NOTICE TO THE SHAREHOLDERS

Notice is hereby given that the Forty Third (43rd) Annual General Meeting ("AGM") of Arihant Superstructure Limited ('the company') will be on Thursday, September 24, 2026 at 11:30 a.m. (IST) at Ebony Ballroom, "The Regenza" Tunga, Plot No. 37, Sector 30A, Vashi, Navi Mumbai – 400703 to transact the following business:

ORDINARY BUSINESS:

Item No. 01: Adoption of Financial Statements:

To receive, consider and adopt the Audited Financial Statements (Stand-alone and Consolidated) of the Company for the Financial Year ended March 31, 2026, and the Reports of Directors ('the Board') and Auditors thereon.

Item No. 02: Declaration of Dividend:

To declare a Final Dividend of Rs. 0.25 per Equity Share for the Financial Year 2025-26.

Item No. 03: Retirement by Rotation:

To appoint a Director in place of Mr. Nimish Shah (DIN: 03036904), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

Item No. 04: Appointment of M/s. K J K & Associates, Chartered Accountants (Firm Registration No. 112159W) as Statutory Auditors of the Company.

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and based on the recommendation of the Audit Committee and the Board of Directors of the Company, M/s. K J K & Associates, Chartered Accountants (Firm Registration No. 112159W), be and are hereby appointed as the Statutory Auditors of the Company to hold office for a term of five (5) consecutive years commencing from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting of the Company to be held for the financial year 2030-31, at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses incurred in connection with the audit, as may be mutually agreed upon between the Board of Directors of the Company and the Statutory Auditors from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to finalize and revise the remuneration payable to the Statutory Auditors from time to time and to do all such acts, deeds, matters and things as may be considered necessary, proper or expedient for giving effect to this resolution.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things and to file all necessary forms, returns and documents with the Registrar of Companies and other statutory authorities as may be required to give effect to this resolution."

SPECIAL BUSINESS:

Item No. 05: Change in Designation of Mr. Parth Chhajer (DIN: 06646333) from Whole-time Director to Joint Managing Director of the Company.

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

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and all other applicable provisions, if any, of the Companies Act, 2013 (the Act) read with Schedule V to the Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), as amended from time to time, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded for the change in designation of Mr. Parth Chhajer (DIN: 06646333) from Whole-time Director to Joint Managing Director of the Company with effect from May 15, 2026, for the remainder of his existing tenure, on such terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors from time to time, and that he shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the Board which term shall include any Committee thereof duly authorised by the Board) be and is hereby authorised to alter, vary, revise or modify the terms and conditions of appointment, including remuneration payable to Mr. Parth Chhajer, within the limits prescribed under the Companies Act, 2013, Schedule V thereto and other applicable laws, as may be considered appropriate.

RESOLVED FURTHER THAT any Director and/or Key Managerial Personnel of the Company be and are hereby severally authorised to sign, execute and file necessary forms, returns, applications and documents, including affixing of Digital Signature Certificates,

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with the Registrar of Companies, Stock Exchange(s) and other statutory authorities, wherever required, and to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this Resolution."

Item No. 06: Change in Designation of Mr. Bhavik Chhajer (DIN: 08475397) from Whole-time Director to Joint Managing Director of the Company:

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

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Schedule V thereto, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Articles of Association of the Company and such other applicable laws, rules, regulations, circulars and guidelines (including any statutory modification(s), amendment(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, the consent of the Members of the Company be and is hereby accorded for the change in designation of Mr. Bhavik Chhajer (DIN: 08475397) from Whole-time Director to Joint Managing Director of the Company with effect from May 15, 2026, for the remainder of his existing term of office, on the same terms and conditions, including remuneration, as approved by the Board from time to time, and that he shall continue to be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee thereof duly authorised by the Board) be and is hereby authorised to vary, alter, revise or modify the terms and conditions of appointment, including remuneration payable to Mr. Bhavik Chhajer, from time to time, within the limits prescribed under the Companies Act, 2013, Schedule V thereto, the SEBI Listing Regulations and other applicable laws, as may be considered appropriate and in the best interests of the Company.

RESOLVED FURTHER THAT any Director and/or Company Secretary and Compliance Officer and/or any Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this Resolution, including filing the necessary e-forms, returns and other documents with the Registrar of Companies, Stock Exchange(s), Depositories and such other statutory or regulatory authorities as may be required, and to sign and execute all such documents, applications and writings, including affixing of Digital Signature Certificates, as may be necessary for the purpose of giving effect to this Resolution."

Item No. 07: Regularization of appointment of Dr. Raghuveer Singh Rajpurohit (DIN: 11650118) as non-executive Independent Director of the Company.

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

"**RESOLVED THAT** pursuant to Sections 149, 150, 152, 160 and other applicable provisions, if any, of The Companies Act, 2013 ("the Act") read with Rule 8 and 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014, [including any statutory modification(s) or re- enactment thereof for the time being in force] and Schedule IV to the Act and various Regulation 16, 17, 25 and other relevant regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as amended from time to time and the Articles of Association of the Company, Dr. Raghuveer Singh Rajpurohit (DIN: 11650118), who was appointed pursuant to Section 161 of the Act as an Additional Non-Executive Independent Director w.e.f. July 21, 2026 by the Board on recommendation of Nomination and Remuneration Committee, and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and the SEBI LODR Regulations and who is eligible for appointment, be and is hereby appointed as the "Non-Executive Independent Director" of the Company to hold office for a first term of 5 (Five) consecutive years commencing from July 21, 2026 to July 20, 2031 (both days inclusive), and that he shall not be liable to retire by rotation and that he shall be paid sitting fees as approved by the Board and reimbursement of expenses (if any) as may be permissible under the law from time to time.

RESOLVED FURTHER THAT any Director and/or Key Managerial Personnel of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution, matters incidental thereto and/or otherwise considered by them to be in the best interest of the Company, inter-alia, filings of required forms/documents with the Ministry of Corporate Affairs and Stock Exchange and/or other authorities as may be required to give effect to this resolution."

Item No. 08: To maintain Registers of Members at a place other than the Registered Office of the Company.

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

"**RESOLVED THAT** pursuant to the provisions of Section 94, Section 88, and other applicable provisions, if any, of the Companies Act, 2013, read with the applicable rules made thereunder, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable SEBI regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the consent of the members of the Company be and is hereby accorded to keep and maintain the Register of members along with the indices of members and/ or any other related documents required to be kept at the Registered office of the Company at Adroit Corporate Services Private Limited, the Registrar and Share Transfer Agent (RTA) having its registered office at 17-19, Jafferbhoy Ind. Estate, 1st Floor, Makwana Road, Marol Naka, Andheri (E), Mumbai 400059, (hereinafter referred to as the Registrar & Share Transfer Agent) or any other office of the said Registrar & Share Transfer Agent).

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RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things, execute all such documents and writings, and file all necessary forms and intimations with the Registrar of Companies and/or other statutory authorities, as may be considered necessary, desirable or expedient for giving effect to this resolution."

Item No. 09: To approve the proposed Material Related Party Transactions for the Financial Year 2026-27:

To consider and, if thought for, to pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT,** pursuant to the Regulation 23 and other applicable provisions if any of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("SEBI LODR Regulations"),and are applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) or re-enactment(s) thereof and any rules thereunder for the time being in force), and subject to such other approvals, sanctions, consents and permissions as may be deemed necessary and pursuant to the approval of the Audit Committee and Board of Directors of the Company the consent of the Shareholders be and is hereby accorded to the Board of Directors of the Company, (which term shall be deemed to include any Committee constituted / to be constituted / empowered by the Board from time to time to exercise its powers conferred by this resolution) to enter into arrangements /transactions/ contracts (whether by way of an individual transaction or transactions taken together or series of transactions whether in tranches or otherwise) between the Company and related parties under Regulation 2(1)(zb) of the SEBI LODR Regulations ('Related Party'), as detailed in the table forming part of the Explanatory Statement annexed herewith, on such terms and conditions as may be agreed between the Company/ its Subsidiaries and Related Party.

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/ regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s), Chief Financial Officer, or any other Officer(s)/ Authorised Representative(s) of the Company, to do all such acts, deeds, matters and things and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorized by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects without any further reference to the Members.

For and on behalf of the Board of Directors
Arihant Superstructure Limited

Ashokkumar B. Chhajer
Chairman & Managing Director
DIN: 01965094

Place: Navi Mumbai
Date: 07.08.2026

Registered Office:
"Arihant Aura", 25th Floor, B-Wing, Plot No. 13/1,
TTC Industrial Area, Thane Belapur Road,
Turbhe, Navi Mumbai – 400 705
CIN: L51900MH1983PLC029643
Tel: 91 22 62493333 Fax: 91 22 62493334
E-mail: cs@asl.net.in
Website: www.asl.net.in

NOTES:

1. Explanatory Statement

The Explanatory Statement pursuant to Section 102 and other applicable provisions of the Companies Act, 2013 ('Act') in respect of special business of this Notice proposed to be transacted at the AGM and relevant information of this Notice, as required under Regulation of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations') and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ('SS-2'), are annexed hereto.

2. Dispatch of Notice and Annual Report through electronic means and inspection of documents

In terms of Section 101 and 136 of the Act, read with Rules made thereunder and Regulation 36 of the SEBI LODR Regulations, as amended from time to time, the listed companies may send the Annual Report and the Notice of AGM by electronic mode. Pursuant to the said provisions of the Act read with MCA Circulars and SEBI Circular, electronic copy of the Notice of 43rd AGM along with the Annual Report for the Financial Year 2025-26 is being sent to all the Members whose e-mail addresses are registered with the Company/ RTA/ Depository Participant(s). Members may note that the Notice and Annual Report 2025-26 will also be available on the Company's website www.asl.net. in, website of the stock exchanges i.e. BSE Limited (www.bseindia.com) and National Stock Exchange Limited (www.nseindia.com) and on website of the e-voting platform i.e. NSDL (https://www.evoting.nsdl.com).

Members may note that relevant documents referred to in the Notice and other documents as required under applicable laws shall be made available for inspection in accordance with applicable statutory requirement based on request received by the Company at cs@asl.net.in.

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For Members who have not received the Notice of 43rd AGM along with the Annual Report for Financial Year 2025-26 due to change/ non-registration of their e-mail address with the Company/ RTA/ Depository Participant(s), they may request for the said Notice and Annual Report, by sending an email at cs@asl.net.in Post receipt of such request and verification of details of the Member, the Member would be provided a soft copy of the said Notice and Annual Report. It is clarified that for registration of email address, the Members are however requested to follow due procedure for registering their e-mail address with the Company/ RTA in respect of physical holdings and with the Depository Participant(s) in respect of electronic holdings. Those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses valid with their Depository Participant(s)/RTA/Company to enable servicing of notices/ documents/ Annual Reports electronically to their email address.

The Members who have not received any communication regarding this AGM for any reason whatsoever, and are eligible to vote, are also entitled to vote, may obtain the User ID and password or instructions for remote e-voting by contacting the Company at cs@asl.net.in or NSDL at evoting@nsdl.com.

The date to determine eligible shareholders for sending Notice is August 28, 2026. Any person becoming Member of the Company after the dispatch of Notice of the AGM may obtain the user ID and password by referring to the e-voting instructions attached to this Notice and also available on the Company's website www.asl.net.in and the website of NSDL www.evoting.nsdl.com. Alternatively, Member may send a request providing their email address, mobile number and self-attested PAN copy via email to cs@asl.net.in for obtaining the Notice of 43rd AGM and Annual Report.

3. Quorum

Only Members / Proxies / Representatives / Invitees of the Company are permitted to attend the Meeting at the venue. Attendance of any other individuals, including relatives and acquaintances accompanying Members, is strictly prohibited.

4. Scrutinizer

The Board of Directors, at its Meeting held on Friday, August 07, 2026, has appointed Ms. Rachana Shanbhag (Membership No FCS 8227/ CP 9297), D.A Kamat & Co, as the Scrutinizer to scrutinize the remote e-voting and e-voting at the AGM in a fair and transparent manner. The Scrutinizer will submit the report to the Chairman of the Meeting/ Company Secretary/ Whole-Time Director of the Company after completion of the scrutiny of the remote e-voting and e-voting at the AGM. The results will be announced by the Chairman of the Meeting/ Company Secretary/ Whole Time Director & Chief Executive Officer of the Company within 2 (two) working days from the conclusion of the AGM and will be posted on the Company's website and will also be posted on the website of NSDL at www.evoting.nsdl.com. The results shall also be intimated to the Stock Exchange where the securities of the Company are listed.

5. Registrar and Share Transfer Agent and Investor Services Department

The Company's Registrar and Share Transfer ("RTA") is Adroit Corporate Services Private Limited. In addition to the RTA, our Company is happy to assist in case of any difficulties being experienced by the Members in their interaction with the RTA. For any communication, the Members may send an e-mail to the cs@asl.net.in

6. Registers

Electronic copies of all the documents referred to in the accompanying Notice of the AGM and the Explanatory Statement shall be made available for inspection. During the 43rd AGM, Members may access the scanned copy of the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act. The Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act. Members desiring inspection of statutory registers and other relevant documents may send their request in writing to the Company at cs@asl.net.in.

7. Dividend

The Board of Directors has recommended a Final Dividend of Rs. 0.25 per Equity Share (25%) for FY 2025-26, subject to approval of Members at the AGM. The Record Date for determining entitlement to Final Dividend is Friday, September 11, 2026. Dividend will be paid within 30 days from the AGM date to members whose names appear in the Register of Members/Beneficial Owners as on Record Date. In compliance with Income Tax Act, 1961, TDS will be deducted at applicable rates."

Pursuant to the Income-tax Act, 1961, dividend income is taxable in the hands of the Members and the Company is required to deduct tax at source from such dividend at the prescribed rates. A separate communication providing detailed information and instructions with respect to tax on the Final Dividend for the financial year ended March 31, 2026 is being sent to the Members. The said communication will also be made available on the Company's corporate website www.asl.net.in.

Unclaimed dividend and the shares in respect of which dividend entitlements remain unclaimed for seven consecutive years will be due for transfer to the Investor Education and Protection Fund of the Central Government, pursuant to Section 124 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund Rules, 2016. Members are requested to claim the said dividend, details of which are available on the Company's corporate website at www.asl.net.in

8. Electronic voting

In compliance with provisions of Sections 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("Rules"), Regulation 44 of the SEBI LODR Regulations, and SS-2, the Company is providing remote e-voting facility to enable the Members to cast their votes electronically on the matters included in this Notice. For this purpose, the Company has engaged the services of NSDL to provide e-voting facility to enable the Members to cast their votes electronically. The facility of casting votes by a Member using remote e-voting system as well as e-voting at the AGM will be provided by NSDL.

Members are requested to follow the procedure stated in the "Instructions for E-voting Section" of this Notice for casting of votes electronically. The cut-off date for determining the Members eligible to vote on Resolutions proposed to be considered at the Meeting is

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September 11, 2026. The remote e-voting period will commence on Monday, September 21, 2026 at 9:00 a.m. (IST) and end on Wednesday, September 23, 2026 at 5:00 p.m. (IST). The remote e-voting will not be allowed beyond the aforesaid date and time. The remote e-voting module shall be disabled thereafter. However, Members shall be able to vote during the Annual General Meeting.

The Members who have not cast their vote(s) through remote e-voting can exercise their voting rights at the AGM. The Company will make necessary arrangements in this regard at the AGM Venue. The facility for voting through electronic voting system (Insta Poll) shall be made available at the Meeting. Members who have already cast their votes by remote e-voting are eligible to attend the Meeting; however, these Members are not entitled to cast their vote again in the Meeting. A Member can opt for only single mode of voting i.e. through Remote e-voting or voting at the AGM.

The Resolutions set out in this Notice shall be deemed to have been passed on the date of the AGM, if approved by the requisite majority. Only those Members whose names are appearing on the Register of Members/ List of Beneficial Owners as on the cut-off date i.e. September 11, 2026, shall be entitled to cast their vote through remote e-voting or voting at the AGM, as the case may be. A person who is not a Member on the cut-off date should treat this Notice for information purpose Only Members who have cast their vote by remote e-voting prior to the AGM, may also attend and participate in the proceedings of the AGM but shall not be entitled to cast their votes again The Members can opt for only one mode of voting remote e-voting or e-voting at the AGM. In case of voting by both the modes, vote cast through remote e-voting will be considered as final and e-voting at AGM will not be considered. Members must note that voting by show of hands will not be available at the Meeting in terms of the aforesaid provisions.

9. Proxy(ies)

2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE DULY FILLED, STAMPED, SIGNED AND SHOULD BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE NOT LATER THAN FORTY–EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. PROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES, SOCIETIES, PARTNERSHIP FIRMS, ETC., MUST BE SUPPORTED BY APPROPRIATE RESOLUTION / AUTHORITY AS APPLICABLE, ISSUED ON BEHALF OF THE APPOINTING ORGANISATION. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. IN CASE A PROXY IS PROPOSED TO BE APPOINTED BY A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS, THEN SUCH PROXY SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR MEMBER. THE PROXYHOLDER SHALL PROVE HIS IDENTITY AT THE TIME OF ATTENDING THE MEETING.

Members / Proxies / Representatives are requested to bring the attendance slip, annexed herewith for attending the meeting, duly completed and signed mentioning therein details of their DP ID and Client ID / Folio No.

10. Corporate Representations

Corporate Shareholders (i.e. other than individuals, HUFs, NRIs, etc.)/ Institutional shareholders are required to send a scanned copy (PDF/ JPG Format) of their respective Board or governing body Resolution/ Authorization etc., authorizing their representative to attend the AGM on their behalf and to vote through remote e-voting. The said Resolution/ Authorization shall be sent to the Scrutinizer by e-mail on its registered e-mail address to office@csdakamat.com with a copy marked to cs@asl.net.in. Institutional shareholders (i.e. other than individuals, HUFs, NRIs etc.) can also upload their Board Resolution/ Power of Attorney/ Authority Letter, etc. by clicking on "Upload Board Resolution/ Authority Letter" displayed under "e-Voting" tab in their login.

11. Voting Rights

Voting rights shall be reckoned in proportion to the paid-up equity shares registered in the name of the Member as on the cut-off date i.e. September 11, 2026.

12. Joint Holders

In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on the cut-off date will be entitled to vote at the AGM.

13. Route Map

The route map to the venue of the AGM is annexed to this Notice.

14. Shares related

a) Members may please note that as per the SEBI Circular dated March 16, 2023, SEBI has mandated the submission of PAN, KYC details and nomination by holders of physical securities by October 01, 2023, and linking PAN with Aadhaar by June 30, 2023. Member are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR Code, IFSC Code, etc.
i. For shares held in electronic form: to their Depository Participants (DPs)
ii. For shares held in physical form: to the Company/ Registrar and Transfer Agents (RTA) in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI/ HO/MIRSD/MIRSD-PoD-1/P/ CIR/2023/37 dated March 16, 2023.

b) Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, as amended, has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/ folios; transmission and transposition. Accordingly,

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Members are requested to make service requests by submitting a duly filled and signed Form on the website of the Company's Registrar and Transfer Agents. It may be noted that any service request can be processed only after the folio is KYC Compliant.

c) SEBI vide its Notification dated January 24, 2022 has amended Regulation 40 of the SEBI LODR Regulations which has mandated that all requests for transfer of securities including transmission and transposition requests be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.

d) Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.

e) As per the provisions of Section 72 of the Act and SEBI Circular, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to RTA in case the shares are held in physical form.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on Monday, September 21, 2026 at 9:00 a.m. (IST) and end on Wednesday, September 23, 2026 at 5:00 p.m. (IST), the remote e-voting module shall be disabled by NSDL 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. September 11, 2026, may cast their vote electronically. 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 September 11, 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

Login method for e-Voting 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:

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Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e- Voting website of NSDL for casting your vote during the remote e-Voting period. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on:** App Store Google Play **App Store / Google Play**
Individual Shareholders holding securities in demat mode with CDSL	Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
4. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12********** then your user ID is 12**********
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

Password details for shareholders other than Individual shareholders are given below:

If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

How to retrieve your 'initial password'?

If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered

If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
- After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- Now, you will have to click on "Login" button.
- After you click on the "Login" button, Home page of e-Voting will open.

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Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

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 etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to rhs@csdakamat.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

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.evoting.nsdl.com to reset the password.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Mr. Sanjeev Yadav at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

In case shares are held in physical mode please provide 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 cs@asl.net.in.

In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@asl.net.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.

Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

For and on behalf of the Board of Directors
Arihant Superstructure Limited

Ashokkumar B. Chhajer
Chairman & Managing Director
DIN: 01965094

Place: Navi Mumbai
Date: 07.08.2026

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EXPLANATORY STATEMENT

The ExplanatoryStatement pursuant to Section 102 of the Companies Act, 2013 and Regulation 36 of SEBI Listing Regulations, given hereunder sets out all material facts relating Item No. 4 to 8 of the accompanying Notice dated 07.08.2026:

Item No. 04: Appointment of M/s. K J K & Associates, Chartered Accountants (Firm Registration No. 112159W) as Statutory Auditors of the Company.

M/s. K J K & Associates, Chartered Accountants (Firm Registration No. 112159W), were appointed as the Statutory Auditors of the Company to fill the casual vacancy arising from the resignation of the previous Statutory Auditors, M/s. Ummed Jain & Co., Chartered Accountants (Firm Registration No. 119250W). Accordingly, M/s. K J K & Associates, Chartered Accountants, were appointed to hold office until the conclusion of this Annual General Meeting.

Subsequently, the Members of the Company, by way of Postal Ballot through the remote e-voting process, approved the appointment of M/s. K J K & Associates, Chartered Accountants (Firm Registration No. 112159W), as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. Ummed Jain & Co., Chartered Accountants (Firm Registration No. 119250W). The Postal Ballot process was conducted in accordance with the provisions of the Companies (Management and Administration) Rules, 2014, with the e-voting period concluding on December 23, 2025 at 05:00 P.M., and the results thereof being declared on December 24, 2025.

Pursuant to the provisions of Section 139, 141 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Audit and Auditors) Rules, 2014, and based on the recommendation of the Audit Committee, the Board of Directors has recommended the appointment of M/s. K J K & Associates, Chartered Accountants (Firm Registration No. 112159W), as the Statutory Auditors of the Company for a term of five consecutive years, to hold office from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting to be held in the year 2031.

M/s. K J K & Associates have furnished their written consent to act as Statutory Auditors of the Company and have confirmed that their appointment, if made, would be in accordance with the provisions of Sections 139 and 141 of the Act and that they satisfy the criteria provided therein. They have also confirmed that they are not disqualified from being appointed as Statutory Auditors under the provisions of the Act, the Chartered Accountants Act, 1949 and the rules or regulations made thereunder.

The Board is of the view that the appointment of M/s. K J K & Associates as Statutory Auditors of the Company is in the best interest of the Company considering their experience, expertise and professional standing.

Accordingly, the Board recommends the appointment of M/s. K J K & Associates, Chartered Accountants (Firm Registration No. 112159W]), as the Statutory Auditors of the Company for a term of five consecutive years, to hold office from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting to be held in the year 2031 at a remuneration of Rs. 10,00,000/- (Rupees Ten Lacs only) plus applicable taxes and reimbursement of out-of-pocket expenses, as may be mutually agreed upon between the Board of Directors and the said Auditors.

Details with respect to change in Auditors of the Company as required under Regulation 30 Read with Schedule III of the Listing Regulations, SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30,2026 are attached as ANNEXURE-III.

The Board of Directors recommends the Ordinary Resolution set out in Item No. 04 of the accompanying Notice for approval of the members.

None of the Directors, Key Managerial Personnel, or their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

Item No. 05: Change in Designation of Mr. Parth Chhajer (DIN: 06646333) from Whole-time Director to Joint Managing Director of the Company.

The Board of Directors of the Company, at its meeting held on May 15, 2026, based on the recommendation of the Nomination and Remuneration Committee, approved the change in designation of Mr. Parth Chhajer (DIN: 06646333) from Whole-time Director to Joint Managing Director of the Company with effect from May 15, 2026, for the remainder of his existing tenure, subject to the approval of the Members of the Company.

Mr. Parth Chhajer has been associated with the Company and has played a significant role in driving the Company's business operations, strategic initiatives and overall growth. Considering his leadership, experience, expertise and valuable contribution to the Company, the Board considered it appropriate to designate him as the Joint Managing Director of the Company.

The change in designation does not result in any change in the tenure of his appointment. He shall continue to hold office for the remainder of his existing term and shall continue to be liable to retire by rotation in accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company.

The terms and conditions of his appointment, including remuneration, shall remain as approved by the Members from time to time, unless modified by the Board within the limits prescribed under the Companies Act, 2013, Schedule V thereto and other applicable laws.

The Company has received from Mr. Parth Chhajer:

- consent to act as Joint Managing Director of the Company;
- confirmation that he is not disqualified from being appointed as a director under Section 164 of the Companies Act, 2013;

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- declaration that he satisfies the criteria prescribed under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable; and
- such other declarations, confirmations and disclosures as required under the Companies Act, 2013 and the SEBI Listing Regulations.

In the opinion of the Board, Mr. Parth Chhajer possesses the requisite qualifications, experience, expertise and integrity and his continued association with the Company as Joint Managing Director would be in the best interests of the Company and its stakeholders.

Accordingly, the Board recommends the Special Resolution set out at Item No. 05 of the Notice for approval by the Members.

The principal terms and conditions of his re-appointment, as recommended by the NRC and approved by the Board, are as follows:

1. Term:
Original term is Five (5) years commencing from July 23, 2022 and ending on July 22, 2027. The change in designation shall be from May 15, 2026 to July 22, 2027.
Mr. Parth Chhajer shall be liable to retire by rotation.

2. Remuneration:
i. Remuneration of Mr. Parth Chhajer will be as fixed by the Board of Directors from time to time after taking into account the recommendations of the NRC, such that the salary and the aggregate value of all perquisites and allowances like furnished accommodation or house rent allowance in lieu thereof; house maintenance allowance together with reimbursement of expenses or allowances for utilities such as gas, electricity, water, furnishings and repairs; bonus; performance incentive; reimbursement of expenses incurred for travelling, boarding and lodging during business trips, entertainment expenses actually and properly incurred for the Company's business, medical reimbursement, club fees and leave travel concession for himself and his family, medical insurance and such other perquisites and allowances in accordance with the rules of the Company or as may be agreed to by the Board of Directors and Mr. Parth Chhajer subject to the overall ceiling on remuneration approved by the Members. Your Board of Directors has recommended a ceiling on remuneration of Rs. 60,00,000/- (Rupees Sixty Lacs only) per annum.
ii. For the purposes of calculating the above ceiling, perquisites shall be evaluated as per the Income Tax Act, 1961, wherever applicable. In the absence of any such provision in the Income Tax Act, 1961, perquisites shall be evaluated at actual cost.
iii. Provision for use of the Company's car for official duties and telephone at residence (including payment for local calls and long distance official calls) shall not be included in the computation of perquisites for the purpose of calculating the said ceiling.
iv. Company's contribution to Provident Fund and Superannuation or Annuity Fund, to the extent these either singly or together are not taxable under the income Tax Act, 1961, Gratuity payable as per the rules of the Company and earned leave with full pay or encashment of leave as per rules of the Company, shall not be included in the computation of limits for the remuneration or perquisites aforesaid.
v. Mr. Parth Chhajer shall not be entitled to sitting fees for attending the meetings of the Board of Directors or any committee thereof.

Further, Section 197 read with Section II Part II of Schedule V and Section 200 of the Act requires disclosure of certain information to be made in the explanatory statement of the Notice for seeking approval of the Members for payment of remuneration by companies having no or inadequate profits. The said disclosures form part of this Notice as "ANNEXURE -I".

As required under Regulation 36 of the Listing Regulations and Clause 1.2.5 of Secretarial Standard-2, other requisite information is annexed as ANNEXURE - II hereto, and forms a part of this Notice.

Except Mr. Parth Chhajer (Joint Managing Director), Mr. Ashokkumar B. Chhajer (Chairman and Managing Director), Mr. Bhavik Chhajer (Joint Managing Director) and their relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company and their relatives are in anyway concerned or interested financially or otherwise, in this items of businesses. The statement of additional information required to be disclosed as per Schedule V of the Act is attached at the end of this Explanatory Statement and must be read with the part of this Notice.

Item No. 06: Change in Designation of Mr. Bhavik Chhajer (DIN: 08475397) from Whole-time Director to Joint Managing Director of the Company:

The Board of Directors of the Company, at its meeting held on May 15, 2026, based on the recommendation of the Nomination and Remuneration Committee, approved the change in designation of Mr. Bhavik Chhajer (DIN: 08475397) from Whole-time Director to Joint Managing Director of the Company with effect from May 15, 2026, for the remainder of his existing tenure, subject to the approval of the Members of the Company.

Mr. Bhavik Chhajer has been associated with the Company and has played a significant role in driving the Company's business operations, strategic initiatives and overall growth. Considering his leadership, experience, expertise and valuable contribution to the Company, the Board considered it appropriate to designate him as the Joint Managing Director of the Company.

The change in designation does not result in any change in the tenure of his appointment. He shall continue to hold office for the remainder of his existing term and shall continue to be liable to retire by rotation in accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company.

The terms and conditions of his appointment, including remuneration, shall remain as approved by the Members from time to time, unless modified by the Board within the limits prescribed under the Companies Act, 2013, Schedule V thereto and other applicable laws.

The Company has received from Mr. Bhavik Chhajer:

- consent to act as Joint Managing Director of the Company;
- confirmation that he is not disqualified from being appointed as a director under Section 164 of the Companies Act, 2013;

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- declaration that he satisfies the criteria prescribed under the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable; and
- such other declarations, confirmations and disclosures as required under the Companies Act, 2013 and the SEBI Listing Regulations.

In the opinion of the Board, Mr. Bhavik Chhajer possesses the requisite qualifications, experience, expertise and integrity and his continued association with the Company as Joint Managing Director would be in the best interests of the Company and its stakeholders.

Accordingly, the Board recommends the Special Resolution set out at Item No. 06 of the Notice for approval by the Members.

The principal terms and conditions of his re-appointment, as recommended by the NRC and approved by the Board, are as follows:

1. Term:
Original term of Five (5) years commencing from May 24, 2025 and ending on May 23, 2030.The change in designation shall be from May 15, 2026 till May 23, 2030.
Mr. Bhavik Chhajer shall be liable to retire by rotation.

2. Remuneration:
i. Remuneration of Mr. Bhavik Chhajer will be as fixed by the Board of Directors from time to time after taking into account the recommendations of the NRC, such that the salary and the aggregate value of all perquisites and allowances like furnished accommodation or house rent allowance in lieu thereof; house maintenance allowance together with reimbursement of expenses or allowances for utilities such as gas, electricity, water, furnishings and repairs; bonus; performance incentive; reimbursement of expenses incurred for travelling, boarding and lodging during business trips, entertainment expenses actually and properly incurred for the Company's business, medical reimbursement, club fees and leave travel concession for himself and his family, medical insurance and such other perquisites and allowances in accordance with the rules of the Company or as may be agreed to by the Board of Directors and Mr. Parth Chhajer subject to the overall ceiling on remuneration approved by the Members. Your Board of Directors has recommended a ceiling on remuneration of Rs. 60,00,000/- (Rupees Sixty Lacs only) per annum.
ii. For the purposes of calculating the above ceiling, perquisites shall be evaluated as per the Income Tax Act, 1961, wherever applicable. In the absence of any such provision in the Income Tax Act, 1961, perquisites shall be evaluated at actual cost.
iii. Provision for use of the Company's car for official duties and telephone at residence (including payment for local calls and long distance official calls) shall not be included in the computation of perquisites for the purpose of calculating the said ceiling.
iv. Company's contribution to Provident Fund and Superannuation or Annuity Fund, to the extent these either singly or together are not taxable under the income Tax Act, 1961, Gratuity payable as per the rules of the Company and earned leave with full pay or encashment of leave as per rules of the Company, shall not be included in the computation of limits for the remuneration or perquisites aforesaid.
v. Mr. Bhavik Chhajer shall not be entitled to sitting fees for attending the meetings of the Board of Directors or any committee thereof.

Further, Section 197 read with Section II Part II of Schedule V and Section 200 of the Act requires disclosure of certain information to be made in the explanatory statement of the Notice for seeking approval of the Members for payment of remuneration by companies having no or inadequate profits. The said disclosures form part of this Notice as "ANNEXURE -I".

As required under Regulation 36 of the Listing Regulations and Clause 1.2.5 of Secretarial Standard-2, other requisite information is annexed as ANNEXURE - II hereto, and forms a part of this Notice.

Except Mr. Bhavik Chhajer (Joint Managing Director), Mr. Ashokkumar B. Chhajer (Chairman and Managing Director), Mr. Parth Chhajer (Joint Managing Director) and their relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company and their relatives are in anyway concerned or interested financially or otherwise, in this items of businesses. The statement of additional information required to be disclosed as per Schedule V of the Act is attached at the end of this Explanatory Statement and must be read with the part of this Notice.

Item No. 07- Regularization of appointment of Dr. Raghuveer Singh Rajpurohit (DIN: 11650118) as non-executive Independent Director of the Company.

Pursuant to the relevant provisions of the Companies Act, 2013 (the 'Act') and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations'), in terms of the Nomination and Remuneration Policy of the Company, the Board of Directors, on the recommendation of Nomination and Remuneration Committee, by passing resolution by circulation on July 21, 2026 appointed Dr. Raghuveer Singh Rajpurohit (DIN: 11650118) as an Additional Director in the category of Independent Director of the Company under Section 149, 150, 152 and 161 read with Schedule IV of the Act, not liable to retire by rotation, subject to the approval of the shareholders of the Company.

The Company has received requisite disclosures/declarations from Dr. Raghuveer Singh Rajpurohit (DIN: 11650118):

- Consent to act as Director u/s 152 of the Act (Form DIR-2);
- Disclosure of interest u/s 184(1) of the Act (Form MBP-1);
- Declaration u/s 164 of the Act (Form DIR- 8) to the effect that she is not disqualified to become Director;
- Declaration of independence u/s 149(6) of the Act and as per the Listing Regulations,
- Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, dated June 20, 2018 that he has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

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The Board of Directors is of the view that, given the knowledge and rich experience of Dr. Raghuveer Singh Rajpurohit in field of Academic and Industry experience and with over 27 years of significant experience in Academic and Industry, his appointment would be of immense benefits and in the best interests of the company.

The Board is also satisfied with regard to integrity, expertise and experience (including proficiency) of Dr. Raghuveer Singh Rajpurohit (DIN: 11650118).

The Letter of Appointment of Dr. Raghuveer Singh Rajpurohit, setting out the terms and conditions of his appointment, is available for inspection by the Members of the Company and is also available on the Company's website. Dr. Raghuveer Singh Rajpurohit fulfills the criteria of independence as prescribed under Regulation 16(1)(b) of the SEBI LODR Regulations and Section 149(6) of the Companies Act, 2013.

The resolution seeks the approval of members for appointment of Dr. Raghuveer Singh Rajpurohit as an Independent Director pursuant to Section 149 and other applicable provisions of the Act and rules made thereunder to hold office for a first term of five consecutive years w.e.f. July 21, 2026 to July 20, 2031 (both days inclusive).

Dr. Raghuveer Singh Rajpurohit would be entitled to sitting fees for attending the Meetings of the Board of Directors and/or Committees thereof as may be approved by the Board, from time to time.

Brief resume of Dr. Raghuveer Singh Rajpurohit:

Dr. Raghuveer Singh Rajpurohit is former Principal, OKIMT, Kota, former Principal, SCMIRT, Pune and former Professor, IMS Noida. He has over 27 years of Academic and Industry experience.

He was appointed as Chairman of Sangam India Limited by Hon'ble Rajasthan High Court for Merger proceedings of SBP Limited in Sangam India Limited in 2006.

He was also awarded the title of National Arbiter of Chess by All India Chess Federation in 1998.

As per the provisions contained under Section 161 of the Act, the "Additional Director" so appointed shall hold office upto the date of the next Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier. However, pursuant to amendment (effective from 1st January, 2022) to Regulation 17(1C) of SEBI (LODR) Regulations, every listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Therefore, approval of the shareholders is sought for the appointment of Dr. Raghuveer Singh Rajpurohit, as an Independent Director of the Company.

As required under Regulation 36 of the Listing Regulations and Clause 1.2.5 of Secretarial Standard-2, other requisite information is annexed as ANNEXURE - II hereto, and forms a part of this Notice.

Your Board of Directors recommends the Resolution at Item No. 07 for approval by the Members by way of a Special Resolution.

Except Dr. Raghuveer Singh Rajpurohit and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company and their relatives are in anyway concerned or interested financially or otherwise in the respective Resolution set out at Item No. 07 of this Notice. This statement may also be regarded as an appropriate disclosure under the Listing Regulations.

Item No. 08: To maintain Registers of Members at a place other than the Registered Office of the Company.

Pursuant to the provisions of Section 88 of the Companies Act, 2013 ("the Act"), every company is required to maintain, among other records, the Register of Members and Index of Members. Further, Section 94 of the Act permits a company to keep and maintain such registers and copies of annual returns at any place in India other than its Registered Office, subject to approval of the members by way of a Special Resolution.

The Company has appointed Adroit Corporate Services Private Limited as its Registrar and Share Transfer Agent ("RTA") for carrying out share registry and investor servicing activities. In order to facilitate efficient administration, maintenance and updating of the Register of Members and other statutory records connected therewith, it is proposed to keep and maintain the Register of Members, Index of Members and such other registers, records and documents as may be required under Section 88 of the Act at the office of the RTA situated at 17-19, Jafferbhoy Ind. Estate, 1st Floor, Makwana Road, Marol Naka, Andheri (E), Mumbai – 400 059, or at such other office of the RTA as may be permitted under applicable laws from time to time.

The Company had sought members approval for maintaining the register of members at KFin Technologies Limited pursuant to the decision for change in the Register Transfer Agent of the Company. However, since the said decision for change has been withdrawn by the Board of Directors, approval is being sought to maintain Register of members at existing RTA i.e Adroit Corporate Services Private Limited.

The Board of Directors, at its meeting held on May 15, 2026, approved the proposal for maintaining the aforesaid registers and records at the office of the RTA and recommends the Special Resolution set out at Item No. 08 of the Notice for approval of the Members.

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

The Board recommends the Special Resolution set out at Item No. 08 of the Notice for approval by the Members.

Item No. 09: To approve the proposed Material Related Party Transactions for the Financial Year 2026-27:

Pursuant to Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), all Related Party Transactions shall require prior approval of the Audit Committee of the Company. Pursuant to the SEBI (Listing

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Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective April 01, 2022, all 'Material Related Party Transaction' and subsequent material modifications as defined by the Audit Committee in this regard, with an aggregate value exceeding INR 1,000 crore or 10% of annual consolidated turnover of the Company as per the last audited financial statements of the Company, whichever is lower, shall require prior approval of the Members of the Company. The said limits are applicable, even if the transactions are in the ordinary course of business of the concerned company and at an arm's length basis.

In addition to the requirements under the Companies Act, 2013, and in compliance with the SEBI Industry Standards for Minimum Information to be provided to Shareholders, the following details are furnished:

Detailed Transaction Information: The detailed information pertaining to the proposed material Related Party Transactions, as placed before the Audit Committee in the format specified in the SEBI RPT Industry Standards, is annexed to this Notice as ANNEXURE - IV.

Justification and Terms: The proposed transactions are in the interest of the Company. The basis for the determination of price and all other material terms and conditions have been evaluated and determined to be on an arm's length basis.

Audit Committee Review of Certificates: The Audit Committee has reviewed the certificates provided by the Managing Director and the Chief Financial Officer (CFO) of the Company, confirming that the terms of the RPTs proposed to be entered into are in the interest of the Listed Entity.

Approvals and Board Recommendation: The material Related Party Transactions detailed above, along with any material modifications thereto, have been approved by the Audit Committee. The Board of Directors recommends the proposed transactions to the shareholders for approval.

Access to Valuation/External Reports: Shareholders may access the valuation report or other reports of an external party considered by the Audit Committee while approving the RPTs using the web-link and QR Code provided below:

Web-Link: https://www.asl.net.in/investors.php

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ANNEXURE-IV

Sr. No.	Nature of Transaction	Related Party & Relationship	Max Amount (INR Cr)	Value as % of Cons. Turnover (Preceding FY)	Pricing Mechanism & Basis for Determination	Justification: Why the transaction is in the Company's Interest
1	Sale/Purchase of goods	Any of the Related Parties as specified in Table A – Details of Related Parties, as applicable, including Subsidiary Companies, Subsidiary LLP and Group Companies. As defined and covered under section 184, 185, 186, 188 and other applicable provisions, if any, of the Companies Act, 2013	50	9.07%	At prevailing market rates / on an arm's length basis, based on market quotations and prevailing commercial terms.	To meet the Company's operational requirements and ensure timely availability of goods on competitive commercial terms.
2	Sale/Buy Property	Any of the Related Parties as specified in Table A – Details of Related Parties, as applicable, including Subsidiary Companies, Subsidiary LLP and Group Companies. As defined and covered under section 184, 185, 186, 188 and other applicable provisions, if any, of the Companies Act, 2013	500	90.75%	Based on prevailing market value, supported by independent valuation/market comparable, as applicable.	To support the Company's business requirements and optimize utilization of assets/resources in the best interest of the Company.
3	Leasing Property	Any of the Related Parties as specified in Table A – Details of Related Parties, as applicable, including Subsidiary Companies, Subsidiary LLP and Group Companies. As defined and covered under section 184, 185, 186, 188 and other applicable provisions, if any, of the Companies Act, 2013	50	9.07%	Based on prevailing market rental rates for comparable properties and commercial terms.	To meet the Company's operational/business requirements and secure suitable premises on commercially reasonable terms.
4	Availing/ Rendering Services	Any of the Related Parties as specified in Table A – Details of Related Parties, as applicable, including Subsidiary Companies, Subsidiary LLP and Group Companies. As defined and covered under section 184, 185, 186, 188 and other applicable provisions, if any, of the Companies Act, 2013	50	9.07%	Based on prevailing market rates and comparable quotations, on an arm's length basis.	To obtain/provide necessary services efficiently, leveraging the expertise and capabilities of the related party and ensuring continuity of business operations.
5	Giving Loan/ Guarantee/Security	Any of the Related Parties as specified in Table A – Details of Related Parties, as applicable, including Subsidiary Companies, Subsidiary LLP and Group Companies. As defined and covered under section 184, 185, 186, 188 and other applicable provisions, if any, of the Companies Act, 2013	1000	181.50%	Loan at mutually agreed interest rates based on prevailing market borrowing/ lending rates; guarantee/security charges, if applicable, based on prevailing commercial terms.	To support the business and financial requirements of the related party/group entity and facilitate its operations/business activities, while being beneficial to the Company/group as a whole.
6	Loans/Advances from Directors	Any of the Related Parties as specified in Table A – Details of Related Parties, as applicable,	500	90.75%	At mutually agreed interest rates/terms, based on prevailing	To meet the Company's working capital and other funding

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Sr. No.	Nature of Transaction	Related Party & Relationship	Max Amount (INR Cr)	Value as % of Cons. Turnover (Preceding FY)	Pricing Mechanism & Basis for Determination	Justification: Why the transaction is in the Company's Interest
		including Subsidiary Companies, Subsidiary LLP and Group Companies. As defined and covered under section 184, 185, 186, 188 and other applicable provisions, if any, of the Companies Act, 2013			market borrowing rates and applicable regulatory requirements.	requirements and provide timely access to funds on commercially reasonable terms.
7	Personal Guarantee from Directors	Any of the Related Parties as specified in Table A – Details of Related Parties, as applicable, including Subsidiary Companies, Subsidiary LLP and Group Companies. As defined and covered under section 184, 185, 186, 188 and other applicable provisions, if any, of the Companies Act, 2013	2000	362.99%	Based on prevailing market terms; guarantee commission, if any, shall be determined having regard to practical market rates and applicable commercial terms.	To facilitate/strengthen the Company's borrowing arrangements and enhance its ability to obtain credit facilities on favourable terms.

Note:

The above transactions are proposed to be entered into with the Related Parties specified in Table A – Details of Related Parties, as applicable to the nature of the respective transaction. The transactions shall be undertaken in the ordinary course of business and on such terms and conditions as may be determined by the Company, subject to applicable provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, rules and regulations.

The definition of 'Related Party Transactions' under Regulation 2(1)(zc) of the SEBI LODR Regulations also includes those between the subsidiary of a listed entity on the one hand and related party on the other hand.

Financial Health of Related Parties: The turnover, Profit After Tax, and net worth of the related parties for the preceding financial year are:

Name of Related Party	Turnover (Rs. Lacs)	Profit After Tax (Rs. Lacs)	Net Worth (Rs. Lacs)
Arihant Aashiyana Private Limited	10,383.94	3,84.97	2,977.66
Arihant Abode Limited	20,073.23	1,171.89	5,152.48
Dwellcons Private Limited	-	-	499.99
Arihant Gruhnirman Private Limited	10.01	0.03	-18.13
Arihant Vatika Realty Private Limited	15,548.44	2,901.74	13,466.42

Credit and Default Status (Material RPT Requirement):

Credit Rating: Related parties involved in financial transactions (Items 5–7) have a latest credit rating - NA.

NPA/Default: No related party is classified as a non-performing asset (NPA) or wilful defaulter by any bank, nor are they facing insolvency resolution or liquidation.

Ownership and Interest: The Company holds 60% direct shareholding in the related parties. The following directors/KMPs have an interest:

Sr. No.	Name of Related Party	Company's Direct Shareholding	Name of Director/KMP having Interest	Designation	Director/ KMP's Shareholding in Related Party	Nature of Interest
1	Arihant Aashiyana Private Limited	60%	Mr. Ashokkumar B. Chhajer Mr. Parth Chhajer	Managing Director Joint Managing Director	13% 2.00%	Director and Shareholding
2	Arihant Abode Limited	60%	Mr. Ashokkumar B. Chhajer Mr. Parth Chhajer	Managing Director Joint Managing Director	3.00% 6.50%	Director and Shareholding
3	Dwellcons Private Limited	100%	-	-	-	Shareholding
4	Arihant Vatika Realty	60%	Mr. Ashokkumar B.	Managing Director	2.00%	Director and

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Sr. No.	Name of Related Party	Company's Direct Shareholding	Name of Director/KMP having Interest	Designation	Director/ KMP's Shareholding in Related Party	Nature of Interest
	Private Limited		Chhajer			Shareholding
5	Arihant Gruhnirman Private Limited	60%	Mr. Ashokkumar B. Chhajer Mr. Parth Chhajer	Managing Director Joint Managing Director	1.5% 19.50%	Director and Shareholding

Historical Context: Total transactions of Arihant Superstructures Limited with Subsidiary Companies in the last FY 2024-25 was INR 3158.68 Lacs and in the current FY 2025-26 is NIL. There have been no past defaults by these parties in the last financial year.

Financial Impact and Ratios:

Asset Disposal (Item 2): Expected impact on consolidated net worth is zero. The unit has a 3-year track record of Turnover: Rs. 50,444.35 Lacs (FY 2023-24), Rs. 49,883.05 Lacs (FY 2024-25) and Rs. 55,097.44 Lacs (FY 2025-26); Net Worth: Rs. 32,337.92 Lacs (FY 2023-24), Rs. 37,779.30 Lacs (FY 2024-25) and Rs. 44,983.95 Lacs (FY 2025-26); and Profit: Rs. 6,922.46 Lacs (FY 2023-24), Rs. 5,467.62 Lacs (FY 2024-25) and Rs. 4,604.34 Lacs (FY 2025-26).

Borrowings (Items 6 & 7): The Company's Debt to Equity Ratio before and after the transactions is 1.77 and 1.77, respectively. The Debt Service Coverage Ratio (DSCR) is 1.10 before the transactions.

Intangibles: These transactions do not involve the transfer of key intangible assets or customers critical for continued business.

Table A: Details of Related Party

Sr. No.	Name of Related Party	Relationship
1.	Arihant Aashiyana Private Limited	Subsidiary Company
2.	Arihant Abode Limited	Subsidiary Company
3.	Arihant Vatika Realty Private Limited	Subsidiary Company
4.	Arihant Gruhnirman Private Limited	Subsidiary Company
5.	Dwellcons Private Limited	Subsidiary Company
6.	Mandar Constructions Projects LLP	Subsidiary LLP
7.	Amoghvarsha Houses Private Limited	Group Company (Entity in which Directors have significant influence)
8.	Arihant Paradise Realty Private Limited	Group Company (Entity in which Directors have significant influence)

Note: The expression "Related Parties as specified in Table A" shall mean the entities/persons listed in Table A above, as applicable to the relevant transaction and subject to their continuing qualification as Related Parties under the applicable provisions of law.

*__Relatives means:__

1. As per section 2(77) of Companies Act, 2013 "relative" with reference to any person, means anyone who is related to another, if
I. They are members of HUF;
II. They are husband and wife; or
III. One person is related to the other in such manner as may be prescribed.
2. As per Companies (Specification of definitions details) Rules, 2014
A person shall be deemed to be relative of another, if he or she is related to another in the following manner, namely: -
I. Father (includes step-father)
II. Mother (includes step-mother)
III. Son (includes step-son)
IV. Son's Wife
V. Daughter
VI. Daughter's Husband
VII. Brother (includes the step-brother)
VIII. Sister (includes the step-sister)

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Members may note that based on the criteria mentioned in the SEBI (Listing Obligation and Disclosure Requirement), Regulations 2015, the above mentioned proposed transactions may exceed the threshold limit of Rupees 1000 Crores or 10% of Annual Consolidated Turnover on the basis of their last Audited Financial Statements, whichever is lower, wherein, they would be deemed to be "Material Related Party Transactions" and hence will require approval of the Shareholders by means of Ordinary Resolution.

In reference to all above Transactions, the Members may further note that this approval is in general terms of compliance of Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

The Audit Committee has approved the above proposed Related Party Transactions and has noted that these transactions are in the ordinary course of Business and are at arm's length basis. The list of related party transactions undertaken by the Company in the previous financial year form a part of the Annual Report for the reference of the members.

Hence, the proposed transactions to be entered are placed before the Shareholders for their approval.

Except Mr. Ashokkumar B. Chhajer, Mr. Parth Chhajer, Mr. Bhavik Chhajer and their relatives, none of the other Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested in this Resolution.

The Board of Director recommends the resolution for approval of members as Ordinary Resolution.

This information forms a part of the Notice and Explanatory Statement for the 43rd Annual General Meeting:

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ANNEXURE – I

INFORMATION PURSUANT TO SECTION 197 READ WITH SECTION II OF PART II OF SCHEDULE V OF THE COMPANIES ACT, 2013 FOR ITEM NO. 5 & 6.

I. GENERAL INFORMATION:

Nature of Industry: Real Estate.

Date of expected date of commencement of commercial production: Existing Company. The Company was incorporated on March 26, 1983.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable

Financial performance based on given indicators: The Financial and Operating performance of the Company during the 3 (three) preceding financial years is as under:

Amounts in lacs

Sr. No.	Particulars	2023-24 Audited	2024-25 Audited	2025-26 Audited
1.	Revenue from operations (incl. other income)	11861.16	12,399.02	9,222.72
2.	Net Profit (after Tax)	2292.37	1,947.90	145.49
3.	Equity Share Capital	4,116.00	4,116.00	4,325.00
4.	Net Worth	20,818.33	22,653.44	25,417.38
5.	EPS (Rs. Per share) - Basic	5.57	4.73	0.34

**Amounts rounded off to next digit*

Foreign investments or collaborations, if any: Not Applicable

II. INFORMATION ABOUT THE APPOINTEE:

Name of Director	Mr. Parth Chhajer	Mr. Bhavik Chhajer
Background details, Recognition or awards, Job profile and his suitability	Mr. Parth Chhajer, aged about 31 years. He is a Bachelor of Science (Economics) from Pennsylvania State University, USA. He commenced his professional journey at CLSA before joining ASL in 2018. With expertise in investor relations and product design, he rapidly advanced within the organization. As a strategic marketing collaborator, he significantly contributed to ASL's business growth by closely working with sales and digital marketing teams. Under his leadership, the company expanded its sales team, introduced innovative products, and digitized processes. Now serving on ASL's board, he aims to further enhance cross-functional engagement and drive sustainable scalability for the company.	Mr. Bhavik Chhajer, aged about 27 years. He is a Bachelor of Science (Business) degree from Indiana State University, USA. Prior to joining ASL in 2020, he played significant roles in organizations like HDFC Red and Jones Lang LaSalle, contributing to innovative solutions in the real estate sector. His responsibilities encompass the seamless progression of construction projects and the procurement of materials. Additionally, he extends his influence to the Human Resource department, emphasizing his commitment to fostering a positive and productive work environment.
Past remuneration	Rs. 45,00,000/- (Rupees Forty-Five Lacs only) per annum.	Rs. 45,00,000/- (Rupees Forty-Five Lacs only) per annum.
Remuneration proposed	Rs. 60,00,000/- (Rupees Sixty Lacs only) per annum.	Rs. 60,00,000/- (Rupees Sixty Lacs only) per annum.
Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	Considering the significant expertise of the Directors in his respective areas and acknowledging the responsibilities shouldered by him, the remuneration proposed is commensurate with industry standards and Board level positions held in similar sized and similarly positioned businesses.	Considering the significant expertise of the Directors in his respective areas and acknowledging the responsibilities shouldered by him, the remuneration proposed is commensurate with industry standards and Board level positions held in similar sized and similarly positioned businesses.

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Name of Director	Mr. Parth Chhajer	Mr. Bhavik Chhajer
Pecuniary relationship directly or indirectly with the company, or relation with the managerial personnel, if any.	Mr. Parth Chhajer has pecuniary Relationship with the Company as far as it relates to his own remuneration. He holds 60,85,341 Equity shares constituting 14.07% of the paid-up share capital of the Company as on the date of this Notice. Further, he is a son of Mr. Ashokkumar B. Chhajer, Chairman and Managing Director and brother of Mr. Bhavik Chhajer, Joint Managing Director.	Mr. Bhavik Chhajer has pecuniary Relationship with the Company as far as it relates to his own remuneration. He holds 60,00,000 Equity shares constituting 13.87% of the paid-up share capital of the Company as on the date of this Notice. Further, he is a son of Mr. Ashokkumar B. Chhajer, Chairman and Managing Director and brother of Mr. Parth Chhajer, Joint Managing Director.

III. OTHER INFORMATION:

Particular	Details
Reasons of loss or inadequate profits	The Company has inadequate profits on a standalone basis for the financial year 2025-26 for managerial remuneration under Section 197 of the Companies Act, 2013, owing to continued investment in land and project work-in-progress. However, the Company have adequate profits on a consolidated basis.
Steps taken or proposed to be taken for improvement	The Company anticipates generating sales from ongoing projects with additional sales expected upon their launch in the market.
Expected increase in productivity and profits in measurable terms	The Company is focused extensively on business and operational improvements through various initiatives like operational excellence, cost cutting and quality initiatives. The Company remains committed to pursue the long-term interest of all stakeholders, including the Company's shareholders and employees. This involves ensuring that the Company's leadership and talent base is appropriately remunerated, notwithstanding cyclical phases.

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ANNEXURE – II

Disclosure under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards - 2 issued by ICSI:

Name	Mr. Nimish Shah (DIN: 03036904)	Mr. Parth Chhajer (DIN: 06646333)	Mr. Bhavik Chhajer (DIN: 08475397)	Dr. Raghuveer Singh Rajpurohit (DIN: 11650118)
Designation	Whole-time Director	Joint Managing Director	Joint Managing Director	Independent Director
Date of Birth	11/04/1974	26/07/1995	15/01/1999	15/03/1971
Age	52 Years	31 Years	27 Years	55 Years
Nationality	Indian	Indian	Indian	Indian
Date of Appointment / Reappointment	13/04/2025	23/07/2022	24/05/2025	21/07/2026
Appointment/ Re-appointment/Change in Designation	Re-appointment	Change in designation	Change in designation	Regularization
Qualifications	B. E. (Civil) from University of Bombay.	Bachelor of Science (Economics) from Pennsylvania State University, USA.	Bachelor of Science (Business) degree from Indiana State University, USA.	M. Com. (Accounting), PhD and Post Graduate Diploma in Cost and Management Accounting (PGDCMA).
Brief profile & Nature of expertise in specific functional area	Having more than 22 years of experience in construction and related activities. He is actively involved in all the activities of engineering includes detailed Planning and Execution, Project Estimations, Infrastructure and Site organization of the projects. He was Involved in several turnkey projects of Water supply and Sewerage Scheme for Govt. of Maharashtra and successfully commissioned them.	Worked with leading organizations like CLSA, Equirus and Deloitte in capital markets and enterprise risk services Responsible for product development, marketing & sales strategy; also actively involved in the finance function.	He possesses experience in the real estate sector, with exposure to developing solutions and business initiatives through his association with organizations such as HDFC RED and Jones Lang LaSalle (JLL). He joined ASL Group in 2020 and is responsible for overseeing key functions including construction activities, procurement and overseas human resource operations.	Former Principal, OKIMT, Kota, Former Principal, SCMIRT, Pune and former Professor, IMS Noida. He has over 27 years of Academic and Industry experience.
Terms and Conditions of Appointment / re-appointment	Appointment/Re-appointment in terms of Section 152(6) of the Companies Act, 2013	Change in designation from Whole-time Director to Joint Managing Director for the remainder of the existing tenure on the existing terms and conditions, including remuneration, as approved by the Members and/or Board from time to time.	Change in designation from Whole-time Director to Joint Managing Director for the remainder of the existing tenure on the existing terms and conditions, including remuneration, as approved by the Members and/or Board from time to time.	Regularisation of Appointment.
Directorship in other listed entities	-	-	-	-

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Name	Mr. Nimish Shah (DIN: 03036904)	Mr. Parth Chhajer (DIN: 06646333)	Mr. Bhavik Chhajer (DIN: 08475397)	Dr. Raghuveer Singh Rajpurohit (DIN: 11650118)
Directorship in Other Companies (excluding Listed Entities, Foreign Companies and Section 8 Companies)	-	Dwellcons Private Limited Arihant Aashiyana Private Limited Anandi Realty Private Limited Align Gateway Private Limited Vishveshvaraaya Houses Private Limited Abhinandan Agrofarms Private Limited Parashakti Houses Private Limited Alchemy Holiday and Entertainment Private Limited	Alchemy Holiday and Entertainment Limited Amoghvarsh Houses Private Limited Sarvodaya Vanaspati Private Limited Dwellcons Private Limited Arihant Vatika Realty Private Limited Arihant Abode Limited Align Gateway Private Limited Vishveshvaraaya Houses Private Limited Parashakti Houses Private Limited Anandi Realty Private Limited Abhinandan Agrofarms Private Limited	-
Committee Positions in ASL	Chairperson – Corporate Social Responsibility Committee Member - Stakeholders Relationship Committee	-	-	-
Committee Positions in other Public Limited Companies	-	-	-	-
Names of listed entities from which the directors have resigned in the past 3 (three) years	-	-	-	-
Relation between Directors	-	Son of Mr. Ashokkumar B. Chhajer, Chairman and Managing Director and Brother of Mr. Bhavik Chhajer, Joint Managing Director of the Company.	Son of Mr. Ashokkumar B. Chhajer, Chairman and Managing Director and Brother of Mr. Parth Chhajer, Joint Managing Director of the Company.	-
Number of Shares held in Arihant Superstructures Limited	-	60,85,341	60,00,000	-

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ANNEXURE – III

Details under SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026

Sr.	Particular	Details
1	**Name**	K J K & Associates, Chartered Accountants.
2	**Reason for change viz. appointment / resignation etc.**	Appointment of K J K & Associates, Chartered Accountants.
3	**Date of appointment / reappointment / cessation (as applicable) & term of appointment / reappointment;**	From the date of AGM for a period of 5 Year.
4	**Brief Profile (in case of appointment)**	K J K & Associates, Chartered Accountants, is a partnership firm established on September 1, 1990, having its Head Office in Mumbai and branches in Indore and Bhilwara. The firm has extensive professional experience in Statutory Audit, Internal Audit, Tax Audit, GST, Management Audit, Bank Audits, Concurrent Audit, Stock Audit, Special Audit and Financial Due Diligence. The firm has undertaken audit and professional assignments for various corporates, banks, government entities and other organizations. It is empaneled with various institutions, including the Reserve Bank of India (RBI), Comptroller and Auditor General of India (C&AG), Institute of Chartered Accountants of India (ICAI), Indian Banks' Association (IBA) and MEF (ICAI). The firm has a team of experienced Chartered Accountants and audit professionals. Its partners collectively possess significant experience in Statutory Audit, Internal Audit, Taxation, GST, Company Law, Banking and Financial Consultancy. The firm has the requisite professional experience and expertise in carrying out statutory audit and other assurance assignments across various industries and sectors.
5	**Disclosure of relationships between directors (in case of appointment of a director)**	Not Applicable

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Arihant Superstructures Limited
CIN: L51900MH1983PLC029643
Registered Office: Arihant Aura, B-Wing, 25th Floor, Plot No.13/1, TTC Industrial Area, Thane Belapur Road, Turbhe, Navi Mumbai, Maharashtra, India, 400705
Phone: +91 22 6249 3333 | **Website:** https://www.asl.net.in/ | **E-mail:** cs@asl.net.in

ATTENDANCE SLIP

PLEASE HAND OVER THE ATTENDANCE SLIP AT THE ENTRANCE OF THE AGM HALL

DP. ID	
Client ID / Folio No.	
Name and Address of the Registered Member	
No. of Shares	

I hereby record my presence at the 43rd Annual General Meeting of the Company held on Thursday, September 24, 2026 at Ebony Ballroom, “The Regenza” Tunga, Plot No. 37, Sector 30A, Vashi, Navi Mumbai – 400703 at 11.30 A.M. (IST).

Full name of the Proxy, if attending the Meeting: _____

Signature of the Member / Joint Member / Proxy attending the Meeting:

Note: Persons attending the Meeting are requested to bring this Attendance Slip with them.

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Arihant Superstructures Limited

CIN: L51900MH1983PLC029643

Registered Office: Arihant Aura, B-Wing, 25th Floor, Plot No.13/1, TTC Industrial Area, Thane Belapur Road, Turbhe, Navi Mumbai, Maharashtra, India, 400705

Phone: +91 22 6249 3333 | **Website:** https://www.asl.net.in/ | **E-mail:** cs@asl.net.in

43rd Annual General Meeting | Thursday, September 24, 2026 at 11.30 A.M. (IST)

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 the Member(s)	
Registered Address	
Email ID	
Folio No. / DP ID - Client ID	

I / We being the Member(s) holding _____ shares of above named Company, hereby appoint:

(1) **Name:** _____ **Address** _____
Email ID: _____ **Signature:** _____ Or failing him / her

(2) **Name:** _____ **Address** _____
Email ID: _____ **Signature:** _____ Or failing him / her

(3) **Name:** _____ **Address** _____
Email ID: _____ **Signature:** _____ Or failing him / her

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 43rd Annual General Meeting of the Company to be held on Thursday, September 24, 2026 at 11.30 A.M. (IST), at Ebony Ballroom, "The Regenza" Tunga, Plot No. 37, Sector 30A, Vashi, Navi Mumbai – 400703 and at any adjournment thereof in respect of such resolutions as are indicated below:

ORDINARY BUSINESS:

1. Adoption of Financial Statements.
2. Re-appointment of as a Director liable to retire by rotation.
3. Declaration of Dividend.
4. Appointment of M/s. K J K & Associates, Chartered Accountants (Firm Registration No. 112159W) as Statutory Auditors of the Compa

SPECIAL BUSINESS:

1. Change in Designation of Mr. Parth Chhajer (DIN: 06646333) from Whole-time Director to Joint Managing Director of the Company.
2. Change in Designation of Mr. Bhavik Chhajer (DIN: 08475397) from Whole-time Director to Joint Managing Director of the Company.
3. Regularization of appointment of Dr. Raghuveer Singh Rajpurohit (DIN: 11650118) as non-executive Independent Director of Company.
4. To maintain Registers of Members at a place other than the Registered Office of the Company.
5. To approve the proposed Material Related Party Transactions for the Financial Year 2026-27.

Affix Revenue Stamp

Signed this _____ day of _____ 2026

Signature of Member(s): _____

Signature of Proxy holder(s): _____

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

For the Resolutions, Statement setting out material facts thereon and notes, please refer to the Notice of the 43rd Annual General Meeting.

A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or Member.

Proxies submitted on behalf of limited companies, societies, partnership firms, etc., must be supported by appropriate resolution / authority as applicable, issued on behalf of the appointing organization.

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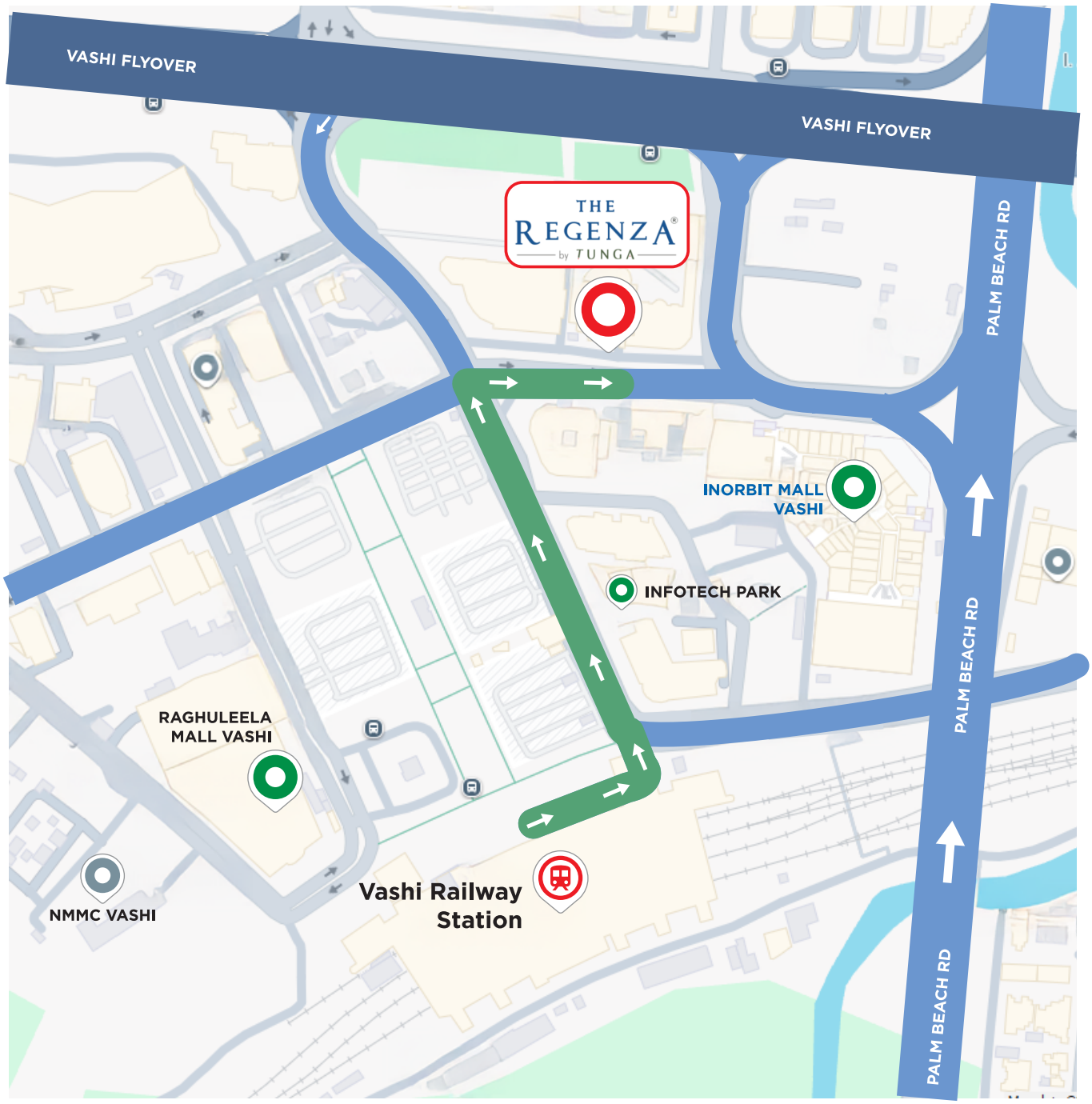
Route map to the venue of the AGM

Ebony Ballroom, "The Regenza" Tunga, Plot No. 37, Sector 30A, Vashi, Navi Mumbai – 400703



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