information Systems and has more than fifteen years of experience in the construction and real-estate industry. His experience in project execution, operations, business development and management systems, together with his knowledge of the Company's business, is considered suitable for the office of Whole-Time Director.

Mr. Kalpesh Bafna retires by rotation at the ensuing AGM and, being eligible, has offered himself for re-appointment. His re-appointment as a Director is accordingly placed before Members separately as Ordinary Business at Item No. 2. His appointment as Whole-Time Director is conditional upon passing of Item No. 2 and upon his continuing to hold office as a Director.

- **Tenure:** Five consecutive years from September 04, 2026 to September 03, 2031 (both days inclusive).
- **Duties and powers:** Executive responsibility for project execution, operations, business development and such other functions and responsibilities as may be entrusted by the Board from time to time, subject to the superintendence, control and direction of the Board.
- **Whole-time attention:** He shall devote his whole-time attention and abilities to the business and affairs of the Company and faithfully and diligently perform the duties assigned to him.
- **Retirement by rotation:** He shall continue to be liable to retire by rotation as a Director. His retirement by rotation and re-appointment at the same general meeting shall not, by itself, constitute a break in his approved tenure as Whole-Time Director.
- **Termination:** Either party may terminate the appointment by giving three months' written notice or salary in lieu thereof, subject to the Board's right to waive or reduce the notice period. The Company may terminate the appointment without notice for fraud, wilful misconduct, material breach, disqualification or any other ground recognised by law.
- **Sitting fees:** He shall not be entitled to sitting fees for attending meetings of the Board or any Committee thereof.

C. REMUNERATION TERMS APPLICABLE TO EACH APPOINTEE

The following remuneration shall be payable separately to Mr. Ramesh Chand Bafna and Mr. Kalpesh Bafna during the period from September 04, 2026 to September 03, 2029 (both days inclusive):

Component	Terms
Basic salary	Rs. 5,00,000 per month, subject to such revision as may be determined by the Board, subject to the recommendation of the Nomination and Remuneration Committee, from time to time, within the overall annual ceiling approved by the Members.
Medical reimbursement	Reimbursement of medical expenses incurred for self and family, subject to a ceiling of one month's basic salary in each year.
Leave travel allowance	Leave travel allowance for self and family once in each year, subject to a ceiling of one month's basic salary in each year.
Club fees	Fees of not more than two clubs, excluding admission and life-membership fees.
Personal accident insurance	Premium not exceeding Rs. 4,000 per year.
Car and telephone	Provision of a car for use on Company business and telephone at residence. Personal long-distance calls and use of car for private purposes shall be billed to the appointee. Official use shall not be treated as a perquisite to the extent permitted by law.

Component	Terms
Retirement benefits	Contribution to provident fund, superannuation fund or annuity fund to the extent not taxable under applicable law; gratuity at a rate not exceeding half a month's salary for each completed year of service; and encashment of leave at the end of tenure, subject to applicable law and Company rules.
Valuation of perquisites	Perquisites shall be valued in accordance with the applicable provisions of the Income-tax law and rules and, where no specific rule applies, at actual cost to the Company.
Overall ceiling	Aggregate salary, allowances and perquisites included for purposes of Schedule V shall not exceed Rs. 84,00,000 per appointee per financial year, proportionately for any part of a financial year.
Variation	The Board may, upon recommendation of the Nomination and Remuneration Committee revise the Basic Salary, initially fixed at Rs. 5,00,000/- per month, and vary, alter or reallocate the individual components of remuneration from time to time, provided that the overall annual ceiling approved by the Members is not exceeded. No further approval of the Members shall be required for any such revision, variation, alteration or reallocation unless otherwise required under applicable law.
Minimum remuneration	In the event of absence or inadequacy of profits in any financial year during the approved period, the aforesaid remuneration may be paid as minimum remuneration, subject to Section 197 and Schedule V to the Act.

A copy of the agreement/letter of appointment proposed to be entered into with each appointee, or a written memorandum setting out its terms, will be maintained at the Registered Office in accordance with Section 190 of the Act and will be available for inspection by Members in the manner stated in the Notes.

STATEMENT CONTAINING INFORMATION REQUIRED UNDER SCHEDULE V TO THE COMPANIES ACT, 2013

I. GENERAL INFORMATION

Particulars	Information
Nature of industry	Real-estate development, housing, construction and infrastructure activities.
Date or expected date of commencement of commercial production	The Company was incorporated in 1995 and is an existing operating company. Accordingly, this requirement is not applicable.
Foreign investments or collaborations	Nil / No foreign investment or foreign collaboration.
Default in payment of dues	Based on the information placed before the Board, the Company has not committed any default in payment of dues to any bank or public financial institution, non-convertible debenture holders or any other secured creditor.

Financial performance based on the audited financial statements:

Financial Year	Revenue from operations (Rs. in lakh)	Profit/(Loss) before tax (Rs. in lakh)	Profit/(Loss) after tax (Rs. in lakh)
2023-24	201.62	9.44	8.07
2024-25	Nil	(84.64)	(85.92)
2025-26	1,436.33	20.03	19.39

II. INFORMATION ABOUT THE APPOINTEES

Particulars	Mr. Ramesh Chand Bafna	Mr. Kalpesh Bafna
Background details	B.Com.; Post Graduate in Management, IIM Bangalore; founding promoter with more than three decades of experience in real estate, infrastructure, building materials and business management.	B.Com.; Post Graduate Diploma in Management Information Systems; more than fifteen years of experience in construction, real estate, project execution, operations and business development.
Past remuneration	FY 2024-25: Rs. 12,00,000; FY 2025-26: Nil paid.	FY 2024-25: Rs. 6,00,000; FY 2025-26: Nil paid.
Recognition or awards	Former President, CREDAI Tamil Nadu and CREDAI Coimbatore, with leadership roles in professional, educational and social organisations.	President-elect of CREDAI Coimbatore and actively associated with the real-estate industry.
Job profile and suitability	Overall management, strategic direction, project and financing oversight, stakeholder relationships and business development. His long association and sector experience are considered well suited to the role.	Project execution, operations, business development and such other responsibilities as may be assigned by the Board. His industry experience and knowledge of the Company's business are considered well suited to the role.
Remuneration proposed	As stated under "Remuneration Terms Applicable to Each Appointee", subject to the annual ceiling specified therein.	As stated under "Remuneration Terms Applicable to Each Appointee", subject to the annual ceiling specified therein.

Particulars	Mr. Ramesh Chand Bafna	Mr. Kalpesh Bafna
Comparative remuneration profile	Having regard to the size of the Company, responsibilities of the office, experience of the appointee and remuneration prevailing for comparable executive positions, the proposed remuneration is considered reasonable and commensurate.	Having regard to the size of the Company, responsibilities of the office, experience of the appointee and remuneration prevailing for comparable executive positions, the proposed remuneration is considered reasonable and commensurate.
Pecuniary relationship	Promoter holding 18,08,500 equity shares (59.71%) as at June 30, 2026; unsecured loan to the Company of approximately Rs. 114.01 lakh; and rent of approximately Rs. 1.50 lakh per month payable by the Company, apart from proposed remuneration and transactions disclosed in accordance with law.	Promoter holding 2,90,000 equity shares (9.58%) as at June 30, 2026; unsecured loan to the Company of approximately Rs. 24.05 lakh; and rent of approximately Rs. 1.50 lakh per month payable by the Company, apart from proposed remuneration and transactions disclosed in accordance with law.

III. OTHER INFORMATION

Particulars	Information
Reasons for loss or inadequate profits	The Company's revenue and profitability are linked to the timing of completion, recognition and sale of real-estate projects. Project execution cycles, finance costs and operating expenses may result in profits computed under Section 198 being inadequate for payment of the proposed managerial remuneration in a particular financial year.
Steps taken or proposed to be taken for improvement	The Company is focusing on timely execution and monetisation of projects, disciplined cost and working-capital management, strengthening sales and collections and evaluating appropriate development opportunities.
Expected increase in productivity and profits in measurable terms	Considering the project-based nature of the real-estate business, timing of approvals, construction progress and revenue recognition, the expected increase in productivity and profits cannot presently be quantified with reasonable certainty. The Board expects the proposed project launches, execution and monetisation initiatives to improve revenue and profitability over the ensuing financial years.

IV. DISCLOSURES

- The remuneration package and material terms of the respective appointments are set out in this Explanatory Statement.
- The disclosures relating to remuneration, service contracts, notice period and other particulars will be made in the Board's Report and other statutory/listing disclosures to the extent applicable.
- The remuneration payable to each appointee shall remain subject to Section 197 and Schedule V to the Act and the annual ceiling approved by Members.

Mr. Ramesh Chand Bafna and Mr. Kalpesh Bafna are concerned or interested, financially or otherwise, in the resolutions relating to their respective appointments and remuneration. Being father and son, each may also be deemed concerned or interested in the resolution relating to the other. Mrs. Poonam Bafna, Chief Financial Officer, being the daughter-in-law of Mr. Ramesh Chand Bafna and wife of Mr. Kalpesh Bafna, is also concerned or interested. Their respective relatives may be deemed concerned or interested to the extent of their shareholding, if any, in the Company. Save and except the above, none of the other Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolutions.

The Board considers the proposed appointments and remuneration to be in the best interests of the Company and accordingly recommends the Special Resolutions at Item Nos. 3 and 4 for approval of the Members.

ANNEXURE TO THE NOTICE

Details of Directors seeking appointment/re-appointment pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings:

Particulars	Mr. Ramesh Chand Bafna	Mr. Kalpesh Bafna
DIN	02483312	01490521
Date of Birth / Age	December 21, 1956 / 69 years	April 19, 1980 / 46 years
Date of first appointment on the Board	September 13, 1995	September 13, 1995
Qualifications	B.Com.; Post Graduate in Management, IIM Bangalore	B.Com.; Post Graduate Diploma in Management Information Systems
Experience and expertise	More than three decades of experience in real estate, infrastructure, building materials, strategic management, financing and stakeholder relationships.	More than fifteen years of experience in construction, real estate, project execution, operations, business development and management systems.
Terms and conditions of appointment/re-appointment	Managing Director for five years from September 04, 2026 to September 03, 2031; remuneration proposed for three years from September 04, 2026 to September 03, 2029.	Re-appointment as Director liable to retire by rotation; Whole-Time Director for five years from September 04, 2026 to September 03, 2031; remuneration proposed for three years from September 04, 2026 to September 03, 2029.
Remuneration proposed	Basic salary of Rs. 5,00,000 per month, subject to revision by the Board from time to time, together with approved perquisites and benefits, within an annual ceiling of Rs. 84,00,000.	Basic salary of Rs. 5,00,000 per month, subject to revision by the Board from time to time, together with approved perquisites and benefits, within an annual ceiling of Rs. 84,00,000.
Remuneration last drawn	FY 2024-25: Rs. 12,00,000; FY 2025-26: Nil paid.	FY 2024-25: Rs. 6,00,000; FY 2025-26: Nil paid.
Shareholding in the Company	18,08,500 equity shares (59.71%) as at June 30, 2026	2,90,000 equity shares (9.58%) as at June 30, 2026
Relationship with other Directors/KMP	Father of Mr. Kalpesh Bafna and father-in-law of Mrs. Poonam Bafna, Chief Financial Officer.	Son of Mr. Ramesh Chand Bafna and spouse of Mrs. Poonam Bafna, Chief Financial Officer.
Directorships in other companies	JITO Coimbatore Chapter Foundation	Nil
Directorships in other listed entities and category	Nil	Nil
Listed entities from which resigned during preceding three years	Nil	Nil
Membership/Chairmanship of Committees of other Boards	Nil	Nil
Number of Board Meetings attended during FY 2025-26	7/7	7/7

ATTENDANCE SLIP

31st Annual General Meeting - September 29, 2026

31st ANNUAL GENERAL MEETING

TUESDAY, SEPTEMBER 29, 2026

11:00 A.M.

I/We hereby record my/our presence at the 31st Annual General Meeting of the Members of Mount Housing and Infrastructure Limited held on Tuesday, September 29, 2026 at 11:00 A.M. at the Registered Office of the Company at No. 1175, Sungam Circle, Trichy Road, Ramanathapuram, Coimbatore – 641045, Tamil Nadu, India.

Folio No. / DP ID & Client ID	
Name of Member / Proxy	
No. of shares held	

Signature of the Shareholder / Proxy: ______________________________

Note: Please fill in this Attendance Slip and hand it over at the entrance of the Meeting hall.

FORM NO. MGT-11 – PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of Member(s)	
Registered Address	
E-mail ID	
Folio No. / DP ID & Client ID	

I/We, being the Member(s) of __________________ equity shares of Mount Housing and Infrastructure Limited, hereby appoint:

1. Name: ______________________________

Address: ____

E-mail ID: ___________________________ Signature: _________________________,

or failing him/her

2. Name: ______________________________

Address: ____

E-mail ID: ___________________________ Signature: _________________________,

or failing him/her

3. Name: ______________________________

Address: ____

E-mail ID: ___________________________ Signature: _________________________,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 31st Annual General Meeting of the Company to be held on Tuesday, September 29, 2026 at 11:00 A.M. at the

Registered Office of the Company and at any adjournment thereof in respect of the resolutions indicated below:

ITEM NO.	RESOLUTION	FOR	AGAINST
ORDINARY BUSINESS			
1	Adoption of Audited Standalone Financial Statements for FY ended March 31, 2026 and reports thereon		
2	Re-appointment of Mr. Kalpesh Bafna (DIN: 01490521), Director retiring by rotation		
SPECIAL BUSINESS			
3	Appointment of Mr. Ramesh Chand Bafna (DIN: 02483312) as Managing Director, including continuation after attaining age seventy, and approval of remuneration – Special Resolution		
4	Appointment of Mr. Kalpesh Bafna (DIN: 01490521) as Whole-Time Director and approval of remuneration – Special Resolution		

Signed this ______ day of ___________________ 2026

Signature of Shareholder: ______________________________ Affix Re. 1/- Revenue Stamp

Signature of Proxy holder(s): ___________________________

Note: This Proxy Form, in order to be effective, should be duly completed, stamped, signed and deposited at the Registered Office of the Company not less than 48 hours before commencement of the AGM. A proxy need not be a Member of the Company.

ROUTE MAP TO AGM VENUE