

POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

Dear Members,

Notice is hereby given that pursuant to the provisions of Section 110 and 108 and other applicable provisions, if any, of the Companies Act, 2013 (**the “Act”**), read together with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) (**“Rules”**), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the **“SEBI Listing Regulations”**), General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 3/2022 dated May 05, 2022, 11/2022 dated December 28, 2022, 9/2023 dated September 25, 2023, 9/2024 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs, Government of India (‘MCA Circulars’), and Circular Nos. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by the Securities and Exchange Board of India (‘SEBI ’) read together with previous circulars issued by SEBI in this regard (‘SEBI Circulars’), Secretarial Standard on General Meetings (‘SS- 2’) issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the resolution set out below are proposed to be passed by the Members of **Shradha Realty Limited** (Formerly Known as *Shradha Infraprojects Limited*) (‘SHRADHA’ or the ‘Company’) by means of Postal Ballot, only by way of remote e-voting (‘e-voting’) process.

The proposed resolution and the Explanatory Statement pursuant to Section 102(1), 110 of the Act and any other applicable provisions of the Act, read with Rules framed thereunder, setting out the material facts and reasons thereof concerning the resolution mentioned in this Postal Ballot Notice (‘**Notice**’) are annexed hereto.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e. by casting votes electronically instead of submitting postal ballot forms. The Company has engaged the Central Depository Services (India) Limited (CDSIL) for facilitating e-voting.

Accordingly, the Postal Ballot Notice and instructions for e-voting are being sent only through electronic mode to those Members whose email address is registered with the Company / depository participant(s) / RTA. The detailed procedure with respect to e-voting is mentioned in this Notice. The Board of Directors of the Company has appointed CS Riddhita Agrawal Company Secretaries as the Scrutiniser for conducting the postal ballot (e-voting process) in a fair and transparent manner. Members desiring to exercise their votes are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice.

The remote e-voting facility will be available during the following period:

Cut-off date for eligibility to vote	Friday, 13th February 2026
Commencement of remote e-voting period	9.00 a.m. IST on Thursday, 19th February 2026
Conclusion of remote e-voting period	5.00 p.m. IST on Friday 20th March 2026

SHRADHA REALTY LIMITED

(Formerly Known as Shradha Infraprojects Limited)

CIN : L45200MH1997PLC110971

Registered Office : Shradha House, Near Shri Mohini Complex, Kingsway, Block No. SI-4, Sixth Floor, Kasturchand Park, Nagpur – 440001, Maharashtra, India

E : investorinfo@shradhainfra.in | **Phone No.** : 0712-6617181 | **Website** : www.shradhainfra.in

The e-voting facility will be disabled by CDSL immediately after 5.00 p.m on Friday 20th March 2026, and will be disallowed thereafter.

The Scrutiniser will submit his report to the Chairman of the Company (“the **Chairman**”) or any other person authorized by the Chairman, and the result will be announced on Monday March 23rd, 2026. The results of the Postal Ballot along with the Scrutiniser's Report will be placed on the website of the Company: www.shradhainfra.in and on the website of CDSL at: www.evotingindia.com. The result will be simultaneously communicated to the Stock Exchanges.

SPECIAL BUSINESSES:

1. Approval for related party transactions between the Company and its Wholly Owned Subsidiary Company i.e. Suntech Infra Estate Nagpur Private Limited.

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Regulation 2(1)(zc) read with Regulation 23(1) and Regulation 23(4) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“Listing Regulations”), the applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Company’s Policy on Related Party Transactions, and **in supersession of the earlier approval of the Members accorded at the Extra-Ordinary General Meeting of the Company held on 27th September, 2025 approving a limit of Rs. 10,000 lakhs, and on the basis of the prior approval of the Audit Committee and the recommendation of the Board of Directors of the Company,** the consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee thereof) to enter into and/or continue related party transaction(s), contract(s), arrangement(s) and/or agreement(s), as defined under Regulation 2(1)(zc) of the Listing Regulations, with **Suntech Infraestate Nagpur Private Limited, a Wholly Owned Subsidiary of the Company** and a related party, for **granting and/or continuing of loan(s) up to an aggregate outstanding limit of Rs. 15,000 lakhs (Rs. 150 Crore), during a period of three (3) financial years up to FY 2027-28,** including future transaction(s), on such terms and conditions as may be mutually agreed between the parties and on an arm’s length basis.”

“RESOLVED FURTHER THAT the material terms and conditions of the aforesaid related party transaction(s), including the revised aggregate monetary limit and validity period, are more particularly set out in **Table A-1 forming part of the Explanatory Statement** annexed to this resolution, and the same be and are hereby approved.”

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“**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such documents, instruments and writings as may be necessary, expedient or desirable to give effect to this resolution, including but not limited to negotiating, finalising and executing the requisite agreements and related documents, without further reference to the Members of the Company.”

“**RESOLVED FURTHER THAT** all actions taken by the Board in connection with any matter referred to or contemplated in any of the foregoing resolution are hereby approved ratified and confirmed in all respect.”

“**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorised to **delegate all or any of the powers** conferred upon it by or under this resolution to any Committee of Directors or to any Director or officer of the Company, as it may deem fit, for the purpose of giving effect to this resolution.”

REGISTERED OFFICE:

Shradha House, Near Shri Mohini complex
Kingsway, Block No. SI-4, Sixth Floor,
Kasturchand Park, Nagpur 440001,
Maharashtra, India.

CIN: L45200MH1997PLC110971

E-mail: investorinfo@shradhainfra.in

Website: www.shradhainfra.in

Contact: 0712-6617181

Date: 13th February, 2026

By order of the Board of Directors

Shradha Realty Limited

*(Formerly known as
Shradha Infraprojects Limited)*

Sd/-

Shrikant Huddar

Company Secretary & Compliance Officer

Membership No: A38910

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NOTES:

1. The Explanatory Statement pursuant to Section 102 and other applicable provisions of the Companies Act, 2013, Secretarial Standard - 2 on General Meetings issued by The Institute of Company Secretaries of India and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, pertaining to the resolutions setting out the material facts and the reasons thereof is annexed hereto along with the notice of the postal ballot for the consideration of the Member.
2. The Company has changed its name from *Shradha Infracore Limited* to *Shradha Realty Limited* pursuant to approval granted by the Registrar of Companies. However, the name change is currently in the process of being updated with the depositories (NSDL/CDSL) and the Registrar & Share Transfer Agent (RTA). Accordingly, for the purposes of e-voting, EVSN display and depository-related processes, the name *Shradha Infracore Limited* may continue to appear in certain systems. Members are requested to note that *Shradha Infracore Limited* and *Shradha Realty Limited* refer to the same legal entity.
3. 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 National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as on Friday the 13th day of February 2026 (cut-off date) and the voting rights shall also be reckoned on the paid-up value of shares registered in the name of the Member(s) as on the said cut-off date.
4. In accordance with the MCA Circulars, SEBI Circulars and the SEBI Listing Regulations, the Postal Ballot Notice is being sent only by email to those members who have registered their email address with their Depository Participant(s) (“DPs”) or with RTA and whose names appear in the Register of Members/ List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited (“NSDL”) / Central Depository Services (India) Limited (“CDSL”) as on Friday, the 13th day of February 2026 (“Cut-off Date”) in accordance with the provisions of the Companies Act, 2013, read with Rules made thereunder and MCA Circulars. In accordance with the aforesaid MCA Circulars, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope will not be sent to the members for this Postal Ballot. The communication of the assent or dissent of the members would take place through the process of remote e-voting only. A person who is not a member as on the Cut-Off Date or who becomes a member of the Company after the Cut-Off Date should treat this Notice for information purposes only.
5. The voting rights of the members shall be in proportion to their share of the paid-up equity share capital of the Company as on the **cut-off date i.e. Friday, the 13th day of February 2026.**
6. A member cannot exercise his / her vote through proxy on postal ballot. However, entitled to vote through their authorised representatives. Corporate and institutional members (are required to send scanned certified true copy (PDF Format) of the board resolution / authority letter, power of attorney together with attested specimen signature(s) of the duly authorised representative(s), to the Company by e-mail at investorinfo@shradhainfra.in.

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7. Once the vote is cast, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.
8. All the document/s referred to in the accompanying Postal Ballot Notice and Explanatory Statement thereto will be available for inspection electronically by the members without any fee from the date of circulation of this notice to the date of Postal Ballot. Members seeking to inspect such documents can send an email to investorinfo@shradhainfra.in.
9. Pursuant to the provisions of Section 108 and 110 and other applicable provisions of the Companies Act, 2013, of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, Company is pleased to offer remote e- voting facility to all the members of the Company. The Company has engaged the services of Central Depository Services (India) Limited (“CDSL”) to provide remote e- voting facility. **The remote e-voting period commences on 9.00 a.m. IST on Thursday 19th February 2026 [09:00 Hours] and ends on 5.00 p.m. IST on Friday 20th March 2026 [17:00 Hours]**. The remote e-voting shall be disabled thereafter.
10. The proposed resolution, if approved, by requisite majority, shall be deemed to have been passed on the date of declaration of e-voting results , which would be Monday March, 23, 2026.

The resolution passed by the Members through Postal Ballot are deemed to have been passed as if the same have been passed at a general meeting of the Members.

11. The Notice of Postal Ballot is also placed on the website of the Company i.e. investorinfo@shradhainfra.in, websites of the stock exchanges where the equity shares of the Company are listed, i.e. National Stock Exchange of India Limited at www.nseindia.com, and the website of CDSL i.e., www.evotingindia.com. In view of the MCA Circulars physical copies of the Notice, postal ballot forms and pre-paid Business Reply Envelopes are not being sent to Members for this Postal Ballot. Members are requested to provide their assent or dissent through e-voting only.
12. **General information and instructions relating to e-voting:**
In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting Facility provided by Listed Entities, and any other applicable provisions as amended, the Company is pleased to offer the facility of voting through electronic means and the businesses set out in the Notice above may be transacted through such electronic voting. The facility of casting the votes by the Members using an electronic voting system is provided by Central Depository Services (India) Limited (CDSIL).

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VOTING THROUGH ELECTRONIC MEANS

13. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), read with MCA Circulars and SEBI Circular, Company is providing facility of remote e-voting to its Members to cast their vote electronically, through the E-voting services provided by CDSL on all the resolutions set forth in this Postal Notice. The facility of casting votes by a member using remote e-voting system will be provided by CDSL.
14. The Board of Directors has appointed CS Ridhita Agrawal (ICSI Membership No. F-10054, COP: 12917), Mumbai, as the Scrutiniser for conducting the postal ballot through e-voting process in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose. The Scrutiniser's decision on the validity of the votes cast in the Postal Ballot shall be final.
15. Members holding shares in physical form are requested to access the remote e-voting facility provided by the Company through CDSL e-voting system at www.cdslindia.com. Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice. Further members can also use the OTP based login for logging into the e-Voting system of CDSL.
16. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, 13th day of February 2026.
17. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Postal Ballot Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request a evoting@cdslindia.com. However, if he/she is already registered with CDSL for remote E-voting then he/she can use his/her existing User ID and password for casting the vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evotingindia.com.
18. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the E-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evotingindia.com to reset the password.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

19. The remote e-voting period begins on 9.00 a.m. IST on Thursday, 19th February 2026 [09:00 Hours] and ends on 5.00 p.m. IST on Friday 20th March 2026 [17:00 Hours]. The remote e-voting module shall be disabled by CDSL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. on Friday, 13th day of February 2026, may cast their vote electronically.

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20. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, 13th day of February 2026.
21. *The details of the process and manner for remote E-voting using CDSL e-Voting system are explained herein below:*

Login method for e-Voting and for Individual shareholders holding securities in demat mode securities in demat mode.

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

Step 1: Access to CDSL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<p>1) Users of who have opted for CDSL’s 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 URLs for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on Login icon and select New System Myeasi.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting Menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-Voting service provider i.e. CDSL/ NSDL/ BIG SHARE/KARVY/ LINK INTIME as per information provided by Issuer / Company. Additionally, we are providing links to e-Voting Service Providers, so that the user can visit the e-Voting service providers’ site directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration.</p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in 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 provided links for the respective ESP where the e-Voting is in progress during or before the EOGM.</p>

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<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>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.nsd.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 or joining virtual meeting & voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectRgjsp.</p>
	<p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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 or joining virtual meeting & voting during the meeting.</p> <p>4) Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p>

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<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>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's website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
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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.

HELPSDESK FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE FOR ANY TECHNICAL ISSUES REALTING TO LOGIN THROUGH DEPOSITORIES i.e. NSDL AND CDSL

Login type	Contact Details /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 022-23058738 and 22-23058542-43.
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 helpdesk evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(i). Login method for e-Voting for shareholders other than individual shareholders holding shares in physical 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.

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- 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	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>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.</p>
Dividend Bank Details OR Date of Birth (DOB)	<p>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.</p> <p>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.</p>

- (ii). After entering these details appropriately, click on “SUBMIT” tab.
- (iii). 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.
- (iv). For shareholders holding shares in physical form, the details can be used only for e- voting on the resolutions contained in this Notice.
- (v). Click on the EVSN of the Company- SHRADHA INFRAPROJECTS LIMITED on which you choose to vote.
- (vi). 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.

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- (vii). Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (viii). 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.
- (ix). Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (x). You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xi). 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.
- (xii). Shareholders can also cast their vote using CDSL's mobile app m-Voting. The m- Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xiii).** *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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the Scrutiniser to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutiniser and to the Company at the email address viz; investorinfo@shradhainfra.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the Scrutiniser to verify the same.

SHRADHA REALTY LIMITED

(Formerly Known as Shradha Infraprojects Limited)

CIN : L45200MH1997PLC110971

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E : investorinfo@shradhainfra.in | **Phone No. :** 0712-6617181 | **Website :** www.shradhainfra.in

GENERAL GUIDELINES FOR SHAREHOLDERS:

- Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter and ID proof of the person who is authorised to vote to the Scrutiniser by e-mail to csriddhita@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

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

- **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 investorinfo@shradhainfra.in / investor@bigshareonline.com.
- **FOR DEMAT SHAREHOLDERS -**, Please update your email id & mobile no. with your respective Depository Participant (DP)
- **FOR INDIVIDUAL DEMAT SHAREHOLDERS –**

Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting through Depository.

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

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

OTHER INSTRUCTIONS:

23. The Board of Directors has appointed CS Riddhita Agrawal, Company Secretary in Practice (ICSI Membership No. FCS 10054 and Certificate of Practice No. 12917 & Peer Review Certificate No. 1838/2022) Mumbai as Scrutiniser for conducting the postal ballot / e-voting process in a fair and transparent manner. The Scrutiniser will prepare a Scrutiniser's Report of the total votes cast in favour or against, if any. The Scrutiniser will submit his final Consolidated Report to the Chairman of the Company or any Person authorized by him in writing on Monday March 23rd,2026 and declare the result of the voting forthwith.

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24. The Scrutiniser will be submitting his report to the Company after the completion of the scrutiny and the results of the e-voting by Postal Ballot. The results of the Postal Ballot will be announced by the Chairman and Managing Director or in his absence, any other person authorised by him, on Monday March 23rd, 2026 at 5.30 p.m. at the Registered Office of the Company at Shradha House, Near Shri Mohini Complex, Kingsway, Block No. SI-4, Sixth Floor, Kasturchand Park, Nagpur – 440001, Maharashtra, India. The results of the Postal Ballot will be displayed at the Registered Office of the Company and also posted on the Company's website www.shradhainfra.in & CDSL e-voting website www.evotingindia.com besides being communicated to the National Stock Exchange of India Limited where the Company's shares are listed.
25. The result of the Postal Ballot along with Scrutiniser's Consolidated Report will be posted or uploaded on the Company's Website www.shradhainfra.in and on the Website of CDSL namely www.evotingindia.com and also, will be communicated to the National Stock Exchange of India Limited namely NSE, where the Equity Shares of the Company are listed.
26. CS Shrikant Huddar (ICSI Membership No. A38910) Company Secretary of the Company, shall be responsible for addressing all the grievances in relation to this Postal Ballot including e-voting.

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EXPLANATORY STATEMENT

Explanatory Statement Pursuant To Section 102(1) of the Companies Act, 2013 and Additional Information as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Circulars issued thereunder:

For Item Nos. 1:

Approval for related party transactions between the Company and its Wholly Owned Subsidiary Company i.e. Suntech Infra Estate Nagpur Private Limited.

The Members of the Company had earlier, at the Extra-Ordinary General Meeting held on 27th September, 2025, approved related party transactions with Suntech Infraestate Nagpur Private Limited for granting of loan(s) up to an aggregate limit of Rs. 10,000 lakhs (Rs.100 Crore).

In view of the increased scale of development activities, higher working capital requirements and the projected funding needs of the ongoing commercial real estate project undertaken by the wholly owned subsidiary, the management has reassessed the funding requirement and is of the view that the existing approved limit may be inadequate.

Accordingly, the Board of Directors, on the recommendation of the Audit Committee, proposes to seek approval of the Members for enhancement of the aggregate monetary limit from Rs. 10,000 lakhs (Rs.100 Crore) to Rs.15,000 lakhs (Rs.150 Crore).

The proposed enhancement is only with respect to the quantum of the transaction and does not change the nature, pricing methodology or arm's length character of the transaction. The Board is of the opinion that the proposed transaction is in the best interest of the Company and its stakeholders.

In accordance with Regulation 23 of the Listing Regulations, approval of the members is sought for related party transactions which in a financial year, exceed the lower of (i) Rs. 1,000 crore; and (ii) 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company. The approval of the members pursuant to Resolution No. 1 to 6 is being sought for the related party transactions / contracts / agreements / arrangements set out in Table below.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/ CFD/PoD2/CIR/P/0155 dated November 11, 2024 and SEBI Master Circular as amended from time to time ("SEBI Master Circular") are set forth below:

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Table No. A-1: Transactions between the Company and its wholly owned Subsidiary i.e. Suntech Infraestate Nagpur Private Limited:

Sr. No.	Particulars	Details
1	a. Name of the related party and its relationship with the listed entity or its subsidiary, including nature of concern or interest (financial or otherwise)	Name of the Related Party: Suntech Infraestate Nagpur Private Limited (SINPL) Relationship: SINPL is a Wholly Owned Subsidiary of the Company.
	b. Name of Director(s) or Key Managerial Personnel who is related, if any	Mr. Shreyas Raison – Director on the Board of both Shradha Realty Limited (Formerly known as Shradha Infraprojects Limited) and Suntech Infraestate Nagpur Private Limited. Mr. Shrikant Sharad Huddar – Company Secretary (Key Managerial Personnel) of both Shradha Realty Limited (Formerly known as Shradha Infraprojects Limited) and Suntech Infraestate Nagpur Private Limited.
	c. Type, tenure, material terms and particulars	Nature of Transaction: Granting and/or continuing of Loan(s) to the Related Party. Tenure: Loan(s) shall be repayable on demand and shall have a tenure of less than one year, subject to renewal from time to time. Material Terms: Loan(s) shall be provided in one or more tranches for an aggregate principal amount not exceeding Rs. 15,000 lakhs outstanding at any point of time . The rate of interest shall be at arm’s length and in compliance with Section 186 of the Companies Act, 2013 .
	d. Value of the transaction	Rs. 15,000 lakhs (Rs.150 Crore)
	e. Percentage of annual consolidated turnover of the Company considering FY 2024-25 as the immediately preceding financial year	93.82% of the annual consolidated turnover of the Company for FY 2024-25.

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2	<p>Details of the transaction relating to loans, inter-corporate deposits, advances or investments</p> <p>(i) Source of funds</p> <p>(ii) Where any financial indebtedness is incurred</p> <p>(iii) Applicable terms including covenants, tenure, interest rate, repayment schedule, security</p> <p>(iv) Purpose of utilisation by the ultimate beneficiary</p>	<p>The Company shall extend the loan(s) from its internal accruals.</p> <p>Not Applicable – no external borrowings shall be incurred for the proposed transaction.</p> <p>Loan(s) aggregating up to Rs. 15,000 lakhs shall be provided in multiple tranches over a period of three (3) financial years up to FY 2027-28. The loan(s) shall be unsecured. Interest rates shall be commensurate with prevailing market conditions and in compliance with the Companies Act, 2013.</p> <p>For funding the ongoing project of construction of a commercial complex comprising offices and shops at Nagpur, Maharashtra.</p>
3	<p>Justification and need for enhancement of limit</p>	<p>The Members of the Company had earlier approved, at the Extra-Ordinary General Meeting held on 27th September, 2025, related party transactions with SINPL for granting of loan(s) up to an aggregate limit of Rs. 10,000 lakhs (Rs.100 Crore). Based on the revised funding requirements, increased scale of development activities and working capital needs of the ongoing project, the management has assessed that the existing approved limit may be insufficient. Accordingly, the present proposal seeks approval of the Members for enhancement of the aggregate limit from Rs.10,000 lakhs (Rs.100 Crore) to Rs.15,000 lakhs (Rs.150 Crore) to ensure uninterrupted project execution. The proposed enhancement does not alter the nature of the transaction and is only in respect of the aggregate monetary limit.</p>

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4	Valuation or other external report relied upon	The Audit Committee has reviewed and approved the transaction and is of the opinion that the same is on an arm's length basis . No external valuation or third-party report has been obtained.
5	Percentage of counterparty's annual consolidated turnover represented by the proposed RPT	Nil , as SINPL had no turnover from operations during FY 2024-25.
6	Any other relevant information	All material information forms part of this Statement pursuant to Section 102(1) of the Companies Act, 2013 and Regulation 23 of the SEBI (LODR) Regulations, 2015 .

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the said transactions.

Pursuant to Regulation 23 of the Listing Regulations, members may also note that no related party of the Company shall vote to approve the Ordinary Resolutions set out at Item Nos. 1 whether the entity is a related party to the particular transaction or not.

The Board of Directors commends the Ordinary Resolutions set out at Item Nos. 1 of this Notice for approval by the members.

REGISTERED OFFICE:

Shradha House, Near Shri Mohini complex
Kingsway, Block No. SI-4, Sixth Floor,
Kasturchand Park, Nagpur 440001,
Maharashtra, India.

CIN: L45200MH1997PLC110971

E-mail: investorinfo@shradhainfra.in

Website: www.shradhainfra.in

Contact: 0712-6617181

Date: 13th February, 2026

By order of the Board of Directors

Shradha Realty Limited

*(Formerly known
as Shradha Infraprojects Limited)*

Sd/-

Shrikant Huddar

Company Secretary & Compliance Officer

Membership No: A38910

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