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LIMITED

Registered Office : 1st Floor, "Aditya", Near Khadayata Colony, Ellisbridge, Ahmedabad – 380 006, India
Phone : 91-79-40019600 **E-mail :** texcellence@ashima.in **Website :** www.ashima.in
CIN : L99999GJ1982PLC005253

NOTICE OF POSTAL BALLOT

[Notice pursuant to Section 110 of the Companies Act, 2013, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

Notice is hereby given pursuant to the provisions of Section110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (the "**Act**"), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "**Rules**") (including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force, and as amended from time to time),Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020, the General Circular No. 10/2021 dated June 23, 2021, the General Circular No. 20/2021 dated December 08, 2021, the General Circular No. 3/2022 dated May 05, 2022, General Circular No. 09/2023 dated September, 25, 2023, General Circular No. 09/2024 dated September, 19, 2024 and General Circular No. 03/2025 dated September, 22, 2025 issued by the Ministry of Corporate Affairs, Government of India (the "**MCA Circulars**") and pursuant to other applicable laws and regulations, that the resolution appended below are proposed for approval of the shareholders of Ashima Limited (the "**Company**") through postal ballot ("**Postal Ballot**") by voting through electronic means. ("**remote e-voting**").

The explanatory statement pursuant to Section 102 of the Act pertaining to the resolution as included in the Notice of Postal Ballot, setting out the material facts concerning the resolution and the reasons thereof is annexed hereto for your consideration.

In compliance with the requirements of the above MCA Circulars, hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope is not being dispatched to the shareholders for this Postal Ballot and shareholders are required to communicate their assent or dissent through the remote e-voting system only.

The Company is providing remote e-voting facility to its members for voting on the resolution contained in this Postal Ballot Notice. The Members can vote on such resolutions through remote e-voting facility only. Assent or dissent of the Members on the resolution mentioned in Postal Ballot Notice would only be taken through the remote e-voting system as per the MCA Circulars. The instructions for remote e-voting are appended to this Postal Ballot Notice.

Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company, on 29th October, 2026, has appointed Mr. Tapan Shah, Practicing Company Secretary, Ahmedabad (FCS: 4476; CP No.: 2839) as the Scrutinizer for conducting the Postal Ballot by remote e-voting process in a fair and transparent manner.

The Scrutinizer will submit his report to the Chairman of the Company ('the Chairman') or to any other person authorized by the Chairman after the completion of the scrutiny of E-voting data. The result of the Postal Ballot / E-voting shall be declared within two working days of end of E-voting and upon receipt of report of the Scrutinizer and communicated to BSE Limited ("BSE") and National

Stock Exchange of India Limited ("NSE") (together the "Stock Exchanges"), CDSL and shall also be displayed on the Company's website at www.ashima.in.

The last date of the e-voting shall be the date on which the resolution shall be deemed to have beenpassed, if approved by the requisite majority.

SPECIAL BUSINESS:

ITEM NO. 1

Related Party Transaction with Saumya Construction Private Limited

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

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, (including any statutory amendment(s) or re enactment(s) thereof, for the time being in force, if any), and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, and in supersession of the earlier approval of the Members granted at the Annual General Meeting held on August 7, 2025, authorising related party transactions with Saumya Construction Private Limited up to an aggregate value of ₹3,00,00,000/- (Rupees Three Crore Only) per year, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (the "Board", which term shall be deemed to include any duly authorized Committee constituted /empowered by the Board, from time to time, to exercise its powers conferred by this resolution), for entering into and / or carrying out and / or continuing with existing contracts / arrangements / transactions or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise, whether undertaken directly between the Company and Saumya Construction Private Limited or through any intermediaries or other entities, and whether individually or in a series of transactions, with Saumya Construction Private Limited, a related party of the Company, up to an aggregate value not exceeding Rs.5,00,00,000/- (Rupees Five Crore only) per year for the financial years 2026-27, 2027-28 and 2028-29 as detailed in the explanatory statement annexed to this Notice, notwithstanding the fact that the aggregate value of all these transaction(s) may exceed the prescribed thresholds as per provisions of the SEBI Listing Regulations as applicable from time to time, provided, however, that the said contract(s)/arrangement(s)/ transaction(s) shall be carried out on an arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and Chief Financial Officer and Company Secretary be and are hereby severally authorized to do all acts and take all such steps as may be considered necessary, proper or expedient to give effect to this resolution."

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ITEM NO. 2

Related Party Transaction between Saumya Construction Private Limited and Ashima Capital Management Limited, a wholly owned subsidiary of Ashima Limited

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

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013, read with the rules framed thereunder (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force), and Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, and in supersession of the earlier approval granted by the Members at a postal ballot dated 27th June, 2026of the Company authorising related party transactions up to an aggregate value of ₹6,50,00,000/- (Rupees Six Crore Fifty Lakh Only) per year, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (the "Board", which term shall be deemed to include any duly authorised Committee constituted or empowered by the Board, from time to time, to exercise its powers conferred by this resolution), for entering into and/or carrying out and/or continuing with existing contracts/arrangements/transactions, modifications of earlier arrangements/transactions, whether individually or in a series of transactions, whether undertaken directly between Ashima Capital Management Limited ("ACML"), a wholly owned subsidiary of the Company, and Saumya Construction Private Limited or through any intermediaries or other entities, up to an aggregate value not exceeding ₹ 8,00,00,000/- (Rupees Eight Crore Only) per year for each of the financial years 2026-27, 2027-28 and 2028-29, between ACML and Saumya Construction Private Limited, a related party, as detailed in the explanatory statement annexed to this Notice, notwithstanding that the aggregate value of such transactions may exceed the prescribed thresholds under the SEBI Listing Regulations,as applicable from time to time, provided, however, that the said contracts/arrangements/transactions shall be carried out on an arm's length basis and in the ordinary course of business of ACML."

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and Chief Financial Officer and Company Secretary be and are hereby severally authorized to do all acts and take all such steps as may be considered necessary, proper or expedient to give effect to this resolution."

Registered Office:
1st Floor, Aditya, Near Khadayata Colony,
Ellisbridge, Ahmedabad, Gujarat, India, 380006

By Order of the Board of Directors

Harshil Shah
Company Secretary and Compliance Officer
Membership No.: A71884

Date: 29th October, 2026
Place: Ahmedabad

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NOTES:

1. The explanatory statement pursuant to Section 102 of the Act stating all material facts in respect of the proposed resolutionsis annexed herewith. The relevant details are also annexed to this Notice as Annexure.

2. In terms of the MCA Circulars, the Postal Ballot Notice ("Notice") is being sent by electronic mode only to those members whose email addresses are registered with the Company's Registrar and Share Transfer Agent, MUFG Intime India Pvt. Ltd ("MUFG Intime") / Depository Participant(s) on the **Cut-off date i.e. Friday, 30th October, 2026.**Members may note that this Notice will be available on the Company's website viz. www.ashima.in

3. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the **Cut-off date,i.e. Friday, 30th October, 2026,**shall be entitled to avail the facility of remote e-voting. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the cut-off date. **A person who is not a member as on the cut-off date should treat this notice for information purpose only.**

4. The resolution(s), if passed by the requisite majority, shall be deemed to have been passed as if the same has been passed at a general meeting of the Members convened on that behalf. The resolution(s), if approved by the requisite majority of Members by means of Postal Ballot i.e. remote e-voting, shall be deemed to have been passed on Friday, 4th Decemebe:, 2026.

5. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently or cast the vote again.

6. General information and instructions relating to remote e-voting:

   i. Pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and Regulation 44 of SEBI LODR Regulations, the Company is offering remote e-voting facility to its shareholders in respect of the resolutions proposed to be passed in terms of this Postal Ballot Notice. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) as the Authorized Agency to provide remote e-voting facility. The remote e-voting facility will be available during the following voting period:

      a) Commencement of remote e-voting: Thursday, 5th November, 2026 at 9:00 a.m. (IST)
      b) End of remote e-voting: Friday, 4th Decmber, 2026 at 5:00 p.m. (IST)

   ii. **The cut-off date for the purpose of remote e-voting isFriday, 30th October, 2026.**

   iii. Please read the instructions for remote e-voting given below before exercising the vote.

   iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, login method for e-voting for individual shareholders holding securities in demat modewithCDSL/ NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL**	1) Users who have opted for CDSL's Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon and select New System Myeasi tab and then use existing Myeasi username and password. 2) After successful login the Easi / Easiest user will be able to see the e-voting menu. On clicking the e-voting menu, the user will be able to see his/her holdings along with links of the respective e-voting service provider i.e. CDSL/ NSDL/ KARVY/ MUFG INTIME as per information provided by Issuer / Company. Additionally, links are provided to e-voting service providers, so that the user can visit the e-voting service providers' site directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com, for which the user has to click on login and New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-voting page by providing demat account number and PAN No. from ane-voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered mobile number and email ID as recorded in the demat account. After successful authentication, user will be able to see the e-voting option, where the e-voting is in progress and also able to directly access the system of all e-voting service providers.
Individual Shareholders holding securities in demat mode with **NSDL**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a personal computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and password. After successful authentication, you will be able to see e-voting services. Click on "Access to e-Voting" under e-voting services and you will be able to see e-voting page.

	Click on company name or e-voting service provider name and you will be re-directed to e-voting service provider website for casting your vote during the remote e-voting period. 2) If the user is 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 3) 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 held with NSDL), Password/OTP and a verification code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site, wherein you can see e-voting page. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period. 4) 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
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. After successful login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider's website for casting your vote during the remote e-voting period.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.
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.co.in or call at toll free no. 1800 1020 990 and 1800 22 44 30

v. Login method for e-voting for shareholders other than individual shareholders holding shares in demat form and physical shareholders

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in physical form should enter folio number registered with the Company.

4) Next enter the image verification as displayed and click on login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user, follow the steps given below:

	For physical shareholders and other than individual shareholders holding shares in demat form
PAN	• Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/RTA/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	• Enter the dividend bank details or date of birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the dividend bank account details field.

7) After entering these details appropriately, click on "SUBMIT" tab.

8) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu, wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for remote e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

10) Click on the EVSN of Ashima Limited on which you choose to vote.

11) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

12) Click on the "RESOLUTION FILE LINK" if you wish to view the entire details of the resolution.

13) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

14) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

15) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

16) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password and enter the details as prompted by the system.

17) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

18) **Additional Facility for Non – Individual Shareholders and Custodians –Remote e-Voting**

- Non-individual shareholders (i.e. other than individuals, HUF, NRI etc.) and custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the registration form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically and can be delinked in case of any wrong mapping.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the board resolution and Power of Attorney (POA), which they have issued in favour of the custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively,non-individual shareholders are required to send the relevant board resolution/ authority letter etc. together with attested specimen signature of the duly authorized signatories who are authorized to vote, to the scrutinizer and to the Company at the email address viz; scrutinizer@tapanshah.in and investor_redressel@ashima.in, if they have voted from individual tab and not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For physical shareholders- please provide necessary details like folio no., name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company email id: **investor_redressal@ashima.in**.

2. For demat shareholders -Please update your email id and mobile no. with your respective Depository Participant (DP)

3. For individual demat shareholders – Please update your email id and mobile no. with your respective Depository Participant (DP), which is mandatory while e-voting through depository.

20) If you have any queries or issues regarding remote e-voting from the CDSL e-voting system, you can write an email to helpdesk.evoting@cdslindia.com or contact attoll free no. 1800 22 55 33. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33.

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ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OFSECTION 102 OF THE COMPANIES ACT, 2013.

Item no. 1:

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended by the SEBI (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective from April 1, 2022, prior approval of the shareholders by way of an ordinary resolution is required for all material related party transactions and subsequent material modifications, even if such transactions are in the ordinary course of business and on an arm's length basis.

A transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary(ies), exceed(s) –

Consolidated turnover of listed entity	Materiality threshold for RPTs
Upto Rs. 20,000 crore	10% of annual consolidated turnover
From Rs. 20,000 crore to Rs. 40,000 crore	Rs. 2,000 crore plus 5% of the turnover above Rs. 20,000 crore
More than Rs. 40,000 crore	Rs. 3,000 crore plus 2.50% of the turnover above Rs. 40,000 crore or Rs. 5,000 crore whichever is less.

The proposed transactions, for which approval of the Members is being sought by way of postal ballot, relates to the enhancement of the aggregate value of an ongoing related party transactions between the Company and Saumya Construction Private Limited, which was originally approved by the Members of the Company at the Annual General Meeting held on 7th August, 2025.

The Audit Committee, on the basis of relevant details provided by the management as required by the applicable laws, has reviewed and approved on 29th October, 2026, the incremental amount as mentioned in **Annexure-A**, subject to approval of the Members. While according its approval, the Audit Committee noted that such transaction(s) shall be on arms' length basis and in the ordinary course of business of the Company.

Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for enhanced limits. The said transaction(s) would be in the ordinary course of business and on an arm's length basis and within the overall criteria as earlier approved by the Members of the Company.

Mr. Chintan Navnitlal Parikh (DIN:00155225) , Mr. Krishnachintan Chintan Parikh (DIN: 07208067) and Ms. Uttara Chintan Parikh (DIN.:02334342) are interested in the said resolution. Except them, no other Director or Key Managerial Personnel or their relatives are concerned or interested in this resolution except to the extent their respective shareholding in the Company.

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In terms of SEBI Circular dated June 26, 2025 on Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards"), which is effective from September 01, 2025, the explanatory statement contained in this Notice provides the required information:

Pursuant to the SEBI Circular dated June 26, 2025, the Minimum Information relating to the proposed related party transaction(s) is provided as under:

Sr.No	Particulars of the information	Information provided by the management for Item nos. 1
1.	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Refer below table titled as **"Annexure – A"**
2.	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	Refer below table titled as **"Annexure – A"**
3.	Disclosure of the fact that the Audit Committee has reviewed the certificates provided by the CEO/Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards	The Audit Committee at its meeting dated 29th October, 2026 has reviewed the certificate issued by the CEO and CFO of the Company, as required under the RPT Industry Standards.
4.	Disclosure that the material RPT or any material modification thereto has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval	The proposed material modifications of RPT have been approved by the Audit Committee and the Board of Directors in their respective meetings dated 29thOctober, 2026 have recommended the same to the Members for approval.
5.	Web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT	Not Applicable
6.	Affirmation that the Audit Committee and Board of Directors, while providing information to the shareholders, have redacted the commercial secrets and such other	We affirm that the Audit Committee and Board of Directors, while providing information to the Members, have not redacted any information, since there is no commercially sensitive information involved. All necessary information

	information that would affect competitive position of listed entity and in its assessment, the redacted disclosures still provide all the necessary information to the public shareholders for informed decision making	for informed shareholders decision-making has been provided. Refer below table as **"Annexure – A".**
7.	Any other information that may be relevant	Not Applicable

Item no. 2:

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended by the SEBI (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2021, effective from April 1, 2022, prior approval of the shareholders by way of an ordinary resolution is required for all material related party transactions and subsequent material modifications, even if such transactions are in the ordinary course of business and on an arm's length basis.

A transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year, whether directly and/or through its subsidiary(ies), exceed(s) –

Consolidated turnover of listed entity	Materiality threshold for RPTs
Upto Rs. 20,000 crore	10% of annual consolidated turnover
From Rs. 20,000 crore to Rs. 40,000 crore	Rs. 2,000 crore plus 5% of the turnover above Rs. 20,000 crore
More than Rs. 40,000 crore	Rs. 3,000 crore plus 2.50% of the turnover above Rs. 40,000 crore or Rs. 5,000 crore whichever is less.

The proposed transactions, for which approval of the Members is being sought by way of postal ballot, relates to the enhancement of the aggregate value of an ongoing related party transaction between Ashima Capital Management Limited, a wholly owned subsidiary of Ashima Limited, and Saumya Construction Private Limited, which was originally approved by the Members of the Company at the Annual General Meeting held on 7thAugust,2025 and subsequently enhanced by the Members through Postal Ballot dated 19th March, 2026 and thereafter on 27th June, 2026.

The Audit Committee, on the basis of relevant details provided by the management as required by the applicable laws, has reviewed and approved on 29th October,2026, the incremental amount as mentioned in **Annexure-B**, subject to approval of the Members. While according its approval, the Audit Committee noted that such transaction(s) shall be on arms' length basis and in the ordinary course of business of the Company.

Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for enhanced limits. The said transaction(s) would be in the ordinary course of business and on an arm's length basis and within the overall criteria as earlier approved by the Members of the Company.

Mr. Chintan Navnitlal Parikh (DIN:00155225), Ms. Uttara Chintan Parikh (DIN.:02334342)andMr. Krishnachintan Chintan Parikh (DIN: 07208067)are interested in the said resolution. Except them, no other Director or Key Managerial Personnel or their relatives are concerned or interested in this resolution except to the extent their respective shareholding in the Company.

In terms of SEBI Circular dated June 26, 2025 on Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards"), which is effective from September 01, 2025, the explanatory statement contained in this Notice provides the required information:

Pursuant to the SEBI Circular dated June 26, 2025, the Minimum Information relating to the proposed related party transaction(s) is provided as under:

Sr.No	Particulars of the information	Information provided by the management for Item nos. 2
1.	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Refer below table titled as **"Annexure – B"**
2.	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	Refer below table titled as **"Annexure – B"**
3.	Disclosure of the fact that the Audit Committee has reviewed the certificates provided by the CEO/Managing Director/ Whole Time Director/ Manager and CFO of the Listed Entity as required under the RPT Industry Standards	The Audit Committee at its meeting dated 29thOctober,2026 has reviewed the certificate issued by the CEO and CFO of the Company, as required under the RPT Industry Standards.
4.	Disclosure that the material RPT or any material modification thereto has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval	The proposed material modifications of RPT have been approved by the Audit Committee and the Board of Directors in their respective meetings dated 29thOctober,2026 recommended the same to the Members for approval.
5.	Web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT	Not Applicable
6.	Affirmation that the Audit Committee and Board of Directors, while providing	We affirm that the Audit Committee and Board of Directors, while providing

	information to the shareholders, have redacted the commercial secrets and such other information that would affect competitive position of listed entity and in its assessment, the redacted disclosures still provide all the necessary information to the public shareholders for informed decision making	information to the Members, have not redacted any information, since there is no commercially sensitive information involved. All necessary information for informed shareholders decision-making has been provided. Refer below table as **"Annexure – B".**
7.	Any other information that may be relevant	Not Applicable

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1st Floor, Aditya, Near Khadayata Colony,
Ellisbridge, Ahmedabad, Gujarat, India, 380006

By Order of the Board of Directors

Harshil Shah
Company Secretary and Compliance Officer
Membership No.: A71884

Date :29th October, 2026
Place : Ahmedabad

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CIN : L99999GJ1982PLC005253

"Annexure – A"

Pursuant to the SEBI Circular dated 26th June, 2025 the Minimum Information relating to the proposed material modification to the material RPT(s), in respect of item No.1 , is provided as under:

Sr. No	Particulars of the information	Information provided by the management
A. Details of the related party and transactions with the related party		
A (1). Basic details of the Related Party		
1.	Name of the Related Party	Saumya Construction Private Limited (SCPL)
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Saumya Construction Private Limited is primarily engaged in the business of real estate development and allied activities.
A (2). Relationship and ownership of the related party		
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (Financial or otherwise) and the following:	Nature of Relationship: Saumya Construction Private Limited is having same directors and shareholders. (1) Mr. Chintan Parikh, Chairman and Managing Director (Promoter) of the Company is Director and Shareholder of Saumya Construction Private Limited. (2) Mr. Krishnachintan Parikh, Executive Director of the Company is Director of Saumya Construction Private Limited. (3) Ms. Uttara Chintan Parikh, Non-Executive Non Independent Director of the Company is Director of Saumya Construction Private Limited. (4) Navchintan Trust, Promoter of the Company holding 28.33% equity shares in the Company is also holding 55.00% equity shares in the share capital of Saumya Construction Private Limited. Nature of concern /interest: 1. Saumya Construction Private Limited acts as Development Advisor for the project "Swan Lake". 2. Saumya Construction Private Limited acts as Development Advisor for the project "The Sovereign". 3. The premises serving as the Company's

		registered office are owned by Saumya Construction Private Limited ("SCPL") and have been leased by SCPL to the Company.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Company doesn't hold equity shares in SCPL.
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	• Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). *Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/ subsidiary/ related party has control.* While calculating indirect shareholding, shareholding held by relatives shall also be considered.	Nil
A (3). Details of previous transactions with the related party		
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	For F.Y. 2025-26 - Rs. 236.57 lacs (excluding GST)
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Rs. 123.28 Lacs

3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No
A (4). Amount of the proposed transactions (All types of transactions taken together)		
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	Aggregate amount up to ₹ 5.00 crores (Rupees Five Crores only) per financial year.
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT.	Yes
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	The annual consolidated turnover of Ashima Limited, the listed parent company of ACML, is Rs. 12.01 Crs. for FY 2025-26. The value of the proposed transaction as a percentage will be 41.63%.
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	Not Applicable
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	The annual turnover of Saumya Construction Private Limited is Rs. 2141.47 Lacs for FY 2025-26. The value of the proposed transaction as a percentage will be 23.35%.
6.	Financial performance of the related party for the immediately preceding financial year.	Details of Details of SCPL on Standalone Basis: **FY 2025-26** Particulars | Amount (Rs. In Lakhs) Turnover (Revenue from | 2141.47

		operations)	
		Total income (including other income)	10521.74
		Profit After Tax	6661.17
		Net Worth	26,621.11
A (5). Basic details of the proposed transaction			
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	(a) sale, purchase or supply of any goods or materials; (b) selling or otherwise disposing of, or buying, property of any kind; (c) leasing of property of any kind; (d) availing or rendering of any services; (e) appointment of any agent for purchase or sale of goods, materials, services or property;	
2.	Details of each type of the proposed transaction	As per A(5) (1)	
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	For a period of three financial years i.e. 2026-27, 2027-28 and 2028-29	
4.	Whether omnibus approval is being sought?	No	
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	**Financial Year**	**Proposed Amount**
		2026-27	Upto 5.00 Crore
		2027-28	Upto 5.00 Crore
		2028-29	Upto 5.00 Crore
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The Company stands to benefit from the experience and expertise of Saumya Construction Private Limited ("SCPL"), which has a strong presence in the real estate business for the past 42 years. Further, the premises and other services provided by SCPL facilitate the smooth functioning of the Company's operations and enable the Company to carry on its business effectively and efficiently. The proposed transactions would be in the ordinary course of business and on an arm's length basis.	
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.		

<table>
<tr><td></td><td>a. Name of the director / KMP</td><td>Mr. Chintan Navnitlal Parikh (DIN: 00155225)
Mr. Krishnachintan Chintan Parikh (DIN: 07208067)
Ms. Uttara Chintan Parikh (DIN: 02334342)</td></tr>
<tr><td></td><td>b. Shareholding of the director / KMP, whether direct or indirect, in the related party</td><td>
<table>
<tr><th>Name</th><th>Shareholding in SCPL</th></tr>
<tr><td>Mr. Chintan N. Parikh - As Trustee of Navchintan Trust</td><td>103,126</td></tr>
<tr><td>Mr. Chintan N. Parikh and Mrs. Shefali C. Parikh –As Trustees of Navchintan Trust</td><td>247,052</td></tr>
<tr><td>Chintan N. Parikh</td><td>23</td></tr>
<tr><td>Shefali C. Parikh</td><td>1</td></tr>
<tr><td>Mr. Chintan Navnitlal Parikh and Mrs. Shefali Chintan Parikh as Trustee of Chintan Parikh Family Trust No.1</td><td>95,511</td></tr>
<tr><td>Mr. Chintan Navnitlal Parikh and Mrs. Shefali Chintan Parikh as Trustee of Chintan Parikh Family Trust No.2</td><td>95,511</td></tr>
<tr><td>Mr. Chintan Navnitlal Parikh and Mrs. Shefali Chintan Parikh as Trustee of Chintan Parikh Family Trust No.3</td><td>95,511</td></tr>
</table>
</td></tr>
<tr><td>8.</td><td>A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.</td><td>Not Applicable</td></tr>
<tr><td>9.</td><td>Other information relevant for decision making.</td><td>None</td></tr>
<tr><td colspan="3">B. Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A,</td></tr>
<tr><td colspan="3">B(1). Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances</td></tr>
<tr><td>1.</td><td>Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.</td><td>Not Applicable</td></tr>
<tr><td>2.</td><td>Basis of determination of price</td><td>The pricing of the proposed transactions is determined on an arm's length basis, having regard to prevailing market prices, comparable third-party quotations and pricing for similar products supplied by the Company to unrelated parties in the ordinary course of business, wherever applicable.</td></tr>
</table>

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3.	In case of trade advance (*of upto 365 days or such period for which such advances are extended as per normal trade practice*), if any, proposed to be extended to the related party in relation to the transaction, specify the following :	
	a. Amount of Trade advance	Not Applicable
	b. Tenure	Not Applicable
	c. Whether same is self-liquidating?	Not Applicable

"Annexure –B"

Pursuant to the SEBI Circular dated 26th June, 2025 the Minimum Information relating to the proposed material modification to the material RPT(s), in respect of item No. 2, is provided as under:

Sr. No	Particulars of the information	Information provided by the management
A. Details of the related party and transactions with the related party		
A (1). Basic details of the Related Party		
1.	Name of the Related Party	Saumya Construction Private Limited (SCPL)
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Saumya Construction Private Limited is primarily engaged in the business of real estate development and allied activities.
A (2). Relationship and ownership of the related party		
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (Financial or otherwise) and the following:	**Nature of Relationship:** Company in which Directors are having significant influence. **Nature of concern /interest:** Ashima Capital Management Limited ("ACML"), a wholly owned subsidiary of Ashima Limited, provides Portfolio Management Services to Saumya Construction Private Limited ("SCPL"). Further, ACML's registered office premise is owned by SCPL and have been rented by SCPL to ACML. Except as stated above, the said related party has no other concern or interest in the proposed resolution.

	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	ACML is a wholly owned subsidiary of Ashima Limited. Neither Ashima Limited nor ACML holds any shareholding, directly or indirectly in SCPL.
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	• Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). *Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/ subsidiary/ related party has control.* While calculating indirect shareholding, shareholding held by relatives shall also be considered.	Nil
A (3). Details of previous transactions with the related party		
4.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	For F.Y. 2025-26 - Rs. 104.97 lacs (excluding GST)
5.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter	Rs. 85.20 Lacs

	immediately preceding the quarter in which the approval is sought.	
6.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No
A (4). Amount of the proposed transactions (All types of transactions taken together)		
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders	Aggregate amount up to ₹ 8.00 crores (Rupees Eight Crores only) per financial year.
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT.	Yes
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	The annual consolidated turnover of Ashima Limited, the listed parent company of ACML, is Rs. 12.01 Crs. for FY 2025-26. The value of the proposed transaction as a percentage will be 66.61%.
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	The annual turnover of Ashima Capital Management Limited is Rs. 1.95 Crs. for FY 2025-26. The value of the proposed transaction as a percentage will be 410.26%.
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the	The annual turnover of Saumya Construction Private Limited is Rs. 2141.47 Lacs for FY 2025-26. The value of the proposed transaction as a percentage will be 37.36%.

<table>
<tr><td></td><td>immediately preceding financial year, if available.</td><td></td></tr>
<tr><td>6.</td><td>Financial performance of the related party for the immediately preceding financial year.</td><td>Details of Details of SCPL on Standalone Basis:
FY 2025-26
<table><tr><th>Particulars</th><th>Amount (Rs. In Lakhs)</th></tr><tr><td>Turnover (Revenue from operations)</td><td>2141.47</td></tr><tr><td>Total income (including other income)</td><td>10521.74</td></tr><tr><td>Profit After Tax</td><td>6661.17</td></tr><tr><td>Net Worth</td><td>26,621.11</td></tr></table></td></tr>
<tr><td colspan="3">A (5). Basic details of the proposed transaction</td></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td>(a) sale, purchase or supply of any goods or materials;
(b) selling or otherwise disposing of, or buying, property of any kind;
(c) leasing of property of any kind;
(d) availing or rendering of any services;
(e) appointment of any agent for purchase or sale of goods, materials, services or property;</td></tr>
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<tr><td>4.</td><td>Whether omnibus approval is being sought?</td><td>No</td></tr>
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If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td><table><tr><th>Financial Year</th><th>Proposed Amount</th></tr><tr><td>2026-27</td><td>Upto 8.00 Crore</td></tr><tr><td>2027-28</td><td>Upto 8.00 Crore</td></tr><tr><td>2028-29</td><td>Upto 8.00 Crore</td></tr></table></td></tr>
<tr><td>6.</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity</td><td>The proposed enhancement of the aggregate RPT limit to ₹ 8.00 crores per financial year is intended to provide an adequate transaction limit for the existing PMS arrangement between ACML and SCPL and rental payments for the premises leased by SCPL to Ashima Limited and ACML, which serve as their respective registered offices. The enhancement relates to the transaction limit and does not, by itself, involve any</td></tr>
</table>

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<table>
<tr><td></td><td></td><td>increase in portfolio size or management fee rates.</td></tr>
<tr><td>7.</td><td>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.</td><td></td></tr>
<tr><td></td><td>c. Name of the director / KMP</td><td>Mr. Chintan Navnitlal Parikh (DIN: 00155225)
Mr. Krishnachintan Chintan Parikh (DIN: 07208067)
Ms. Uttara Chintan Parikh (DIN: 02334342)</td></tr>
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</table>
</td></tr>
<tr><td>8.</td><td>A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.</td><td>Not Applicabie</td></tr>
<tr><td>9.</td><td>Other information relevant for decisionmaking.</td><td>None</td></tr>
<tr><td colspan="3">B. Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A,</td></tr>
<tr><td colspan="3">B(1). Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances</td></tr>
</table>

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1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Not Applicable
2.	Basis of determination of price	The pricing of the proposed transactions is determined on an arm's length basis, having regard to prevailing market prices, comparable third-party quotations and pricing for similar products supplied by the Company to unrelated parties in the ordinary course of business, wherever applicable.
3.	In case of trade advance (*of upto 365 days or such period for which such advances are extended as per normal trade practice*), if any, proposed to be extended to the related party in relation to the transaction, specify the following :	
	a. Amount of Trade advance	Not Applicable
	b. Tenure	Not Applicable
	c. Whether same is self-liquidating?	Not Applicable