

NOTICE

Notice is hereby given that the **Forty-Sixth Annual General Meeting** of the **Ladam Affordable Housing Limited** will be held on **Thursday, 18th September, 2025 at 03:30 P.M.** through video conferencing or other Audio Visual Means, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone and Consolidated Profit and Loss Account for the year ended 31st March, 2025 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.
2. To Appoint a director in place of Mr. Sumesh Bharat Aggarwal (DIN: 00325063), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. **Approval for Granting Unsecured Loan to Ladam Steels Limited (Related Party) under Section 188 of the Companies Act, 2013 and Regulation 23 of SEBI (LODR) Regulations, 2015**

To consider and if thought fit, to pass with or without modifications, the following resolutions as an ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act 2013 and all other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder, as amended from time to time, and pursuant to Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the recommendations of the Audit Committee, approval of Board of Directors of the Company be and is hereby accorded for granting unsecured Loans to Ladam Steels Limited, a related party within the meaning of Section 2(76) of the Act on such terms and conditions as the Board of Directors may deem fit upto maximum value of Rs. 25 Lakhs for the F.Y 2025-26.

RESOLVED FURTHER THAT the Board of Directors 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 of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution.”

4. **Approval for Granting Unsecured Loan to Ladam Flora Private Limited (Related Party) under Section 188 of the Companies Act, 2013 and Regulation 23 of SEBI (LODR) Regulations, 2015**

To consider and if thought fit, to pass with or without modifications, the following resolutions as an ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act 2013 and all other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder, as amended from time to time, and pursuant to Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the recommendations of the Audit Committee, approval of Board of Directors of the

Company be and is hereby accorded for granting unsecured Loans to Ladam Flora Private Limited, a related party within the meaning of Section 2(76) of the Act on such terms and conditions as the Board of Directors may deem fit upto maximum value of Rs. 5 Lakhs for the F.Y 2025-26.

RESOLVED FURTHER THAT the Board of Directors 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 of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution.”

5. Approval for Granting Unsecured Loan to Ladam Foods Private Limited (Related Party) under Section 188 of the Companies Act, 2013 and Regulation 23 of SEBI (LODR) Regulations, 2015

To consider and if thought fit, to pass with or without modifications, the following resolutions as an ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act 2013 and all other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder, as amended from time to time, and pursuant to Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the recommendations of the Audit Committee, approval of Board of Directors of the Company be and is hereby accorded for granting unsecured Loans to Ladam Foods Private Limited, a related party within the meaning of Section 2(76) of the Act on such terms and conditions as the Board of Directors may deem fit upto maximum value of Rs. 5 Lakhs for the F.Y 2025-26.

RESOLVED FURTHER THAT the Board of Directors 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 of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution.”

6. Approval for Granting Unsecured Loan Spearhead Metals and Alloys Limited (Related Party) under Section 188 of the Companies Act, 2013 and Regulation 23 of SEBI (LODR) Regulations, 2015

To consider and if thought fit, to pass with or without modifications, the following resolutions as an ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act 2013 and all other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder, as amended from time to time, and pursuant to Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the recommendations of the Audit Committee, approval of Board of Directors of the Company be and is hereby accorded for granting unsecured Loans to Spearhead Metals and Alloys Limited, a related party within the meaning of Section 2(76) of the Act on such terms and conditions as the Board of Directors may deem fit upto maximum value of Rs. 5 Lakhs for the F.Y 2025-26.

RESOLVED FURTHER THAT the Board of Directors 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 of the Company and to do all acts and take such steps

as may be considered necessary or expedient to give effect to the aforesaid resolution.”

7. Approval for Granting Unsecured Loan Lacon India Limited (Related Party) under Section 188 of the Companies Act, 2013 and Regulation 23 of SEBI (LODR) Regulations, 2015

To consider and if thought fit, to pass with or without modifications, the following resolutions as an ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act 2013 and all other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder, as amended from time to time, and pursuant to Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the recommendations of the Audit Committee, approval of Board of Directors of the Company be and is hereby accorded for granting unsecured Loans to Lacon India Limited, a related party within the meaning of Section 2(76) of the Act on such terms and conditions as the Board of Directors may deem fit upto maximum value of Rs. 5 Lakhs for the F.Y 2025-26.

RESOLVED FURTHER THAT the Board of Directors 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 of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution.”

8. To consider and approve the appointment of Mr. Vinayak Ganesh Phadke (DIN: 00506647) as an Independent Director of the Company

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the said Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17(1A) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and in accordance with the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the approval of the members of the Company be and is hereby accorded for the appointment of **Mr. Vinayak Phadke (DIN: 00506647) as a Non-Executive Independent Director** of the Company, not liable to retire by rotation, to hold office for a term of [five] consecutive years, commencing from September 18, 2025 to September 18, 2030, notwithstanding that he has attained the age of 82 years.”

RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of the SEBI LODR Regulations, the members of the Company do hereby approve the appointment of Mr. Vinayak Ganesh Phadke (DIN: 00506647), who has attained the age of 82 years, to continue as a Non-Executive Independent Director, for the above-mentioned term.

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

9. To consider appointment of M/s. Ashita Kaul & Associates, Company Secretary in Practice as Secretarial Auditor for a period of five consecutive years

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

“RESOLVED THAT pursuant to Section 204 and other applicable provisions, if any, of the Companies Act, 2013, Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), other applicable laws/statutory provisions, if any, as amended from time to time, M/s. Ashita Kaul & Associates, Company Secretary in Practice, Thane (Membership No. 6988, Certificate of Practice No. 6529) be and is hereby appointed as Secretarial Auditors of the Company for a term of five consecutive years commencing from financial year 01.04.2025-31.03.2026 to financial year 01.04.2029-31.03.2030, at such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditors;

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be deemed necessary, proper or expedient to give effect to the above resolution.”

For Ladam Affordable Housing Limited

**Sd/-
Sumesh
Aggarwal
Director
00325063**

Registered Office:

Ladam House, C-33,
Opp. ITI, Wagle Industrial Estate,
Thane (W) – 400604
Date: **August 11, 2025**
Place: **Thane**

Annexure to Notice:**Explanatory Statement pursuant to the provisions of the Section 102 of the Companies Act, 2013****Item No. 3:**

The Board recommends the Related Party Transaction between the Company and Ladam Steels Limited.

Ladam Steels Limited, Associate Company of the Company requires unsecured loans for its working as it is a non-profit making Company. To revive the Company and help its associate company to pay their statutory dues and Professional fees, Ladam Affordable Housing Limited being the Promoter Company has proposed to grant unsecured Loans to Ladam Steels Limited with the interest and tenure as decided by the Audit Committee and the Board. This may be beneficial to the Company as both Ladam Steels Limited and Ladam Affordable Housing Ltd. share the common Land in Shahapur, so they in future may come in joint venture for developing the project in the Common Land. In this transaction, Mr. Sumesh Aggarwal & Mr. Jayaprasad Pillai are interested Director as both the directors are the Directors of Ladam Steels Ltd.

As per Regulation 23 of SEBI (LODR) Regulation, 2015, all material related party transactions need approval of Shareholders and the transaction is material if the transaction(s) to be entered individually or taken together with previous transactions during F.Y exceeds 10% of Annual Consolidated turnover of the listed entity as per last audited financial statements of listed entity. Since the proposed transaction exceed the above-mentioned limit, therefore approval of members is required to be taken.

The Proposed Estimated Amount of Unsecured Loan for the F.Y 2025-26. Is Rs. 25 Lakhs. The Audit Committee has granted its approval for this related party transaction. None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends passing of the resolution as set out in item No. 3 of this Notice as Ordinary Resolution.

Item No. 4:

The Board recommends the Related Party Transaction between the Company and Ladam Flora Private Limited.

Ladam Flora Private Limited, Associate Company of the Company requires unsecured loans for its working, as it is a non-profit making Company. To revive the Company and help its associate company to pay their statutory dues and Professional fees, Ladam Affordable Housing Limited being the Promoter has proposed to grant unsecured Loans to Ladam Flora Private Limited with the interest and tenure as decided by the Board.

As per Regulation 23 of SEBI (LODR) Regulation, 2015, all material related party transactions need approval of shareholders and the transaction is material if the transaction(s) to be entered individually or taken together with previous transactions during F.Y exceeds 10% of Annual Consolidated turnover of the listed entity as per last

audited financial statements of listed entity. Since the proposed transaction will exceed the above-mentioned limit, therefore approval of members is required to be taken.

The Proposed Estimated Amount of Unsecured Loan for the F.Y. 2025-26 is Rs. 5 Lakhs. The Audit Committee has granted its approval for this related party transaction. None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends passing of the resolution as set out in item No. 4 of this Notice as Ordinary Resolution.

Item No. 5:

The Board recommends the Related Party Transaction between the Company and Ladam Foods Private Limited.

Ladam Foods Private Limited, Associate Company of the Company requires unsecured loans for its working as it is a non-profit making Company. To revive the Company and help its associate company to pay their statutory dues and Professional fees, Ladam Affordable Housing Limited being the Promoter has proposed to grant unsecured Loans to Ladam Foods Private Limited with the interest and tenure as decided by the Board.

As per Regulation 23 of SEBI (LODR) Regulation, 2015, all material related party transactions need approval of shareholders and the transaction is material if the transaction(s) to be entered individually or taken together with previous transactions during F.Y exceeds 10% of Annual Consolidated turnover of the listed entity as per last audited financial statements of listed entity. Since the proposed transaction will exceed the above-mentioned limit, therefore approval of members is required to be taken.

The Proposed Estimated Amount of Unsecured Loan for the F.Y 2025-26 is Rs. 5 Lakhs. The Audit Committee has granted its approval for this related party transaction. None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends passing of the resolution as set out in item No. 5 of this Notice as Ordinary Resolution.

Item No.6:

The Board recommends the Related Party Transaction between in the Company and Spearhead Metals and Alloys Limited.

Spearhead Metals and Alloys Limited, Associate Company of the Company requires unsecured loans for its working as it is a non-profit making Company. To revive the Company and help its associate company to pay their statutory dues and Professional fees, Ladam Affordable Housing Limited being the Promoter needs to grant unsecured Loans to Spearhead Metals and Alloys Limited with the interest and tenure as decided by the Board.

In this transaction, Mr. Ashwin Kumar Sharma & Mr. Jayaprasad Pillai are interested Director as both the directors is the Directors of Spearhead Metals & Alloys Ltd.

As per Regulation 23 of SEBI (LODR) Regulation, 2015, all material related party transactions need approval of shareholders and the transaction is material if the transaction(s) to be entered individually or taken together with previous transactions during F.Y exceeds 10% of Annual Consolidated turnover of the listed entity as per last audited financial statements of listed entity. Since the proposed transaction will exceed the above-mentioned limit, therefore approval of members is required to be taken.

The Proposed Estimated Amount of Unsecured Loan for the F.Y 2025-26 is Rs. 5 Lakhs. The Audit Committee has granted its approval for this related party transaction. None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends passing of the resolution as set out in item No. 6 of this Notice as Ordinary Resolution.

Item No. 7:

The Board recommends the Related Party Transaction between in the Company and Lacon India Limited.

Lacon India Limited, Associate Company of the Company requires unsecured loans for its working as it is a non-profit making Company. To revive the Company and help its associate company to pay their statutory dues and Professional fees, Ladam Affordable Housing Limited, being the Promoter needs to grant unsecured Loans to Lacon India Limited with the interest and tenure as decided by the Board.

As per Regulation 23 of SEBI (LODR) Regulation, 2015, all material related party transactions need approval of shareholders and the transaction is material if the transaction(s) to be entered individually or taken together with previous transactions during F.Y exceeds 10% of Annual Consolidated turnover of the listed entity as per last audited financial statements of listed entity. Since the proposed transaction will exceed the above-mentioned limit, therefore approval of members is required to be taken.

The Proposed Estimated Amount of Unsecured Loan for the F.Y 2025-26 is Rs. 5 Lakhs. The Audit Committee has granted its approval for this related party transaction. None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends passing of the resolution as set out in item No. 7 of this Notice as Ordinary Resolution.

Item No. 8:

The Board recommends appointment of Mr. Vinayak Ganesh Phadke (DIN: 00506647) as an Independent Director of the Company.

The Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee, has proposed the appointment of Mr. Vinayak Phadke (DIN: 00506647) as a Non-Executive Independent Director, not liable to retire by rotation, for a term of five consecutive years from September 18, 2025 to September

18, 2030. As Mr. Phadke has attained the age of 82 years, approval of shareholders by way of a special resolution is required pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mr. Phadke holds degrees in Bachelor of Arts (Economics), Bachelor of Commerce, and Bachelor of Laws (LL.B.) from the University of Mumbai. He brings with him over five decades of experience, having started his career at Bank of Maharashtra, where he served from 1970 to 2000, retiring as a Senior Manager / Regional Manager. Since 2001, he has been actively involved in real estate redevelopment, with a focus on Slum Rehabilitation Authority (SRA) schemes. He has played a key role in coordinating with authorities like SRA, MCGM, and MHADA for obtaining statutory approvals and ensuring project compliance.

The Board believes that Mr. Phadke's deep expertise in finance, regulatory affairs, and redevelopment will significantly benefit the Company. It acknowledges his achievements and warmly welcomes him to the Board. Mr. Phadke has submitted a declaration confirming that he meets the criteria of independence under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015. Accordingly, the Board recommends the resolution for approval of the members. None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

Item No. 9:

The Board recommends appointment of M/s. Ashita Kaul and Associates, Practicing Company Secretaries, as the Secretarial Auditors of the Company.

The Board of Directors at its meeting held on May 27, 2025, after evaluating various proposals and considering factors such as industry experience, competency of the audit team, peer review status, efficiency in audit conduct, and professional independence, approved the appointment of M/s. Ashita Kaul and Associates, Practicing Company Secretaries, as the Secretarial Auditors of the Company.

The appointment of Secretarial Auditors shall be in terms of the amended Regulation 24A (1) of the SEBI Listing Regulations vide SEBI Notification dated December 12, 2024, and provisions of Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

M/s. Ashita Kaul and Associates is a peer-reviewed firm (Firm Registration No. 1718/2022) with demonstrated expertise in corporate and secretarial compliance. Based on the recommendation of the Audit Committee and in line with best governance practices, the Board has appointed them for a term of five consecutive financial years, commencing from FY 2025-26 to FY 2029-30.

The Board is confident that the firm's professional experience and approach will ensure high standards of compliance and governance in conducting the secretarial audit of the Company. None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

Notes:

1. The Ministry of Corporate Affairs ("MCA") has vide its General Circular Nos. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, General circular No. 02/2021 dated 13th January, 2021, General circular No 02/2022 dated 05th May, 2022 and General circular No 11/2022 dated 28th December, 2022, General Circular No. 09/2023, dated September 25, 2023 respectively and General Circular No. 09/2024 dated September 19, 2024, ("the Circulars") and all other relevant circulars issued from time to time, issued by MCA Master Circular dated July 11, 2023 read with SEBI/HO/CFD/CFD-PoD2/P/CIR/2023/167 dated October 07, 2023 issued by the Securities and Exchange Board of India, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and Circular No. SEBI/HO/CFD/CFDPoD2/P/CIR/2024/133 dated October 3, 2024 and other relevant circulars as issued from time to time ("SEBI Circular"), the physical attendance of the Members at the Annual General Meeting (AGM) is not required and the AGM can be held through Video Conferencing (VC) / Other Audio Visual Means (OAVM) wherein the facility to appoint proxy to attend and cast vote for the members will not be available at the AGM. Accordingly, considering the safety of the members of the Company, the AGM of your Company is being scheduled through audio visual means in compliance with the applicable provisions of the Companies Act, 2013 along with rules framed thereunder and the aforementioned circulars. Hence, Members have to attend and participate in the ensuing AGM through audio visual means.
2. A Member entitled to attend and vote at the meeting is entitled to Appoint Proxy / Proxies to attend and vote instead of himself/herself and the proxy need not be a member of the Company. Since the AGM is being held in accordance with the MCA Circulars read with Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023 physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form are not annexed to the Notice.
3. Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Companies Act, 2013("the Act").
4. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC. Corporate Members intending to authorize representatives to attend the AGM are requested to send a duly certified copy of their Board Resolution/ authorization letter to the Company by email through its registered email address, to compliances@ladam.in or upload on the VC portal/ e-voting portal.
5. In accordance with the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification/Guidance on applicability of Secretarial Standards - 1 and 2 dated 15th April, 2020 as per latest amended dated on April 26, 2024 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM. Since the AGM will be held through VC/OAVM, the Route Map is not annexed to this Notice.

6. Members who are holding shares in identical order or names in more than one folio are requested to write to the Company to enable the Company to consolidate their holdings in one folio.
7. In compliance with Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by Purva Sharegistry (India) Private Limited. The instructions for e-voting are annexed to the Notice.
8. The Register of Members and Share Transfer Books of the Company will remain closed from 12.09.2025 to 18.09.2025 (both days inclusive).
9. **ELECTRONIC DISPATCH OF NOTICE AND ANNUAL REPORT:** In accordance with the MCA General Circular No. 20/2020 dated 5th May, 2020, MCA General Circular No. 09/2023 dated 25th September, 2023, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October, 2023, SEBI Circular No. SEBI/HO/DDHS/P/CIR/2023/0164 dated 6th October, 2023 and further extended under SEBI Circular No. SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2025/83 dated 5th June, 2025, the Annual Report for Financial Year 2024-25, which inter-alia comprises of the Audited Financial Statements along with the Reports of the Board of Directors and Auditors thereon and Audited Consolidated Financial Statements along with the Reports of the Auditors thereon for the Financial Year ended 31st March, 2025 pursuant to section 136 of the Act and Notice calling the AGM pursuant to section 101 of the Act read with the Rules framed thereunder, are being sent only in electronic mode to those Members whose e-mail addresses are registered with the Company/ Purva Sharegistry (India) Private Limited or the DP(s). The physical copies of such statements and Notice of AGM will be dispatched only to those shareholders who request for the same.
10. In compliance with Regulation 36(1)(b) of the SEBI LODR Regulations, a letter is being sent to the shareholders whose email addresses are not registered with the Company/DP, providing a web-link for accessing the Annual Report 2024-25.
11. A copy of the Notice of this AGM along with Annual Report for the FY 2024-25 is available on the website of the Company at <http://www.ladamaffordablehousing.com/id.html> website of the Stock Exchanges where the shares of the Company are listed i.e. BSE Limited at www.bseindia.com and on the website of Purva Sharegistry (India) Private Limited at <https://evoting.purvashare.com/>
12. Members holding shares in physical form are requested to notify the change, if any, in their address and blank mandate details to the Registrar and Share Transfer Agent, Purva Share Registry (India) Private Limited Unit No. 9 Shiv Shakti Ind. Estt. J.R. Boricha Marg, Lower Parel (E) Mumbai 400 011.
13. Members holding shares in dematerialized mode are requested to intimate the same to their respective Depository Participants.

14. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, and Circulars etc. from the Company electronically by visiting the RTA's Weblink <http://www.purvashare.com/email-and-phone-updation/>. For registering email id and bank details Members holding shares in physical form shall send a request to the RTA providing folio number, name of shareholder, scanned copies of share certificates (both front & back), self-attested PAN, Aadhar and cancelled cheque bearing name of first member, name & branch of bank, account number, account type, MICR code & IFSC.
15. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate risks associated with physical shares.
16. All documents referred to in the accompanying Notice, the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 and other Statutory registers & records as stipulated under the Act shall be open for inspection at the Registered Office of the Company during (3:00 pm to 5:00 pm) on all working days, up to and including the date of the Annual General Meeting of the Company.
17. Additional information, pursuant to Regulation 36 of the Listing Regulations, in respect of the directors seeking appointment / reappointment at the AGM, forms part of this Notice.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

**Sd/-
Sumesh Aggarwal
Director
00325063**

Registered Office:
Ladam House, C-33,
Opp. ITI, Wagle Industrial Estate,
Thane (W) – 400604

Date: August 11, 2025

Place: Thane

SHAREHOLDER INSTRUCTIONS FOR E-VOTING**Purva e-Voting System – For Remote e-voting and e-voting during AGM/EGM**

1. The Ministry of Corporate Affairs (MCA) vide the Circular Nos. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, General circular No. 02/2021 dated 13th January, 2021, General circular No 02/2022 dated 05th May, 2022 and General circular No 11/2022 dated 28th December, 2022 General Circular No. 09/2023, dated September 25, 2023 respectively and General Circular No. 09/2024 dated September 19, 2024 respectively ("the Circulars") and all other relevant circulars issued from time to time, issue by MCA). The forthcoming AGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, May 05, 2022 and December 28, 2022, September 25, 2023 and September 19, 2024 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Purva Shareregistry (India) Private Limited (Purva) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by Purva Shareregistry (India) Private Limited.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020, General Circular no. 20/2021 dated December 08, 2021 General Circular No. 3/2022 dated May 05, 2022, General Circular No. 10/2022 dated December, 28 2022 and General Circular No. 09/2023, dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 respectively the Notice calling the AGM has been uploaded on the website of the Company at <https://ladamaffordablehousing.com/Notice.html>. The Notice can also be accessed from the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is disseminated on the website of PURVA (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. <https://evoting.purvashare.com/>.
7. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020 and MCA Circular No. December, 28 2022 and September 19, 2024.

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM/EGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

- (i) The voting period begins 15.09.2025 at 09:00 A.M and ends on 17.09.2025 at 05:00 P.M. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 11.09.2025 may cast their vote electronically. The e-voting module shall be disabled by Purva Shareregistry (India) Private Limited for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants.** Demat





account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (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 above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasitoken/Home/Login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME/PURVA, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Home/EasiRegistration 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 www.cdslindia.com home page. The system will authenticate the user by sending OTP on

	<p>registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 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 redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 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 or joining virtual meeting & voting during the meeting. 4) Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

	<p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around;">   </div> <p>5) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<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 or joining virtual meeting & voting during the meeting.</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 abovementioned 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 helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- 1) The shareholders should log on to the e-voting website <https://evoting.purvashare.com>.
- 2) Click on “Shareholder/Member” 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) If you are holding shares in demat form and had logged on to www.evotingindia.com or www.evoting.nsdl.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 5) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
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"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
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"> 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 as mentioned in instruction (v).

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVENT NO. for the relevant Ladam Affordable Housing Limited on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO/ABSTAIN” for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.
- (xi) Click on the “NOTICE FILE LINK” if you wish to view the Notice.
- (xii) 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.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) **Facility for Non – Individual Shareholders and Custodians – Remote Voting**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://evoting.purvashare.com> and register themselves in the “Custodians / Mutual Fund” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to evoting@purvashare.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.

- 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 signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; ashkaulcs@gmail.com & compliances@ladam.in if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is the same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend the meeting will be available where the EVENT NO. of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at compliances@ladam.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at compliances@ladam.in. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-

Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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/RTA email id**.
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.

If you have any queries or issues regarding attending AGM & e-Voting from the Purva e-Voting System, you can write an email to evoting@purvashare.com or contact at 022-49614132 and 022-49700138.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Shareregistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to evoting@purvashare.com or contact at 022- 022-49614132 and 022-35220056.

PROFILE OF DIRECTOR

(Seeking Appointment / Re-appointment)

 As per Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements)
 Regulation, 2015 and SS-2

Name of Director	Mr. Sumesh Bharat Aggarwal	Mr. Vinayak Ganesh Phadke
DIN	00325063	00506647
Date of Birth	November 7, 1971	August 18, 1942
Age	53 years	83 years
Date of appointment on the Board	April 1, 1992	September 18, 2025
Qualification	Bachelor of Commerce	Bachelor of Commerce, LLB and BA Economics
Expertise in specific functional areas	Finance, Accounts and Taxation	Finance, Accounts and Taxation
Terms and conditions of appointment	As per the terms of HR Policy	As per the terms of HR Policy
Remuneration sought to be paid	No Consideration has been paid	No Consideration has been paid
Remuneration last drawn		
Brief resume and nature of expertise in specific functional areas.	Sumesh B Aggarwal, has done his B Com from the Bombay University and has been involved in the business since 1992. He has been involved in the construction business since 1995. Mr. Sumesh Aggarwal has brought in various new products to improve the intrinsic quality of the construction such as expanded metal reinforcement for brickwork and plaster in the new projects and buildings under construction. He is also known for his customer friendly approach and looks for inclusive growth	Mr. Vinayak Phadke holds degrees in Bachelor of Arts (B.A.) Economics, Bachelor of Commerce (B.Com.), and Bachelor of Laws (LL.B.) from the University of Mumbai. Experience: With over five decades of professional experience, Mr. Phadke began his career at Bank of Maharashtra, serving from October 1970 to April 2000, retiring as a Senior Manager / Regional Manager. His tenure provided extensive insights into financial operations, regulatory compliance, and administrative management. Since 2001, he has been involved in housing and redevelopment projects, focusing on Slum Rehabilitation Authority (SRA) schemes and government liaison for statutory approvals. His responsibilities include

		<p>coordinating with entities like SRA, MCGM, and MHADA to ensure compliance and facilitate real estate developments.</p> <p>Notable Projects:</p> <ul style="list-style-type: none"> Centroid, Ghatkopar: Redevelopment of 175 tenements across 3 rehab buildings and 130 flats for sale. Laxminagar & Maulikrupa Co-operative Housing Societies Ltd.: Comprehensive redevelopment under SRA overseen by Mr. Phadke. Prabhat A & B Co-operative Housing Societies Ltd. Schemes: Ongoing projects managed by Mr. Phadke, focusing on approvals and project coordination. <p>Mr. Phadke's extensive background in finance, administration, and real estate regulatory affairs underscores his significant contribution to the organization.</p>
List of other Companies in which he holds Directorship as on March 31, 2025	<ul style="list-style-type: none"> Ladam Homes Private Limited Ladam Steels Limited 	NIL
Chairmanship / Membership of the Committee as on March 31, 2025	<ul style="list-style-type: none"> Chairmanship: NIL Membership: NIL <p>(Committees considered are Audit Committee and Stakeholder's Relationship Committee, in public limited companies other than Ladam Affordable Housing Limited)</p>	<ul style="list-style-type: none"> Chairmanship: NIL Membership: NIL <p>(Committees considered are Audit Committee and Stakeholder's Relationship Committee, in public limited companies other than Ladam Affordable Housing Limited)</p>
No. of Meetings attended during FY 2024-25	12	NIL

Relationship with other Director/s, Manager and Key Managerial Personnel	None	None
Number of Shares held on March 31, 2025	44,73,729	0
Name of the listed company in which he has resigned during the last 3 years	NIL	NIL