B-RIGHT REALESTATE LIMITED

CIN: L70100MH2007PLC282631

Building Real Value Homes

September 02, 2025

To,
The Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Sir/Madam,

Scrip Code-543543

Sub: Notice of the 18th Annual General Meeting (18th AGM) of B-Right Realestate Limited ("The Company").

Dear Sir/ Madam,

Pursuant to the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended from time to time, we submit herewith the Notice of 18th Annual General Meeting for the Financial Year 2024-2025 which is scheduled to be held on Saturday, September 27, 2025 at 05.00 P.M

The Notice of the 18th AGM is available on the website of the Company at https://b-rightgroup.com/annual-reports.html.

Kindly take the above information on your record.

Thankyou,
Yours faithfully,

For B-Right Realestate Limited,

BHAGYASHREE MEHADIA
Digitally signed by BHAGYASHREE MEHADIA
Date: 2025.09.02 19:30:11 +05'30'

CS Bhagyashree Mehadia
Company Secretary & Compliance Officer
ACS: 77087

Place: Mumbai

NOTICE OF ANNUAL GENERAL MEETING

Dear Members,

NOTICE is hereby given that the 18th Annual General Meeting of the members of B-Right Realestate Limited ("The Company") will be held on Saturday, September 27, 2025 at 05:00 p.m. at the registered office of the company situated at 702, 7th floor, Shah Trade Centre, Rani Sati Marg, Malad East, Mumbai-400097 to transact the following business:

ORDINARY BUSINESS:

1. **To consider and adopt the Audited Standalone and Consolidated Financial Statements for the year ended March 31, 2025 together with the reports of the Board of Directors ('the Board') and Auditors thereon.**

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

   "**RESOLVED THAT**, pursuant to provision of section 134 and 137 of Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 read with Rules thereunder (including any statutory Modification(s) or Re-enactment thereof for the time being in force and Regulation 33 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended or modified from time to time the Audited Standalone and Consolidated Financial Statements of the Company comprising of Balance Sheet as at 31st March 2025, Statement of Profit for the year ended on that date along with Cash Flow Statement as at 31st March 2025 and the explanatory statements annexed thereto, or forming part of any document referred above including reports of the auditors and Board thereon be and are hereby received, considered and approved."

2. **To re-appoint Mr. Anirudh Salla, who retires by rotation as the Director of the Company.**

   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 152(6) of the Companies Act, 2013, Mr. Anirudh Salla (DIN: 10044437) who retires by rotation at this meeting and being eligible has offered herself for re-appointment, be and is hereby re-appointed as Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

1. **To change in designation of Mr. Sanjay Nathalal Shah as Chairman and Managing Director of the Company.**

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

   "**RESOLVED THAT** in accordance with the recommendations of the Nomination and Remuneration Committee of the Board of Directors, approval of the Board of Directors and pursuant to the provisions of Sections 196, 197, and 203 of the Companies Act, 2013 (the "Act") read with Schedule V to the Act, and other applicable provisions, if any, of the Act and the rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Articles of Association of the Company, consent of the Members be and is hereby accorded to the change the designation of Mr. Sanjay Nathalal Shah (DIN: 00003412) from Whole Time Director to Chairman and Managing Director of the Company for a period of five consecutive years effective from the end of this Annual General Meeting on the terms and conditions including remuneration as set out in the statement annexed to the Notice of this Meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the appointment and/ or remuneration based on the recommendation of the Nomination & Remuneration Committee.

   RESOLVED FURTHER THAT, the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and matters and things as, in its absolute discretion, it may consider necessary, expedient and desirable to give effect to this resolution."

2. **To recommend for payment of managerial remuneration to Mr. Sanjay Nathalal Shah (DIN: 00003142), Chairman and Managing Director, in excess of 5% of the net profits of the company:**

   To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

   "RESOLVED THAT, pursuant to section 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 (The 'Act') read with Schedule V of the Act and the Rules made thereunder, including any amendment(s), modification(s) or re-enactment(s) thereof for the time being in force, and pursuant to the recommendation of the Nomination and Remuneration Committee, the consent of the members of the Company be and is hereby accorded for payment of remuneration to Mr. Sanjay

Nathalal Shah (DIN: 00003142) who was appointed as Chairman and Managing Director of the Company for a period of five consecutive years effective from the end of Annual General Meeting, in excess of prescribed limit of 5% of the Net Profits of the Company computed in accordance with Section 198 of the Act, in any financial year(s) during his tenure as Managing Director of the Company.

FURTHER RESOLVED THAT, the overall managerial remuneration payable to Mr. Sanjay Nathalal Shah shall be from the end of Annual General Meeting and of such amount as may be fixed by the Board from time to time on recommendation of NRC and Audit Committee but not exceeding Rs. 200.00 Lakhs per annum at any point of time and that the terms & conditions of the aforesaid remuneration payable to the said Managing Director be varied/altered/revised within said overall limit, in such manner as may be required during aforesaid period.

RESOLVED THAT, the consent of the members of the Company be and is hereby accorded for payment of overall remuneration in aggregate payable to all directors shall to exceed in excess of 11% of the net profits of the Company of any financial year.

FURTHER RESOLVED THAT, where in any Financial Year during the tenure of the said Managing Director, the Company has no profits or profits are inadequate, the aforesaid remuneration or remuneration as may be approved by the Board of Directors of the Company from time to time shall be paid as minimum remuneration irrespective of inadequacy of profit or not.

RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to file necessary forms with Registrar of Companies and to do all such act, deeds, and things as may be considered necessary to give effect to the above said resolution."

3. **To consider and approve the appointment of M/s. DSM & Associates, Practicing Company Secretary, as the Secretarial Auditor of the Company:**

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 204(1) of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions if any of the Companies Act, 2013 including any amendments thereto for the time being in force, consent of the members be and is hereby given for appointment of **M/s. DSM &**

Associates, Practicing Company Secretaries, (C.O.P No.: 009394) as the Secretarial Auditors of the Company to conduct auditing of the secretarial and related records of the Company and to furnish Secretarial Audit Report for the period of 1 year i.e. for the Financial Year 2025-26, 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 Directors of the Company be and is hereby authorized to finalize the remuneration of the Secretarial Auditors, in consultation with the audit committee on such fee, terms and conditions as may be mutually agreed upon with the secretarial auditors."

"RESOLVED FURTHER THAT any of the Director of the Company be and is hereby authorized to file necessary forms with Registrar of Companies and to do all such act, deeds, and things as may be considered necessary to give effect to the above said resolution."

4. **To accept Fixed Deposit from Public and Members of the Company:**

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 Sections 73, 76 and other applicable
provisions, if any, of the Companies Act, 2013, and the Companies (Acceptance of Deposits) Rules, 2014, the consent of the Members of the Company be and are hereby accorded to the Board of Directors of the Company to invite/accept/renew from time-to-time fixed deposits from its members of the Company up to permissible limits of Rs. 14.02 Crores and from the Public up to permissible limits of Rs. 35.05 Crores and subject to fulfillment of applicable terms and conditions as prescribed under the Companies Act, 2013 and Companies (Acceptance of Deposits) Rules, 2014, as amended from time to time.

RESOLVED FURTHER THAT, the Board of Directors be and is hereby authorised to finalise the scheme for the invitation and acceptance of fixed deposits from the Members of the Company and the Public and to sign and execute deeds, applications and documents that may be required on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental to give effect to this resolution."

By order of the Board of Directors,
For B-RIGHT REALESTATE LIMITED

Sd/-

____
Bhagyashree Mehadia
Company Secretary & Compliance Officer
ACS: 77087

Place: Mumbai
Date: 29/08/2025

NOTES:

1. The Statement pursuant to the provisions of Section 102(1) of the Companies Act, 2013 (‘Act’) as amended, setting out the material facts relating to the aforesaid Resolution and the reasons thereof is annexed hereto and forms an integral part of this Notice.
2. The Company has set Friday, August 29, 2025 as the "Cut-off Date" for taking record of the shareholders of the Company who will be eligible for casting their vote on the resolution to be passed in the ensuing Annual General Meeting.
3. Only those Members whose names are appearing in the Register of Members/List of Beneficial Owners shall be eligible to cast their votes through poll. A person who is not a members should treat this Notice for information purposes only.
   It is however clarified that, all Members of the Company (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/RTA/Depositories/Depository Participants) shall be entitled to vote in relation to the aforementioned Resolution in accordance with the process specified in this Notice.
4. A member entitled to attend and vote at the meeting is entitled to appoint another person (whether a shareholder or not) as his/her proxy to attend and vote instead of himself/ herself, and the proxy need not be a member but a proxy so appointed shall not have any right to speak at the meeting and can vote only on a poll. The proxies in order to be effective must be duly signed and received at the registered office of the Company not less than 48 hours before the commencement of the meeting. Proxy form is annexed to the notice as **Annexure II**.
5. An instrument appointing proxy is valid only if it is properly stamped as per the applicable law. Blank or incomplete, unstamped or inadequately stamped, undated proxies or proxies upon which the stamp not been cancelled, will be considered as invalid. If the Company receives multiple proxies for the same holdings of a Member, the proxy which is dated last will be considered as valid. If such multiple proxies are not dated or they bear the same date without specific mention of time, all such proxies shall be considered as invalid.
6. Members are requested to bring their Original photo ID (like PAN Card, Aadhar Card, Voter Identity Card, etc, having photo identity) while attending the meeting.
7. Members/ proxies should bring the attendance slip duly filled in for attending the meeting.
8. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representatives to attend and vote on their behalf at the meeting. (Board Resolution is hereby annexed as **Annexure I**).

9. DSM & Associates, Practicing Company Secretaries, (C.O.P No.: 09394), Mumbai has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting through Ballot Form in a fair and transparent manner.
10. The Scrutinizer will submit his/her consolidated report to the Chairman of the meeting, or any other person authorised by him, after scrutiny of the votes cast, on the result of the ballot within two working days from the conclusion of the voting. The Scrutinizer's decision on the validity of votes cast will be final.
11. The result of the ballot declared along with the Scrutinizer's Report ('Result') shall be placed on the Company's website https://b-rightgroup.com/ immediately after the Result is declared by the Chairman or any other person so authorised by him, and the same shall be communicated to the BSE Limited ('BSE') where the ordinary equity shares of the Company is listed. The Result shall also be displayed on the notice board of the Company at its Registered Office at 702, 7th floor, Shah Trade Centre, Rani Sati Marg, Malad East, Mumbai-400097.
12. As per Section 152 of the Companies Act, 2013, and as per the articles of the Company the retirement of all Directors at every annual general meeting, should be one-third of the total number of Directors, shall (a) be persons whose period of office is liable to determination by retirement of Directors by rotation; and (b) save as otherwise expressly provided in the Act, be appointed by the Company in the general meeting. Accordingly, at the ensuing Annual General Meeting, Mr. Anirudh Salla, Director retiring by rotation and being eligible offers himself for re-appointment.
13. The Annual Report of the Company for the year 2024-2025, circulated to the Members of the Company, is available on the Company's website viz. https://b-rightgroup.com
14. The facility for voting through poll shall be made available at the 18th AGM and the members attending the meeting shall be able to exercise their right at the meeting through the same.
15. Shareholders are requested to bring their copy of Annual Report to the Meeting as the practice of handing out copies of the Annual Report at the Annual General Meeting has been discontinued in view of the green initiative and environmental cause.
16. Members may also note that the Annual Report for the financial year 2024-25 together with the Notice of 18th Annual General Meeting, Attendance Slip, Proxy Form and Route Map will also be available on the website of the Company viz. https://b-rightgroup.com for their download.
17. Unsigned or incomplete and improperly or incorrectly ticked Voting Poll Papers shall be rejected.
18. Attendance Slip (Annexure III), Ballot Form (Annexure IV) have been enclosed herein. Route Map giving directions to the venue of the meeting is annexed to the notice. [Annexure V]

Regd. Office:
702, 7th Floor, Shah Trade Centre, Rani Sati Marg,
Malad (East), Mumbai - 400097
Tel No.: 022-46035689
Email: cs@b-rightgroup.com
Website: https://b-rightgroup.com
CIN: L70100MH2007PLC282631

By order of the Board of Directors,
B-RIGHT REALESTATE LIMITED

Sd/-

Bhagyashree Mehadia
Company Secretary & Compliance Officer
ACS: 77087

Place: Mumbai
Date: August 29, 2024

ANNEXURE TO THE NOTICE EXPLANATORY STATEMENT
IN RESPECT OF THE SPECIAL BUSINESS

Pursuant to Section 102 of the Companies Act, 2013 ("the Act"):

SPECIAL BUSINESS:

ITEM NO: 1

To change in designation of Mr. Sanjay Nathalal Shah as Chairman and Managing Director of the Company:

In accordance with Section 196 of Companies Act, 2013, the Board of Director at its meeting held on August 29, 2025 has approved the change in designation of Mr. Sanjay Nathalal Shah (DIN: 00003412) from Whole Time Director to Chairman and Managing Director of the Company. The Nomination & Remuneration Committee has recommended the change in designation of Mr. Sanjay Nathalal Shah from Whole Time Director to Chairman and Managing Director.

The company has received the consent in writing from Mr. Sanjay Nathalal Shah to act as Managing Director for the period of five years effective from September 27, 2025.

The main terms and conditions of the appointment are given below:

1. **Terms of Appointment:**

The designation change will take effect from the end of Annual General Meeting of the Company held on September 27, 2025 for the duration of five years.

2. **Remuneration:**

Salary: Gross Salary of Rs. 60,00,000/- which includes all benefits, perquisites and allowances.

The annual increments which will be effective 1st April each year, will be decided by the Board based on the recommendations of the NRC and will be performance based and take into account the Company's performance as well, within the said maximum amount.

3. **Duties:**

The Managing Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors.

4. **Code of Business Conduct & Policies:**

The Chairman and Managing Director shall adhere to the Code of Business Conduct & Policies of the Company, if any;

5. **Reimbursement:**

Reimbursement of any other expenses properly incurred by him in accordance with the rules and policies of the Company;

6. **Business and affairs of the Company:**

The Chairman and Managing Director shall have the right to manage the day-to-day business and affairs of the Company subject to the superintendence, guidance, control and direction of the Board of the Company.

None of the Directors, Key Managerial Personnel and their relatives other than that of Mr. Sanjay Nathalal Shah thereof are interested, financially or otherwise in the aforesaid resolution.

ITEM NO: 2

TO RECOMMEND FOR PAYMENT OF MANAGERIAL REMUNERATION TO MR. SANJAY NATHALAL SHAH (DIN: 00003142), CHAIRMAN AND MANAGING DIRECTOR, IN EXCESS OF 5% OF THE NET PROFITS OF THE COMPANY:

As per Section 197 of the Companies Act, 2013 (the Act), the Company may pay managerial remuneration in excess of 5% of the net profit, provided approval of members of the Company is obtained.

Accordingly, it is proposed to obtain an approval of members of the Company approving payment of annual remuneration to Mr. Sanjay Nathalal Shah, Chairman & Managing Director of the Company, in excess of 5% of annual net profits of the Company. Net profit as mentioned in the Resolution and explanatory statement, for the purpose of remuneration percentage means profit as computed in the manner as prescribed in section 198 of the Act.

However, the approval of members is also required for the payment of overall remuneration in aggregate payable to all directors shall to exceed in excess of 11% of the net profits of the Company of any financial year.

Information as required in terms of Section II of Part II of Schedule V for Remuneration payable by companies having no profit or inadequate profit:

Sr No.	Particulars	
i.	**General information:**	
(1)	Nature of industry	Real Estate
(2)	Date or expected date of commencement of commercial production	22/10/2007
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	NA
(4)	Financial performance based on given indicators	Financial Performance for last Financial Year: Revenue: 628.45 Lacs Profit/(Loss) after tax: 59.30 Lacs
(5)	Foreign investments or collaborations, if any.	NA
ii.	**Information about the appointee:**	
	Background details	Mr. Sanjay Nathalal Shah is the Chairman and Managing Director of the Company with broad-based expertise spanning more than twenty years. He is a Chartered Accountant with over two decades of comprehensive experience in finance, taxation, and audit. He had been instrumental in consulting realestate corporates for their funding requirement.
	Past remuneration	Rs. 60,00,000/- p.a.
	Recognition or awards	Awarded by Great Indian Real Estate Leaders Summit and Awards 2024.
	Job profile and his suitability	Whole Time Director
	Remuneration proposed	Rs. 60,00,000/- p.a.
	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates	Not Applicable

	the relevant details would be with respect to the country of his origin)	
	Pecuniary relationship directly or indirectly with the company, or relation with the managerial personnel, if any.	Not Applicable
iii.	**Other information:**	
	Reasons of loss or inadequate profits	Due to nature of business.
	Steps taken or proposed to be taken for improvement	The company is taking significant steps to reduce the additional cost and to increase revenue.
	Expected increase in productivity and profits in measurable terms	The profits is expected to grow considering the performance of the Company.

None of the Directors, Key Managerial Personnel and their relatives other than that of Mr. Sanjay Nathalal Shah thereof are interested, financially or otherwise in the aforesaid resolution.

ITEM NO: 3

To consider and approve the appointment of M/s. DSM & Associates, Practicing Company Secretary, as the Secretarial Auditor of the Company:

The Board at its meeting held on August 29, 2025, based on recommendation of the Audit Committee, after evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., has approved the appointment of M/s. DSM & Associates, Practising Company Secretaries, a peer reviewed firm (Firm Registration Number: P2015MH038100) as Secretarial Auditors of the Company for a period of one year i.e. for the Financial Year 2025-26, subject to approval of the Members, 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.

None of the Director(s) or Key Managerial Personnel(s) of the Company or their relatives, is in any way, concerned or interested, financially or otherwise, in this resolution.

ITEM NO: 4

TO ACCEPT FIXED DEPOSIT FROM PUBLIC AND MEMBERS OF THE COMPANY:

Approval of the Shareholders is required for accepting deposits from members and the public after complying with the conditions stated in sections 73 and 76 of the Companies Act, 2013, within the limits prescribed under the Companies (Acceptance of Deposits) Rules, 2014.

The Board of Directors at its meeting held on August 29, 2025, has resolved to recommend the acceptance of fixed deposits from the members and the public pursuant to sections 73 and 76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014. The Fixed Deposit scheme would be credit rated on an annual basis.

It is proposed to authorized the Board to finalise the terms of the Fixed Deposit Scheme and to do such other acts and deeds as may be necessary or incidental thereto.

None of the Director(s) or Key Managerial Personnel(s) of the Company or their relatives, is in any way, concerned or interested, financially or otherwise, in this resolution.

By order of the Board of Directors,
B-RIGHT REALESTATE LIMITED

Sd/-
____
Bhagyashree Mehadia
Company Secretary & Compliance Officer
ACS: 77087

Place: Mumbai
Date: 29/08/2025

ANNEXURE – I

Draft Certified true copy of the resolution required for the corporate members to be submitted to the Company.

"**RESOLVED THAT** pursuant to the provisions of section 113 of the Companies Act, 2013 and rule made thereunder, including any amendments thereto for the time being in force, (Name of the Person), (Designation) of the Company or failing him (Name of the Person, Address), be and are hereby severally authorized to attend as an authorized representative of the Company at the ensuing ………………Annual General Meeting of ………………………, of which Company is a Member, to be held on ………………………."

"**RESOLVED FURTHER THAT** the authorized representative appointed under the foregoing resolution can exercise his/her right to attend or appoint proxy for the said AGM and right to speak and/or vote at the said AGM."

"**RESOLVED FURTHER THAT** the authority granted under the foregoing resolution shall remain in force, for each of the above-mentioned authorized representatives as long as they are associated with the Company, or until the time the Board Passes another resolution superseding the foregoing resolution which shall be conveyed to the Company from time to time."

"**RESLOVED FURTHER THAT** a true copy of the foregoing resolution certified by the Managing Director or the Company Secretary be forwarded to the Company for their records."

For (NAME OF THE COMPANY)

Signature

Managing Director/Company Secretary

DIN/Membership Number …………………

ANNEXURE – II

Form No. MGT-11
PROXY FORM
[Pursuant to Section 105(6) of the Companies Act, 2013 and
Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s)	
Registered Address	
Email id	
Client ID	
DP ID	

I / We being the Member(s) of **B-RIGHT REALESTATE LIMITED** holding _____________ Equity Shares of the Company, hereby appoint:

1. Name:
Address:

E-mail ID:
Signature: or failing him/her;

2. Name:
Address:

E-mail ID:
Signature: or failing him/her

as my / our proxy and to attend and vote (on a poll) for me / us on my / our behalf at the 18th Annual General Meeting of the Company scheduled to be held on **Saturday, September 27, 2025 at 05:00 P.M.** at the Registered Office of the Company situated at

702, 7th Floor, Shah Trade Centre, Rani Sati Marg, Malad East, Mumbai - 400097 and at any adjournment(s) thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	Business	FOR	AGAINST
1.	To consider and adopt the Audited Standalone and Consolidated Financial Statements for the year ended March 31, 2025 together with the reports of the Board of Directors ('the Board') and auditors thereon.	Ordinary		
2.	To reappoint Mr. Anirudh Salla of Director of the Company liable to retire by rotation.	Ordinary		
3.	To change in designation of Mr. Sanjay Nathalal Shah as Chairman and Managing Director of the Company.	Special		
4.	To recommend for payment of managerial remuneration to Mr. Sanjay Nathalal Shah (DIN: 00003142), Chairman and Managing Director, in excess of 5% of the net profits of the company.	Special		
5.	To consider and approve the appointment of M/s. DSM & Associates, Practicing Company Secretary, as the Secretarial Auditor of the Company.	Special		
6.	To accept Fixed Deposit from Public and Members of the Company.	Special		

Signed this_____________ day of __________2025

Signature of Shareholder:

Affix Revenue Stamp of Rupee 1 Only

_____________	_____________	_____________
Signature of First Proxy Holder	Signature of Second Proxy Holder	Signature of Third Proxy Holder

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

ANNEXURE – III

ATTENDANCE SLIP
(To be presented at the entrance)
18th ANNUAL GENERAL MEETING
at 702, 7th Floor, Shah Trade Centre, Rani Sati Marg, Malad East, Mumbai - 400097

Name of Member	
Registered Address	
Client ID/D.P. ID	
No of Shares Held	

I certify that I am the registered shareholder(s)/proxy for the registered shareholder of the Company.
I/we hereby record my/our presence at the 18th Annual General Meeting of the Company held on Saturday, September 27, 2025 at 05:00 p.m. at 702, 7th Floor, Shah Trade Centre, Rani Sati Marg, Malad (East), Mumbai - 400097.

………………………… ……………………………
Member's / Proxy's Name Member's / Proxy's Signature

Note:
1. Only Member/ Proxy holder can attend the meeting.
2. Member/ Proxy holder should bring his/her copy of the Annual Report for reference at the Meeting.
3. Please sign and hand over the attendance slip the Attendance Verification Counter at the entrance of the meeting hall.

ANNEXURE – IV

BALLOT FORM

Name of the first named Shareholder (In block letters):	
Name(s) of the Joint Holder(s), if any:	
Postal Address:	
Client ID No.:	
No. of Shares:	

I/we hereby exercise my/our vote(s) in respect of the Resolutions enumerated below to be passed through ballot form for the businesses stated in the notice of the Company dated ……………… by recording, my/our assent or dissent to the said resolutions by placing the tick (√) mark at the appropriate box below:

Resolution No.	Resolutions	Type of Resolution	No. of Shares Held	FOR I/We assent to the resolution	AGAINST I/We dissent to the resolution
1.	To consider and adopt the Audited Standalone and Consolidated Financial Statements for the year ended March 31, 2025 together with the reports of the Board of Directors ('the Board') and auditors thereon.	Ordinary			
2.	To reappoint Mr. Anirudh Salla of Director of the Company liable to retire by rotation.	Ordinary			

3.	To change in designation of Mr. Sanjay Nathalal Shah as Chairman and Managing Director of the Company.	Special			
4.	To recommend for payment of managerial remuneration to Mr. Sanjay Nathalal Shah (DIN: 00003142), Chairman and Managing Director, in excess of 5% of the net profits of the company.	Special			
5.	To consider and approve the appointment of M/s. DSM & Associates, Practicing Company Secretary, as the Secretarial Auditor of the Company.	Special			
6.	To accept Fixed Deposit from Public and Members of the Company.	Special			

Place:
Date:

(Signature of the Shareholder)

Note: Please read the instructions printed overleaf carefully before exercising your vote.

INSTRUCTIONS

1. This Ballot will be provided to all the Members as there is no facility of e-voting being exercised.
2. Every Member has to vote only through this ballot form and no other voting will be considered as valid by the Company.

3. Voting rights are reckoned on the basis of the shares registered in the name of the Members as on 29th August, 2025.

4. The form should be signed by the member as per the specimen signature registered with the Company/Depository.

5. A member can request for a duplicate ballot form, if so required.

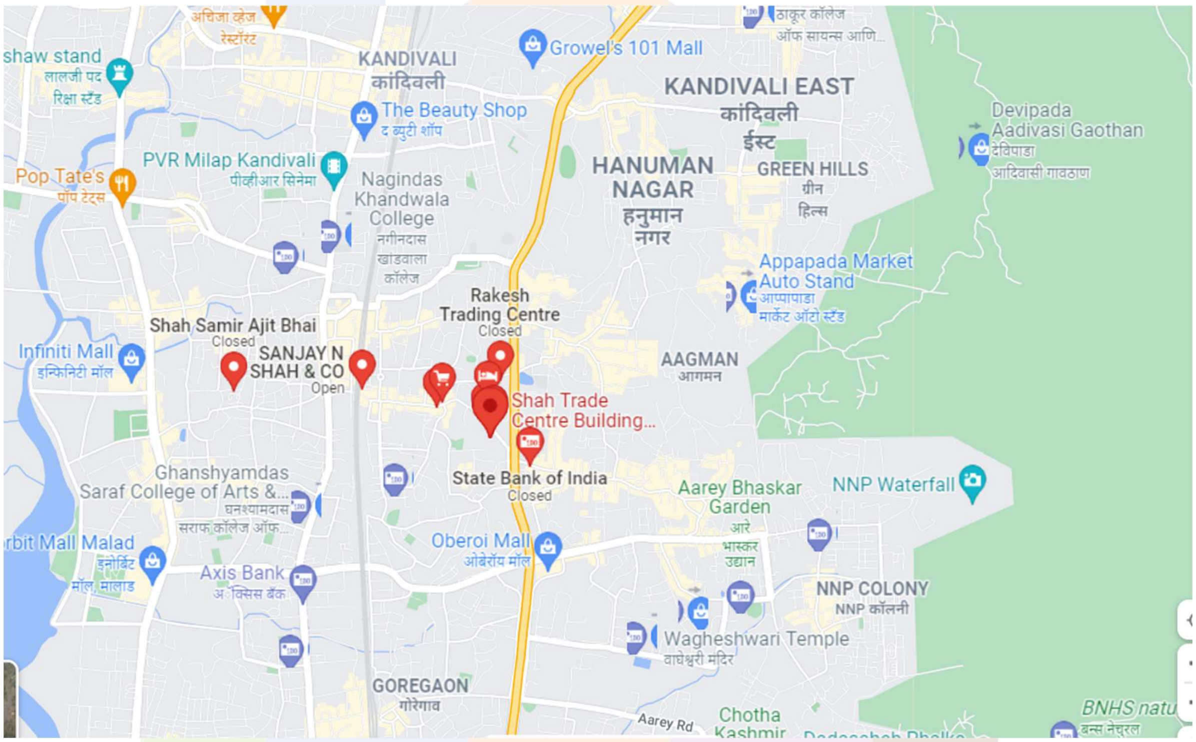
6. In case the shares are held by Companies, trusts, societies, etc., the duly completed Ballot form should be accompanied by a certified true copy of the relevant Board Resolution together with their specimen signatures authorizing their representative.

7. Unsigned, incomplete, improperly or incorrectly tick marked Ballot forms will be rejected. The form will also be rejected, if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the Member or as to whether the votes are in favour or against or if the signature cannot be verified.

8. The decision of the scrutinizer on the validity of the ballot form and any other related matter shall be final.

ANNEXURE – V

ROUTE MAP:



Google Map link:
https://goo.gl/maps/K6WTmM4Z3XjkkU5r9

ANNEXURE – VI
Terms of Appointment of Managing Director

The main terms and conditions of the appointment are given below:

1. **Terms of Appointment:**

The designation change will take effect from the end of Annual General Meeting of the Company held on September 27, 2025 for the duration of five years.

2. **Remuneration:**

Salary: Gross Salary of Rs. 60,00,000/- which includes all benefits, perquisites and allowances.

The annual increments which will be effective 1st April each year, will be decided by the Board based on the recommendations of the NRC and will be performance based and take into account the Company's performance as well, within the said maximum amount.

3. **Duties:**

The Managing Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors.

4. **Code of Business Conduct & Policies:**

The Chairman and Managing Director shall adhere to the Code of Business Conduct & Policies of the Company, if any;

5. **Reimbursement:**

Reimbursement of any other expenses properly incurred by him in accordance with the rules and policies of the Company;

6. **Business and affairs of the Company:**

The Chairman and Managing Director shall have the right to manage the day-to-day business and affairs of the Company subject to the superintendence, guidance, control and direction of the Board of the Company;

ANNEXURE – VII

Additional information on directors for appointment/reappointment as required under section 102 of the Act, 2013, Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and applicable Secretarial Standards:

Name of Director	Mr. Anirudh Salla
Brief Profile	Mr. Anirudh Chunilal Salla possesses a strong understanding of corporate and contract laws which enabled him to advise on compliance and legal documentation. He has expertise in legal and financial domains. Additionally, he has skills in financial analysis, reporting, and auditing, supporting various financial and regulatory functions. Known for his analytical mindset, attention to detail, and ethical approach, Mr. Salla is well-equipped to contribute to legal compliance, financial advisory, and audit-related roles.
Age	54 Years
Nature of Expertise in specific functional area	He has expertise in legal and financial domains.
Disclosure of relationship between inter se KMP and other Directors	Mr. Anirudh Salla is not related to any KMP and other Director of the Company.
Listed Entities (Other than B-Right Realestate Limited) in which Mr. Anirudh Salla holds directorship and committee membership:	Nil
Listed entities from which Mr. Anirudh Salla has resigned in the past 3 years.	Nil
Shareholding in the Company as on 31.03.2025	Nil
Key terms & conditions of appointment	Re-appointment in terms of Section 152(6) of the Companies Act, 2013

Date of first appointment to the Board	28/06/2023
No. of Board meetings attended during the financial year 2024-25.	The company has conducted a total of 6 Board meetings in the financial year 2024-25 and Mr. Anirudh Salla attended all 6 Board meetings.