



REPORT OF SCRUTINIZER

[Remote e - Voting]

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (ix) of the Companies (Management and Administration) Amendment Rules, 2015]

To,

The Chairman,

SHRADHA REALTY LIMITED

(Formerly Known as Shradha Infraprojects Limited)

Shradha House, Near Shri Mohini Complex, Kingsway,

Block No SI-4, Sixth Floor, Kasturchand Park, Nagpur - 440001, Maharashtra, India.

Dear Sir,

I, CS Riddhita Agrawal, Company Secretary in Practice, Mumbai (Membership No. FCS 10054, Certificate of Practice No. 12917 & Peer Review Certificate No. 1838/2022) as ("the Scrutinizer"), have been appointed as a Scrutinizer by the Board of Directors of Shradha Realty Limited (*Formerly Known as Shradha Infraprojects Limited*) ("the Company") in their meeting held on 13th February, 2026, for the purpose of scrutinizing the remote e-voting under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015, in a fair and transparent manner and ascertaining the requisite majority by remote e-voting as per the provisions of the Companies Act, 2013 and rules made there under (including any amendment thereto for the time being in force) and as per the provisions of Secretarial Standard-2 (SS-2) on "General Meetings", issued by the Institute of Company Secretaries of India (ICSI) pursuant to Section 118 (10) of the Companies Act, 2013, on the resolutions contained in the Postal Ballot Notice.

The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder (including any amendment thereto for the time being in force) with regard to voting through electronic means (by remote e-voting) on the resolutions as set out in the Postal Ballot Notice is the responsibility of the Company's management.

The e-voting facility for voting on the Postal Ballot (remote e-voting) was provided by Central Depository Services (India) Limited ("CDSL").





My responsibility as a Scrutinizer is to render Scrutinizer's Report of the votes cast "in favour" or "against" or "invalid" votes, if any on the resolutions contained in the Postal Ballot Notice, based on the reports generated from the remote e-voting system provided by Central Depository Services (India) Limited ("CDSL"), in tandem with the reconciliation of the records maintained by the Company / Bigshare Services Private Limited (Registrar and Share Transfer Agent (RTA) of the Company).

DISPATCH OF POSTAL BALLOT NOTICE THROUGH ELECTRONIC MODE:

In compliance with the circulars issued by the Ministry of Corporate Affairs ("MCA") and SEBI, the Postal Ballot Notice was sent through electronic mode to the members whose e-mail addresses were registered with the Company/ Depositories on Tuesday, the 17th day of February, 2026 to 5785 [after eliminating 148 bounced back e-Mail/s] Equity Shareholders (Members) of the Company, whose names were appearing in the Register of Members or List of Beneficial Owners and who had provided e-Mail ID for receipt of such document/s through electronic Means.

Further, the Pre-paid envelopes were not required to be sent to the members for the Postal Ballot in accordance with the requirements as specified under the circulars of MCA. Accordingly, the assent or dissent of the Members have been casted through remote e-voting system. The Notice was also made available on the website of the Company, Stock Exchanges and Central Depository Services (India) Limited ("CDSL").

The Company has also published a Notice of Postal Ballot on 21st February, 2026 in Indian Express Nagpur' [English Language] and in Loksatta, Nagpur, Vernacular [Marathi] Language, mentioning about the Postal Ballot information and also specifying therein the matters prescribed in the Act, Rules, SEBI (LODR) Listing Regulations, MCA and SEBI Circular/s.

CUT-OFF DATE:

The members of the Company holding shares either in physical form or in dematerialized form as on the cut-off date i.e. Friday, 13th February 2026, were entitled to vote on the resolutions contained in the Postal Ballot Notice. The voting rights of members were 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 February 2026.





REMOTE E-VOTING:

The facility of remote e-voting platform was provided by Central Depository Services (India) Limited ("CDSL").

The remote e-voting period was open from Thursday, 19th February 2026 (9:00 A.M. IST) to Friday 20th March 2026 on <https://www.evotingindia.com/>

COUNTING PROCESS:

The votes cast through remote e-voting were unblocked and downloaded from the e-voting website of Central Depository Services (India) Limited ("CDSL") in the presence of two witnesses, Mr. Suchit Asare and Mr. Vivek Parmar who are not in the employment of the Company.

Thereafter, the details containing inter-alia List of 6092 [Six Thousand Eight & Ninety-Two], Equity Shareholders (Members) of the Company, with their respective Shareholding as on Cut-off (Record) Date, i. e. On Friday, 13th February 2026, who voted "In favour" "against" and "invalid, abstain or by interested parties" for each of the Ordinary Resolution that were put to Vote, were generated from the e-voting website of the CDSL and based on such Report/s Generated, Scrutinized and Reviewed by us, the Summary Results of the Voting by electronic Means, [Remote e-Voting], is annexed herewith as an Annex and forms an integral part of this Report.

I submit herewith my Scrutinizer's Report on the results of voting through remote e-voting as under:

SPECIAL BUSINESS:

(As set out in the Notice of Postal ballot dated 13th February, 2026)

Item 1: Ordinary Resolution

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

"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 Intrastate 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."

"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."





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 Rasoni – 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.
2	Details of the transaction relating to loans, inter-corporate deposits, advances or investments	
	(i) Source of funds	The Company shall extend the loan(s) from its internal accruals .
	(ii) Where any financial indebtedness is incurred	Not Applicable – no external borrowings shall be incurred for the proposed transaction.
	(iii) Applicable terms including covenants, tenure, interest rate, repayment schedule, security	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.
	(iv) Purpose of utilisation by the ultimate beneficiary	For funding the ongoing project of construction of a commercial complex comprising offices and shops at Nagpur, Maharashtra .





3	Justification and need for enhancement of limit	The Members of the Company had earlier approved, at the Extra-Ordinary General Meeting held on 27 th 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.
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.





Total Number of members participated through remote e-voting	Total Number of votes cast
55	872613

Particulars of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Number	%	Number	%	
Remote e-voting	872613	100	0	0	-
Total	872613	100	0	0	-

The Ordinary resolution set out as ITEM No. 1 in the Postal Ballot notice has been passed with requisite majority by the Shareholders who have voted through remote e-voting.

I hereby confirm that the relevant records in respect of the votes cast through remote e-voting on the resolution containing in the Postal Ballot Notice by the members of the Company shall remain in my safe custody until the Chairman or a Director/person authorized in this regard considers, approves and signs the minutes/report on Postal Ballot and thereafter, I shall return the relevant records for safe keeping to the Company Secretary or any other person authorized by the Board for this purpose.

I hereby thank the Company for providing me an opportunity to act as the Scrutinizer for the above Electronic Voting System.

Thanking you,
Yours faithfully



CS RIDDHITA AGRAWAL
SCRUTINISER & PRACTICING COMPANY SECRETARY
ICSI MEM. NO: FCS - 10054
CP.NO. 12917
UDIN: F010054G004102901
PEER REVIEW CERTIFICATE NO: 1838/2022

Signed and Issued on Monday, 23rd March 2026 at Mumbai



CS RIDDHITA AGRAWAL

Practicing Company Secretary
B.Com, FCS

Address : Flat No 502, Mangium-2, Adiraj Gardens, Sector-5, Kharghar, Navi Mumbai-410 210
Contact: +91-9096962064 | Email id: csriddhita17@gmail.com

Based on the Scrutiniser's Consolidated Report including an Annex to the Scrutiniser's Consolidated Report of Even Date, the Resolution Nos. 1 is passed with Requisite Majority.

**//CERTIFIED TRUE COPY//
For SHRADHA REALTY LIMITED
(Formerly, Shradha Infraprojects Limited)**

**NITESH SANKLECHA
MANAGING DIRECTOR
(DIN: 03532145)**



**SHRIKANT HUDDAR
COMPANY SECRETARY
(ICSI Mem. No. A38910)**

Signed and Issued on Monday, 23rd March 2026 at Nagpur

