



# ADITYA ISPAT LIMITED

Regd. Office & Works : Plot No. 20, Phase V, IDA, Jeedimetla, Hyderabad - 500 055.

Website : www.adityaispat.com e-mail : info@adityaispat.com

Udyam : TS-20-0001177 CIN : L27109TG1990PLC012099

February 26, 2026

**To**  
**The Secretary**  
**Dept. Of Corporate Services**  
**BSE Limited**  
**P.J. Towers, Dalal Street**  
**Mumbai 400001**

**Ref: Scrip Code 513513**

**Sub: Intimation under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

In continuation of our letter dated February 23, 2026, please find attached the copy of the Postal Ballot Notice dated February 23, 2026 which is being sent to the Members of the Company through electronic means to their e-mail id's registered with the Depository Participant(s) ("DPs") or with XL Softech Systems Limited, the Registrars and Share Transfer Agent of the Company and whose names appear on the Register of Members/ List of Beneficial Owners as received from DPs, as on Friday, February 20, 2026 ("**Cut-off Date**"), for seeking their approval for the following proposed businesses:

Sl. No.	Description of Resolution	Type of Resolution
1.	Approval for Slump Sale of the manufacturing and trading activity of Non-Alloy Steel of the Company under section 180(1)(a) of the Companies Act, 2013 and Regulation 37A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Special Resolution
2.	Approval for entering into Related Party Transaction with Jai Bapji Ispat Private Limited for Sale of the manufacturing and trading activity of Non-Alloy Steel of the company under section 188(1)(b) of the Companies Act, 2013	Ordinary Resolution

The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") for providing e-voting facility to all its members. The remote e-voting period commences at 9.00 a.m. (IST) on Saturday, February 28, 2026 and will end at 5.00 p.m. (IST) on Sunday, March 29, 2026. The Postal Ballot Notice is also made available on the website of the



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Company [www.adityaispat.com](http://www.adityaispat.com) and website of the CDSL at <https://www.cdslindia.com>.

However, any Member who is unable to avail the remote e-voting facility to record their assent or dissent and is desirous to vote may download the Postal Ballot Form sent to their registered email address or made available on the websites of the Company [www.adityaispat.com](http://www.adityaispat.com), the Stock Exchange, and CDSL. The duly completed Postal Ballot Form, containing the requisite details, should be sent to the Scrutiniser at his office address 5-9-91&93, D. No-204, 2nd Floor, Shakti Sai Complex, Beside Udai Clinic, Chapel Road, Abids, Hyderabad, 500001, Telangana at the Member's own cost, on or before 5 pm of the closing date of remote evoting facility, else it will be termed as invalid.

The results of the voting by Postal Ballot will be declared on or before Tuesday, March 31, 2026.

We request you to take the above information on record.

This intimation is also being uploaded on the website of the Company.

**Thanking you,  
For Aditya Ispat Limited**

**Varsha Pandey  
Company Secretary and Compliance Officer  
M. No. A72878**



## **ADITYA ISPAT LIMITED**

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### **NOTICE OF POSTAL BALLOT**

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

To  
The Members of Aditya Ispat Limited,

Notice is hereby given that the resolutions set out below are proposed for approval by the members of Aditya Ispat Limited (“**the Company**”) by means of Postal Ballot, only by remote e-voting process (“**e-voting**”) being provided by the Company to all its members to cast their votes electronically, pursuant to Section 108 & 110 of the Companies Act, 2013 (“**the Act**”), Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (“**the Rules**”) and other applicable provisions of the Act and the Rules, General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 20/2020 dated May 05, 2020, read with other relevant circulars, General Circular No. 09/2023 dated September 25, 2023 including 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 (“MCA Circulars”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

The Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions proposed in this Postal Ballot Notice (“**Notice**”) and additional information as required under the Listing Regulations is annexed hereto for your consideration.

#### **SPECIAL BUSINESS:**

- 1. APPROVAL FOR SLUMP SALE OF THE MANUFACTURING AND TRADING ACTIVITY OF NON-ALLOY STEEL OF THE COMPANY UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013 AND REGULATION 37A OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

To consider, and, if thought fit, to pass, with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**

**“RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and subject to other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), the provisions of the Memorandum and Articles of Association of the Company, and in terms of 37A of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“SEBI Listing Regulations”**), as amended from time to time, and subject to such other approvals, consents and permissions being obtained from the appropriate authorities to the extent applicable and necessary, the consent of the members of the Company, be and is hereby accorded to the Board of Directors of the Company (hereinafter referred as the “Board” which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute from time to time to exercise its powers including the power conferred by this resolution) for sale of the manufacturing and trading activity of non-alloy steel of the company along with assets and liabilities, embedded goodwill and includes immovable assets, movable assets, inventory, brands and intangible assets, applicable licensed trademarks, contracts, licenses and permissions, business records, transferring employees along with employee benefit funds, insurance policies, other assets and assumed liabilities (**“Undertaking”**), as a going concern on a “Slump Sale” basis as defined under section 2(42C) of Income Tax Act, 1961 (‘Slump Sale’), without values being assigned to the individual assets and liabilities, by executing the Business Transfer Agreement (**“BTA”**) and other Ancillary Agreements with effect from such date, on a lump sum consideration of INR 3,67,63,000/- (Rupees Three Crore Sixty-Seven Lakh Sixty-Three Thousand Only) arrived upon considering the figures of latest unaudited financial results published for the quarter and nine months ended 31.12.2025 which will be subject to further adjustments of net working capital up to 28.02.2026 and on such terms and conditions and with such modifications as may be required, as the Board may deem fit and appropriate in the interest of the Company, a fair value arrived on the basis of the report of the independent registered valuer in respect of Building and Plant & Machinery, net current assets, other non-current assets and liabilities etc., in compliance with the applicable provisions of Income Tax Rules, 1962, payable in cash in one or more than one trances, to the company by the Buyer.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to undertake all such acts, deeds, matters and things and to finalize and execute all such deeds,

documents and writings as may be deemed necessary, proper, desirable and expedient in its absolute discretion including without limitation, effecting any modifications or changes to the foregoing, for the purpose of giving effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors or to any Director or Officer(s) or Authorized Representative(s) of the Company in order to give effect to this resolution.

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

**2. APPROVAL FOR ENTERING INTO RELATED PARTY TRANSACTION WITH JAI BAPJI ISPAT PRIVATE LIMITED FOR SALE OF THE MANUFACTURING AND TRADING ACTIVITY OF NON-ALLOY STEEL OF THE COMPANY UNDER SECTION 188(1)(b) OF THE COMPANIES ACT, 2013**

To consider, and, if thought fit, to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**

**“RESOLVED THAT** pursuant to the provisions of Section 188(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with the Companies (Management and Administration) Rules, 2014, the Companies (Meetings of Board and its Powers) Rules, 2014, the Company's policy on dealing with Related Party Transactions, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the provisions of the Memorandum and Articles of Association of the Company, and subject to such approvals, consents and permissions as may be necessary from the concerned statutory authorities or other concerned bodies, subject to such terms and conditions as may be imposed by them and agreed to by the Board of Directors of the Company (“Board”), which expression shall also include a Committee thereof, and subject to approval of the members of the Company in the matter given under Item No. 1 of this notice, the approval of the members of the Company be and is hereby accorded to enter into a Related Party Transaction by way of execution of Business Transfer Agreement (“BTA”) effective from 01-03-2026 (and all ancillary agreements in connection therewith) with Jai Bapji Ispat Private Limited, a company incorporated under the provisions of Companies Act, 1956 bearing Corporate Identity Number U27100TG2008PTC060783 and having

its registered office at 11-70/2, Shop No. 1& 2, First Floor, G. P. Complex, Fathenagar, Hyderabad, Telangana, India, 500018, being a related party of the Company and forming part of the promoter group, for sale of the manufacturing and trading activity of non-alloy steel of the company as a going concern on a slump sale basis along with assets and liabilities, embedded goodwill and includes immovable assets, movable assets, inventory, brands and intangible assets, applicable licensed trademarks, contracts, licenses and permissions, business records, transferring employees along with employee benefit funds, insurance policies, other assets and assumed liabilities ("**Undertaking**") for a lump sum consideration of INR 3,67,63,000/- (Rupees Three Crore Sixty-Seven Lakh Sixty-Three Thousand Only) arrived upon considering the figure of latest unaudited financial results published for the quarter and nine months ended 31.12.2025 which will be subject to further adjustments of net working capital up to 28.02.2026, on such terms and conditions as mentioned in the BTA (including any amendments or modifications thereto) to be entered into between the Company and Jai Bajji Ispat Private Limited for sale of undertaking on an arm's length basis.

**RESOLVED FURTHER THAT** the Board of Directors, Chief Financial Officer or the Company Secretary of the Company, be and are hereby severally authorized to do and perform or cause to be done all such acts, deeds, matters and things, including actions which may have been taken, as may be necessary, or deemed necessary or incidental thereto, (i) to effect the sale and transfer of the Company's Business of manufacturing and trading activity of non-alloy steel as a going concern on a slump sale basis as an Undertaking (ii) to finalize, vary and settle the terms and conditions of the sale and transfer of the transactions mentioned above; (iii) to settle and finalize all issues that may arise in this regard, without further referring to the members of the Company; (iv) to negotiate and finalize the BTA, transition services agreement, conveyance deeds, and/ or any other transaction documents (including providing such representations, warranties, indemnities and covenants and agreeing to price adjustments as may be agreed); (v) to execute, deliver and perform such BTA, transition services agreement, conveyance deeds, other contracts, deeds, undertakings and other documents and subsequent modifications thereto; (vi) to file applications and make representations to seek the requisite approvals in respect thereof from the relevant government authorities and third parties, including lenders, lessors and customers of the Company; and (vii) to take all necessary steps in the matter as it may in its absolute discretion and in the best interests of the Company deem necessary, desirable or expedient, to give effect to the above resolution.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to undertake all such acts, deeds, matters and things and to finalize and execute all such deeds, documents and writings as may be deemed necessary, proper, desirable and expedient in its absolute discretion including without limitation, effecting any modifications or changes to the foregoing, for the purpose of giving effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors or to any Director or Officer(s) or Authorized Representative(s) of the Company in order to give effect to this resolution.

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

**By order of the Board of Directors  
For Aditya Ispat Limited**

**Sd/-**

**Varsha Pandey**

**Company Secretary and Compliance Officer**

**Membership No.: A72878**

**Date:** February 23, 2026

**Place:** Hyderabad

## **Notes:**

1. A statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions mentioned in this Notice and additional information as required under the Listing Regulations is attached.
2. In compliance with the MCA Circulars and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this Postal Ballot Notice is being sent only through electronic mode to those members whose names appear in the register of members / register of beneficial owners as on Friday, February 20, 2026 ("**Cut-Off Date**") received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the Notes to receive this Postal Ballot Notice and login ID and password for remote e-voting. The communication of the assent or dissent of the Members shall be conducted exclusively through the remote e-voting system.
3. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted through this Notice. For this purpose, the Company has approved the engagement with Central Depository Services Limited ("**CDSL**") for facilitating voting through electronic means, as the authorized e-Voting's agency.
4. This Postal Ballot Notice will also be available on the Company's website at [www.adityaispat.com](http://www.adityaispat.com), websites of the Stock Exchange, i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com), and on the website of Central Depository Services Limited at [www.cdslindia.com](http://www.cdslindia.com).
5. In accordance with the MCA Circulars, the Company has made necessary arrangements for the members to register their e-mail address. Members who have not registered their e-mail address are requested to register the same (i) with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form, and (ii) Members holding shares in physical mode, who have not registered / updated their e-mail address with the Company, are requested to register / update their e-mail address by submitting Form ISR-1 (available on the website of the Company at [www.adityaispat.com](http://www.adityaispat.com)) duly filled and signed along with requisite supporting documents to XL Softech Systems Ltd at 8-2-269/S/A, Sagar Society, Road No 2, Banjara Hills, Hyderabad, Telangana, 500034.
6. Members have option to vote either through e-voting or through physical Postal Ballot Form. If a Member has opted for e-voting, then he/she/they should not vote by physical Postal Ballot also and vice-versa. However, in case Members cast

their vote both via physical Postal Ballot and e-voting, then voting done through electronic means shall prevail and voting done by physical Postal Ballot shall be treated as INVALID.

7. However, any Member who is unable to avail the remote e-voting facility to record their assent or dissent and is desirous to vote may download the Postal Ballot Form sent to their registered email address or made available on the websites of the Company [www.adityaispat.com](http://www.adityaispat.com), the Stock Exchange, and CDSL. The duly completed Postal Ballot Form, containing the requisite details, should be sent to the Scrutiniser at his office address 5-9-91&93, D. No-204, 2nd Floor, Shakti Sai Complex, Beside Udai Clinic, Chapel Road, Abids, Hyderabad, 500001, Telangana at the Member's own cost, on or before 5 pm of the closing date of remote evoting facility, else it will be termed as invalid. The Company shall not be, in any way, responsible for late / non delivery of Postal Ballot Form on account of restrictions due to any reason whatsoever. Therefore, the Members are requested to send the duly completed Postal Ballot Form well before the last date. Postage / courier expenses for sending such physical Postal Ballot Form to the Scrutinizer shall be borne by the Members.
8. Please note that the Postal Ballot Form shall be considered as invalid if: (i) the form other than the one annexed to this Postal Ballot Notice has been used; and/or (ii) it has not been signed by or on behalf of the Member; and/or (iii) signature on the Postal Ballot Form does not match with the specimen signatures registered with the Company; and/or (iv) it is not possible to determine without any doubt, the assent or dissent of the Member; and/or (v) neither assent nor dissent is mentioned; and/or (vi) any competent authority has given directions in writing to the Company to freeze the voting rights of the Member; and/or (vii) the Postal Ballot Form is received after the last date and time prescribed; and/or (viii) it is defaced or mutilated in such a way that its identity as a genuine form cannot be established; and/or (ix) the Postal Ballot Form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority; and/or (x) the Member has made any amendment to the Resolution set-out herein or imposed any condition while exercising his vote; and/or (xi) the Member has also voted through e-voting. The Scrutinizer's decision on the validity of a Postal Ballot Form shall be final and binding.
9. The shareholder, whose name is recorded in the register of members / register of beneficial owners, as on the **Cut-Off Date i.e. Friday, February 20, 2026**, maintained by the Depositories shall be entitled to participate in the remote e-voting. A shareholder who is not a member as on the Cut-Off Date, should treat this Postal Ballot Notice for information purpose only.
- 10. Voting rights of a member / beneficial owner (in case of electronic shareholding) shall be in proportion to his / her / its shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.**

11. Pursuant to the provisions of Sections 108, 110 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars, Regulation 44 of the Listing Regulations read with Section VI-C of the SEBI Master Circular bearing reference no. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026 ("**SEBI Master Circular**"), and SS-2 and any amendments thereto, the Company is providing the facility to the members to exercise their right to vote on the proposed resolutions electronically. The instructions for e-voting are provided as part of this Postal Ballot Notice.
12. **The e-voting period commences at 9:00 a.m. (IST) on Saturday, February 28, 2026 and ends at 5:00 p.m. (IST) on Sunday, March 29, 2026.** Members desiring to exercise their vote through the remote e-voting are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice for casting of votes. The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by Central Depository Services Limited upon expiry of the aforesaid period.
13. The Board of Directors has approved the appointment of Shri Manjeet Bucha, a Practising Company Secretary (Membership No.: 8305 & Certificate of practice No.: 4589), in its meeting held on February 23, 2026 as Scrutiniser for conducting the Postal Ballot, through e-voting process, in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose. The Scrutiniser's decision on the validity of the votes cast in the Postal Ballot shall be final.
14. The Scrutiniser will submit his report, after the completion of scrutiny, to the Chairman of the Company or any person authorised by him. The results of e-voting will be announced on or before Tuesday, March 31, 2026, and will be displayed on the Company's website at [www.adityaispat.com](http://www.adityaispat.com) and on the website of Central Depository Services Limited at [www.evotingindia.com](http://www.evotingindia.com). The results will simultaneously be communicated to the Stock Exchange and will also be displayed at the Registered Office of the Company.
15. The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e., Sunday, March 29, 2026.
16. All the documents referred to in this Postal Ballot Notice will be available for inspection at its registered office on all working days by giving prior intimation to the Company from the date of circulation of this Postal Ballot Notice until the last date of remote e-voting. Members are seeking to inspect such documents can send an email to [info@adityaispat.com](mailto:info@adityaispat.com) mentioning his / her / its folio number / DP ID and Client ID.

## **17. PROCEDURE FOR E-VOTING:**

### **(i) E-VOTING FACILITY:**

- a. The Company is providing e-voting facility of Central Depository Services Limited to its members to exercise their right to vote on the proposed resolutions by electronic means.
- b. The e-voting facility will be available during the following voting period: Commencement of e-voting: **9:00 a.m. (IST) on Saturday, February 28, 2026 and ends at 5:00 p.m. (IST) on Sunday, March 29, 2026.**

The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by Central Depository Services Limited upon expiry of the aforesaid period.

- c. The manner of e-voting by (i) individual members holding shares of the Company in demat mode, (ii) members other than individuals holding shares of the Company in demat mode, (iii) members holding shares of the Company in physical mode, and (iv) members who have not registered their e-mail address, is explained in the instructions given herein below.

### **(ii) INFORMATION AND INSTRUCTIONS RELATING TO E-VOTING:**

- a. Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.

#### **INFORMATION AND INSTRUCTIONS FOR E-VOTING BY INDIVIDUAL MEMBERS HOLDING SHARES OF THE COMPANY IN DEMAT MODE**

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 mode CDSL/NSDL is given below:

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>1) 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 to Easi / Easiest are requested to visit cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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 or joining virtual meeting &amp; voting during the meeting. 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.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email 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</li> </ol>

	system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>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: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> 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.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> 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</li> </ol>

	<p>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.</p> <p>4) For OTP based login you can click on <a href="https://eservices.nSDL.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nSDL.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 <b>company name or e-Voting service provider name</b> and you will be redirected to <b>e-Voting service provider website</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

**Important note:**

Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911.
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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000

**Step 2 :** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- c) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.
- i. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - ii. Click on “Shareholders” module.
  - iii. 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.
  - iv. Next enter the Image Verification as displayed and Click on Login.
  - v. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
  - vi. If you are a first-time user follow the steps given below:

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are</li> </ul>

	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.  <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- d) After entering these details appropriately, click on “SUBMIT” tab.
- e) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- f) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- g) Click on the EVSN for the relevant < Aditya Ispat Limited > on which you choose to vote.
- h) 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.
- i) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- j) 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.
- k) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- l) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- m) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

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

**o) Additional Facility for Non - Individual Shareholders and Custodians -For Remote Voting only:**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://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](mailto: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 & can be delink in case of any wrong mapping.
- It is Mandatory that, 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 mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [info@adityaispat.com](mailto:info@adityaispat.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**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 [info@adityaispat.com](mailto:info@adityaispat.com) (Company) or [xlfield@gmail.com](mailto:xlfield@gmail.com) (RTA).
2. **For Demat shareholders-** Please update your email id & mobile no. with your respective Depository Participant (DP).
3. **For Individual Demat shareholders -** Please update your email id & mobile no. with your respective Depository Participant (DP)

which is mandatory while e-Voting & joining virtual meetings through Depository .

### **General Guidelines for Members:**

For the votes to be considered valid, the Institutional shareholders (other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution /Authority Letter etc. to the Scrutinizer through e-mail at [manjeetbucha@gmail.com](mailto:manjeetbucha@gmail.com) with a copy marked to [info@adityaispat.com](mailto:info@adityaispat.com) and CDSL [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) .

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911.

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](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 21 09911.

The Scrutinizer shall, immediately after the conclusion of voting, unblock the votes cast through remote e-Voting and physical ballots (if any) received and make, not later than two working days from the conclusion of the postal Ballot, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same.

The result declared along with the Scrutinizer's Report shall be placed on the company's website 'www.adityaispat.com' and on the website of CDSL 'http://www.evotingindia.com.' immediately. The company shall simultaneously announce the results to BSE Limited and will also be displayed at the Registered Office of the Company.

**Explanatory Statement Under Section 102 of the Companies Act 2013 and  
Additional Information as Required under the SEBI Listing Regulations and  
Circulars issued thereunder**

Pursuant to Section 102 of the Companies Act 2013 read with rules made thereunder ('the Act') and SEBI Master Circular bearing reference no. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, on Industry Standards on "Minimum information to be provided to the Audit Committee for approval of Related Party Transactions" ("RPT Industry Standards") read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014.

**Item no. 1: APPROVAL FOR SLUMP SALE OF THE MANUFACTURING AND TRADING ACTIVITY OF NON-ALLOY STEEL OF THE COMPANY UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013 AND REGULATION 37A OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

Audit Committee has raised serious concerns over the accumulated losses suffered by the company coupled with the falling net worth which has fallen below the Share Capital of the Company while considering the unaudited financial results of the Company for the quarter and nine months ended December 31, 2025. Considering the said result, it was advised the management to take immediate course of action on the same and to prevent the Company from incurring further losses.

The Audit committee observed that the losses are being generated mainly from the financial cost i.e. on account of Interest burden being served by the company for the manufacturing activities. The Committee has asked the management to look for sale/ disposal of any free assets or bring in Unsecured Loan from the promoter which will not hamper the activities of the company, thereby reducing the financial cost. The Board was apprised that the promoters have been exploring the options since long time, to bring in investment from any potential investor so that the financial cost (mainly interest) can be brought down, but no potential investors have shown interest due to high debt., The Management has also informed the Board that the promoters have been exploring the option of sale/disposal of free assets of the company but no potential buyers of assets are coming forward due to high bank exposures and assets being liened with the banks. The Management has also informed the Board of Directors that the promoters have also pledged the shares of the company held by the promoter group as a last resort to infuse more funds in the company, so that the financial

cost is reduced by a bit at least. The Management has also informed the Board that the promoters have also pledged their personal collaterals in the bank apart from the company assets and cannot fund the company any further due to paucity of funds with the promoters. The management has also informed the Board that the promoters have also explored the option of the sale of the undertaking , but due to higher cost of acquisitions i.e. release of promoter collaterals from bank and repayment of promoters USL, the proposal is becoming non feasible , and no buyers have shown interest thenceforth. The Board has asked the Management to ascertain the current valuation of all the Assets and Liabilities of the Company, through registered valuers on arm's length and also approach the bankers for resolutions if any possible from their side, , and have asked the Management to come up with a resolution to the issue , and also empowered the Managing Director to approach the bankers, valuers or any other entity sought fit for and carry on the necessary operations as sought deemed fit for arriving on to the plan of bringing the company back into profits.

This step aims to enhance capabilities, expand business operations, and ensure strategic alignment in the time to come. The buyer will take over the manufacturing and trading activity of non-alloy steel of the company and execute a Business Transfer Agreement ('BTA') and other related documents to complete the transaction.

### ***Object and Commercial Rationale for Proposed Sale***

The Board of Directors of the Company has, after detailed deliberations and upon recommendation of the Audit Committee, undertaken a comprehensive review of the operational and financial performance of the Company. The Company has been experiencing sustained losses, primarily attributable to high finance costs, declining margins in the non-alloy steel segment, and adverse industry conditions. The accumulated losses have resulted in substantial erosion of the net worth of the Company and weakening of its financial position.

The Board has explored various alternatives to mitigate the financial stress, including induction of strategic investors, disposal of non-core assets, infusion of unsecured loans by promoters, restructuring of borrowings with lenders, and other cost rationalization measures. However, these measures have either not materialized or have not yielded sustainable improvement in the Company's financial position.

Considering the prevailing market environment, the competitive intensity in the steel industry, high working capital requirements, and continued interest burden, the Board has determined that the continuation of the Manufacturing and Trading Activity of Non-Alloy Steel in its existing structure may not be commercially viable in the long term.

Accordingly, as part of an internal restructuring exercise aimed at rationalizing business operations and preserving stakeholder value, the Board has proposed the transfer of the Manufacturing and Trading Activity of Non-Alloy Steel of the Company by way of a slump sale on a going concern basis, for a lump sum consideration, pursuant to a Business Transfer Agreement to be executed in this regard.

### ***Utilization of proceeds***

Following completion of the Business Transfer and receipt of the proceeds therefrom will be utilised for repayment of debt, including certain other requirements as may be determined by the Board in due course.

Accordingly, the Board at its meeting held on February 20, 2026 and February 23, 2026, approved the transfer of the manufacturing and trading activity of non-alloy steel of the company as a going concern by way of a 'Slump Sale,' as defined under Section 2(42C) of the Income Tax Act, 1961. Under this arrangement, no individual values will be assigned to the assets and liabilities. Instead, all assets and liabilities related to the Company's Business will be transferred to the buyer as part of the proposed transaction

The slump sale will be executed at fair market value, derived by registered valuer, report of registered independent valuer for Building and Plant & Machinery and net current assets, other non-current assets and liabilities as per the Balance Sheet as on December 31, 2025. The said slump sale of the Company's Business is expected to be completed on or before March 31, 2026, subject to receipt of requisite regulatory and other approvals, if any, and fulfilment of customary conditions precedent and in accordance with the provisions of the BTA.

All assets and liabilities related to the manufacturing and trading activity of non-alloy steel of the company will be transferred, including defined undertaking assets, liabilities, intellectual property, employees, immovable and movable assets, contracts, and all associated rights, benefits, and privileges (including goodwill).

In accordance with Section 180(1)(a) of the Act read-with Regulation 37A of the SEBI Listing Regulations, a company must obtain consent from its members through a special resolution before selling, leasing, or disposing of the whole or a substantial portion of its undertaking if the investment in the undertaking exceeds 20% of the company's net worth (as per the audited balance sheet of the preceding financial year) or 20% of its total income during the previous financial year.

Under Section 180(1)(a) of the Companies Act, 2013, approval of the shareholders by way of a special resolution is required to sell, dispose of, or otherwise transfer the whole or substantially the whole of an undertaking of a

company. Since the manufacturing and trading activity of non-alloy steel of the company contributes 97.75% of the total income of the Company for FY 2024–25, it qualifies as an “undertaking” within the meaning of Section 180(1)(a), and therefore the proposed sale of the manufacturing and trading activity of non-alloy steel of the company must be approved by the members through a special resolution. Further, in accordance with Regulation 37A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, special resolution can be acted upon only if the votes cast in favour by public shareholders exceed the votes cast against it by public shareholders, and no public shareholder who is directly or indirectly a party to the sale of the manufacturing and trading activity of non-alloy steel of the company shall vote on the resolution.

The Board is of the opinion that based on the reasons elucidated above, the aforesaid proposal is in the best interest of the Company and hence, the Board recommends Item No. 1 for your approval by way of a Special Resolution..

None of the director or KMP is interested or concerned in the proposed transaction financially or otherwise except to the extent of their shareholding, if any, in the Company.

**Item No. 2: APPROVAL FOR ENTERING INTO RELATED PARTY TRANSACTION WITH JAI BAPJI ISPAT PRIVATE LIMITED FOR SALE OF THE MANUFACTURING AND TRADING ACTIVITY OF NON-ALLOY STEEL OF THE COMPANY UNDER SECTION 188(1)(b) OF THE COMPANIES ACT, 2013**

The Board of Directors of the Company at its meeting held on February 23, 2026, upon the recommendation of the Audit Committee, approved the proposal for sale of the Manufacturing and Trading Activity of Non-Alloy Steel of the Company, by way of slump sale on going concern basis by executing a Business Transfer Agreement, to Jai Bapji Ispat Private Limited, subject to the approval of the Members of the Company.

Jai Bapji Ispat Private Limited is a Related Party within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, by virtue of Mrs. Usha Chachan, Mr. Aditya Chachan, Mr. Anshuman Chachan and Satya Bhagwan Chachan (HUF) is promoter shareholder of both Jai Bapji Ispat Private Limited and Aditya Ispat Limited and Mrs. Usha Chachan is the common Director. Further, Jai Bapji Ispat Private Limited, Related Party is one of the promoter group of the Aditya Ispat Limited, Company.

Mrs. Usha Chachan being common director and Mr. Aditya Chachan, Mr. Anshuman Chachan and Satya Bhagwan Chachan (HUF), being common shareholders, in the company are holding, in aggregate, 100% shares of the Jai

Bapji Ispat Private Limited, therefore, members approval is also being sought under Section 188 of the Act.

As per Section 188 of the Companies Act, 2013 and Regulation 23 of the Listing Regulations, related party transactions/material related party transactions require prior approval of the shareholders through a resolution. For this purpose, a related party transaction will be considered 'material' if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceed the following thresholds:

Thresholds as per:	
Regulation 23(1) of the Listing Regulations	If the Consolidated Turnover of Listed Entity is up to INR 20,000 Crore, then threshold will be 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity.
Section 188(1)(b) of the Companies Act read with Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014	10% of the net worth basis of the audited financial statement of the preceding financial year

In view of the above table, the 10% of the Turnover and Net Worth of the Company as March 31, 2025 stands as INR 439.30 Lakhs and INR 78.01 Lakhs, respectively.

Accordingly, in view of the above threshold and considering the lump sum consideration of INR 3,67,63,000/- (Rupees Three Crore Sixty-Seven Lakh Sixty-Three Thousand Only), the proposed transaction requires the approval of the members of the Company under section 188(1)(b) of the Companies Act, 2013, but not under Regulation 23(4) of SEBI Listing Regulations being its not a Material Related Party Transaction relating to sale or disposal of property of any kind to a related party.

### **Approval of Audit Committee**

The proposed transactions to be entered into by the Company are reviewed and approved by the Audit Committee at its meeting held on 21-02-2026, for placing it for further approval of the members in compliance with the provisions of the Act, SEBI Listing Regulations and Related Party Transaction's Policy of the Company.

The audit committee and the board on considering the efforts of the management to find a suitable buyer which remains in vain due to the low debt service ratio and lien of properties in bank on high debts, the audit committee and the board decided not to wait further for finding of a suitable buyer in view of the erosion of the net worth and share capital and hence decided and approved

the hard sell to the promoter group company Jai Bapji Ispat Pvt Ltd ( related party).

The Board is of the opinion that based on the reasons elucidated above, the aforesaid proposal is in the best interest of the Company and hence, the Board recommends Item No. 2 for your approval by way of an Ordinary Resolution.

Except Mr Aditya Chachan and Mrs Usha Chachan and their relatives to the extent of their shareholding interest, if any in the company, None of the director or KMP and their relatives is interested or concerned in the proposed transaction financially or otherwise except to the extent of their shareholding, if any, in the Company.

**The details concerning the proposed transaction as required to be disclosed pursuant to Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI Master Circular vide HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 are as follows:**

Sr. No.	Particulars	Details
1.	Name of the Related Party and nature of relationship with the listed entity or its subsidiary, including nature of its concern or interest	<p>Jai Bapji Ispat Private Limited is a Private Limited incorporated under the provisions of Companies Act, 1956 bearing CIN: U27100TG2008PTC060783 (“<b>the Buyer</b>”) having its registered office at 11-70/2, Shop No. 1&amp; 2, First Floor, G. P. Complex, Fathenagar, Hyderabad, Telangana, India, 500018.</p> <p>The Buyer is a member of the Company and holds 4.86% of paid-up share capital of the Company.</p> <p>As per Section 2(76)(iv) of the Companies Act, 2013:</p> <p>Mrs. Usha Chachan, Mr. Aditya Chachan, Mr. Anshuman Chachan and Satya Bhagwan Chachan (HUF) is promoter shareholder of both the buyer and the Company.</p> <p>Mrs. Usha Chachan is the common Director.</p>
2.	Nature, duration of the contract and particulars of the contract or arrangement	<p><b>Nature and value of the Contract</b></p> <p>The sale of the manufacturing and trading activity of non-alloy steel of the company</p>

		<p>(“ <b>Undertaking</b>”) will be transferred to the buyer, as a going concern on a Slump-Sale basis for a lump sum consideration for INR 3,67,63,000/- (Rupees Three Crore Sixty-Seven Lakh Sixty-Three Thousand Only) and on such terms and conditions as may be deemed fit by the Board in the interest of the Company.</p>
3.	Material terms of the contract or arrangement including the value, if any;	<p><b>Material terms of the contract</b></p> <p>The Undertaking, proposed to be transferred as a going concern on an “as is where is” basis in the form of a slump sale comprises of:</p> <ul style="list-style-type: none"> <li>a) Business Assets comprising of all assets, property, rights and interests of the Company (or of others where the Seller has a right to use, occupy, operate, hire, rent etc) pertaining solely to the Undertaking;</li> <li>b) Business Liabilities (comprising of all Liabilities of the Company applicable solely to the Undertaking);</li> <li>c) Business Contracts (comprising of all written agreements and contracts executed by the Company in relation to the Undertaking);</li> <li>d) Business Licenses (comprising of licenses, permissions, registrations, exemptions, waivers, permits, approvals, etc. and similar rights, benefits, privileges, facilities and entitlements of every kind, nature and description whatsoever obtained by the Company); and</li> <li>e) Business Records (comprising of all statements of accounts, invoices pertaining to the Business Assets, Business Contracts, employee and personnel records of the Transferred Employees and all</li> </ul>

		<p>other ledgers, registers, data, books etc.).</p> <p><b>Duration of the contract</b></p> <p>The completion of the slump sale of the manufacturing and trading activity of non-alloy steel of the company is expected to be completed on or before 31 March, 2026 subject to receipt of requisite regulatory and other approvals and fulfilment of customary conditions precedent and in accordance with the provisions of the Business Transfer Agreement.</p>
4.	<p>The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided)</p>	<p>The proposed sale of the undertaking constitutes 97.75% of the turnover as reflected in the audited financial statements for the immediately preceding financial year.</p> <p>As the Company does not have any subsidiary, the requirement to compute the percentage based on a subsidiary's annual turnover on a standalone basis does not arise.</p>
5.	<p>If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:</p> <ol style="list-style-type: none"> <li>i. details of the source of funds in connection with the proposed transaction;</li> <li>ii. where any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investments, <ol style="list-style-type: none"> <li>a. nature of indebtedness;</li> <li>b. cost of funds; and</li> <li>c. tenure;</li> </ol> </li> <li>iii. applicable terms, including covenants,</li> </ol>	<p>The proposed transaction does not involve any loans, inter-corporate deposits, advances or investments made or given by the listed entity. Therefore, the disclosure requirements specified under this clause are not applicable.</p>

	<p>tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and</p> <p>iv. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.</p>	
6.	Any advance paid or received for the contract or arrangement, if any	No advance is received for the proposed sale of the Undertaking.
7.	Justification as to why the RPT is in the interest of the listed entity	<p>The Audit Committee and the Board have noted with serious concern the accumulated losses of the Company and the erosion of its net worth, primarily on account of the high financial cost arising from the interest burden on borrowings undertaken for manufacturing activities. Various alternatives were explored by the promoters and the management, including induction of external investors, sale or disposal of free assets, infusion of unsecured loans by promoters, pledging of promoter shareholding, and sale of the undertaking. However, these options have either not materialized due to high debt exposure and encumbrances on assets or have become commercially unviable.</p> <p>In this background, the proposed hard sell of the undertaking to M/s. Jai Bajji Ispat Private Limited under a Business Transfer Agreement is considered a prudent and necessary step. The transaction is intended to rationalize operations, reduce financial stress, and mitigate the continuing interest burden, thereby preventing further erosion of net worth. The Board has also directed that the valuation of assets and liabilities be carried out by registered valuers on an arm's length basis and that bankers be</p>

		<p>approached for possible resolutions, ensuring transparency and fairness in the process.</p> <p>Accordingly, the proposed Related Party Transaction is in the best interest of the listed entity as it seeks to stabilize the Company's financial position, reduce debt servicing pressure, safeguard stakeholder value, and provide a structured pathway toward operational sustainability and revival.</p>
8.	The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract;	The consideration for the Business Transfer has been determined on the basis of the valuation reports issued by the Registered Valuer certifying that the valuation of the Undertaking is fair and the highest valuation of the unit has been considered by the management of the company. The copy of the valuation report will be available for inspection during the period of remote e-voting upon request by member to the Company.
9.	A copy of the valuation or other external party report, if any such report has been relied upon	
10.	Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors	All factors relevant to the contract have been duly considered and are deemed to be in the best interest of the Company.
11.	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis;	The standalone turnover of Jai Bajji Ispat Private Limited in FY 25 is INR 71,020. As per the data seeked the percentage is standing to be about 51764%
12.	Any other information relevant or important for the Board to take a decision on the proposed transaction.	All important information forms part of the statement setting out material facts, pursuant to Section 102(1) of the Act forming part of this Notice.



# ADITYA ISPAT LIMITED

Regd. Office & Works : Plot No. 20, Phase V, IDA, Jeedimetla, Hyderabad - 500 055.  
 Website : www.adityaispat.com e-mail : info@adityaispat.com  
 Udyam : TS-20-0001177 CIN : L27109TG1990PLC012099

## POSTAL BALLOT FORM

	Name of the First named member	
2	Registered Address (of the sole/ first named Member)	
3	Registered Folio No./ DP ID & Client ID* (* applicable only to the Members holding shares in dematerialized form)	
4	Number of Equity Shares held as on February 20, 2026	

I/We hereby exercise my/ our vote in respect of the Resolutions to be passed through Postal Ballot for the business stated in the Postal Ballot Notice dated February 23, 2026, issued by the Company, by conveying my/ our consent or dissent to the said Resolutions by placing the tick (√) mark at the appropriate box below:

Resolution No.	Resolution	No. of Equity Shares	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	<b>Special Resolution</b> APPROVAL FOR SLUMP SALE OF THE MANUFACTURING AND TRADING ACTIVITY OF NON-ALLOY STEEL OF THE COMPANY UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013 AND REGULATION 37A OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015			
2.	<b>Ordinary Resolution</b> APPROVAL FOR ENTERING INTO RELATED PARTY TRANSACTION WITH JAI BAPJI ISPAT PRIVATE LIMITED FOR SALE OF THE MANUFACTURING AND TRADING ACTIVITY OF NON-ALLOY STEEL OF THE COMPANY UNDER SECTION 188(1)(b) OF THE COMPANIES ACT, 2013			

Place: \_\_\_\_\_

Date: \_\_\_\_\_

\_\_\_\_\_  
Signature of the Member

Note: Please read the instructions carefully printed overleaf before exercising the vote and return this form to the scrutinizer at his office address 5-9-91&93, D. No-204, 2nd Floor, Shakti Sai Complex, Beside Udai Clinic, Chapel Road, Abids, Hyderabad, 500001, Telangana at the Member's own cost, on or before 5 pm of the closing date of remote e-voting facility, else it will be termed as invalid.

If the voting rights are exercised electronically, there is no need to use this form.

Last date/time for receipt of this Postal Ballot Form is **Sunday, March 29, 2026** at 5:00 P.M. (i.e. 17:00 Hours) Indian Standard Time (IST).

### E-VOTING PARTICULARS

The e-voting facility is available at the link [www.evotingindia.com](http://www.evotingindia.com). The e-voting particulars are set out as follows:

<b>EVEN</b> <b>(E-voting Event Number)</b>
260223007

The Company is also offering e-voting facility to all its members to enable them to cast their votes electronically instead of physical Postal Ballot Form. The detailed procedure for e-voting has been enumerated in the Notes to the Postal Ballot Notice.

Kindly note that the Members can opt for only one mode of voting, i.e., either through physical Postal Ballot Form or e-voting. If the Members opt for e-voting, then they should not vote by Postal Ballot and vice versa. However, in case Members cast their vote by physical ballot as well as e-voting, then voting done through e-voting shall prevail and voting done by physical Postal Ballot Form shall be treated as invalid.

Members desiring to exercise vote by physical ballot may complete this Form and send the duly completed Postal Ballot Form to the Scrutinizer at his office address 5-9-91&93, D. No-204, 2nd Floor, Shakti Sai Complex, Beside Udai Clinic, Chapel Road, Abids, Hyderabad, 500001, Telangana at the Member's own cost, on or before 5 PM of the closing date of remote e-voting facility, else it will be termed as invalid.

This Form should be completed and signed by the Member (as per the specimen signature registered with the Company/ Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Member and in his/her absence, by the next named Member.

There will be only one Postal Ballot Form for every folio irrespective of the number of joint Shareholder(s). A Member is not entitled to appoint a proxy to vote in his/her behalf by postal ballot.

In case of shares held by companies, trusts, societies etc., they are required to send a scanned copy (PDF/JPG Format) of the relevant board resolution/ authority letter, etc., together with attested specimen signature(s) of the duly authorised signatory(ies) who is/ are authorised to vote, to the Scrutinizer through email to [manjeetbucha@gmail.com](mailto:manjeetbucha@gmail.com) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) by quoting the DP ID and Client ID or Folio No.

Members are requested not to send any other paper along with the Postal Ballot Form, as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer and the Company would not be liable to acknowledge or act on the same.

Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected. The Scrutinizer's decision on the validity of a Postal Ballot will be final and binding.

The resolution as contained in the Postal Ballot Notice dated February 23, 2026, if approved, shall be deemed to have been passed on March 29, 2026, being the last date for receipt of duly completed Postal Ballot Form and e-voting.