



AMJ LAND HOLDINGS LIMITED

Registered Office

CP: 133

31st December, 2025

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| <p>The Manager, Listing Department, National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), <u>Mumbai – 400 051.</u></p> <p><u>Scrip Code:- AMJLAND</u></p> | <p>The Manager, Corporate Relationship Department, BSE Ltd., Phiroze Jeejeebhoy Towers, Dalal Street, <u>MUMBAI – 400 001.</u></p> <p><u>Scrip Code:- 500343</u></p> |
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Dear Sir/Madam,

Subject: Notice of Postal Ballot – Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

Pursuant to Regulation 30 of the Listing Regulations, we have enclosed a copy of the Postal Ballot Notice dated 30th December, 2025 together with the Explanatory Statement thereto, seeking approval of the members of the Company by way of electronic voting (remote e-voting) in accordance with the relevant circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities & Exchange Board of India for:

| Sr. No. | Description of Resolution | Category |
|---------|--|----------|
| 1. | Approval for Material Related Party Transaction for the Renewal of the Leave and License Agreement in respect of land admeasuring about 29 acres together with structures standing thereon situated at Thergaon, Pune - 411033 with Pudumjee Paper Products Limited. | Ordinary |
| 2. | Approval for Material Related Party Transaction for the Renewal of the Leave and License Agreement in respect of land admeasuring about 3,000 sq. mtrs. together with structures standing thereon situated at Thergaon, Pune - 411033 for establishment of a 132/100 KVA Sub-Station with Pudumjee Paper Products Limited. | Ordinary |

In Compliance with the relevant MCA Circulars, the Notice of Postal Ballot containing instruction is being sent only through electronic mode (i.e. through e-mail) to those Members whose names appear on the Register of Members/List of Beneficial Owners as received from the Depositories i.e. National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL") as on Friday, 26th December, 2025 (Cut-off Date) and whose email addresses are registered with the Company on the said date and the hard copy of the Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the Members for this Postal Ballot and the

Registered Office:

Thergaon, Chinchwad, Pune-411033 Tel: +91-20-30613333, Fax : +91-20-3061 3388
E-Mail : pune@pudumjee.com. CIN L21012MH1964PLC013058 GSTIN:27AABCP0310Q1ZG

Corporate Office:

Jatia Chambers, 60, Dr. V.B.Gandhi Marg, Kalaghoda. Mumbai-400001 India.
Tel: +91-22-30213333, 22674485, 66339300, Fax: +91-22-22658316.
E-Mail: pudumjee@pudumjee.com Web Site: www.amjland.com



AMJ LAND HOLDINGS LIMITED

Registered Office

Members are required to communicate their assent or dissent through the remote e-voting system only.

Pursuant to Section 108 and other applicable provisions of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of SEBI Regulations, the Company is providing Remote e-voting facility to enable Members of the Company to cast their votes electronically on the matter set forth in the Notice. The Company has appointed M/s. KFin Technologies Limited, the Company's Registrar and Share Transfer Agent for facilitating Remote e-voting to enable the Members to cast their votes electronically, during the below mentioned period:

| | |
|---|---|
| The Date and Time of commencement of remote e-voting: | Thursday, 01 st January, 2026 at 09:00 a.m. (IST). |
| The Date and Time of end of remote e-voting: | Friday, 30 th January, 2026 at 05:00 p.m. (IST) and the facility shall be forthwith blocked. |

Members of the Company who have not yet registered their email address are requested to get their email addresses registered by following the procedure mentioned in the Notice.

The result of the Postal Ballot through remote e-voting only will be announced on or before Saturday, 31st January, 2026.

The said notice is also available on the website of the Company at www.amjland.com.

Kindly acknowledge the receipt and take the same on your record.

Thanking you,

Yours Faithfully,

For **AMJ Land Holdings Limited**

Chinmay Pitre
Company Secretary and Compliance Officer
ICSI Membership No.: A68311
Encl.: As Above

Registered Office:

Thergaon, Chinchwad, Pune-411033 Tel: +91-20-30613333, Fax : +91-20-3061 3388
E-Mail : pune@pudumjee.com. CIN L21012MH1964PLC013058 GSTIN:27AABCP0310Q1ZG

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E-Mail: pudumjee@pudumjee.com Web Site: www.amjland.com



AMJ LAND HOLDINGS LIMITED

Registered Office: Thergaon, Pune - 411 033.
CIN: L21012MH1964PLC013058; Tel: +91-20-30613333
Website: www.amjland.com; e-Mail: admin@amjland.com

NOTICE OF POSTAL BALLOT

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

Dear Member(s),

Notice is hereby given that pursuant to the provisions of Sections 108 and 110 and all other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read together with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 3/2022 dated May 05, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the resolution set out below is proposed to be passed by the Members of AMJ Land Holdings Limited (the "Company") by means of Postal Ballot, only by way of remote e-voting ("e-voting") process.

In terms of the MCA Circulars and in compliance with Regulation 44 of the SEBI LODR Regulations and pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with the Rules framed thereunder, the manner of voting on the proposed resolution is restricted only to e-voting, i.e. by casting votes electronically instead of submitting postal ballot forms. The instructions for e-voting are appended to this Notice.

Accordingly, in compliance with the requirements of the MCA Circulars, the Postal Ballot Notice is being sent only through electronic mode to those Members whose email address is registered with KFin Technologies Limited ("KFintech"), the Company's Registrar and Share Transfer Agent, and / or the Depository Participant(s) and therefore, the hard copy of the Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the Members for this Postal Ballot and the Members are required to communicate their assent or dissent through the remote e-voting system only.

The Board of Directors of the Company recommends approval of the Members for the Resolutions appended below. The Explanatory Statement pursuant to Section 102 of the Act pertaining to the said Resolutions setting out material facts and the reason for the Resolutions is annexed hereto.

You are requested to peruse the proposed Resolutions along with its Explanatory Statement and thereafter record your assent or dissent by means of remote e-voting facility provided by the Company.

SPECIAL BUSINESS:

Item No. 1:

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 applicable provisions of the Companies Act, 2013 (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulations, if any, as amended from time to time, consent of the Shareholders of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this resolution) to renew the existing Leave and License Agreement with Pudumjee Paper Products Limited, a Related Party, in respect of land admeasuring about 29 acres together with structures standing thereon situated at Thergaon, Pune - 411033 for a period of 5 years from 01st February, 2026 to 31st January, 2031 as per the broad details set out in the explanatory statement annexed to this notice.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution the Board of Director(s)/ Key Managerial Personnel(s) of the Company, be and are hereby, severally, authorised to do all such acts, deeds, matters and things as it may, deem necessary, and to execute all necessary documents".

Item No. 2:

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 applicable provisions of the Companies Act, 2013 (including any statutory amendment(s) or re-enactment(s) thereof, for the time being in force, if any), and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulations, if any, as amended from time to time, consent of the Shareholders of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this resolution) to renew the Leave and License Agreement with Pudumjee Paper Products Limited, a Related Party, in respect of land admeasuring about 3,000 sq. mtrs. together with structures standing thereon situated at Thergaon, Pune - 411033 for establishment of a 132/100 KVA Sub-Station, for a period of 5 years from 01st February, 2026 to 31st January, 2031, as per the broad details set out in the explanatory statement annexed to this notice.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution the Board of Director(s)/ Key Managerial Personnel(s) of the Company, be and are hereby, severally, authorised to do all such acts, deeds, matters and things as it may, deem necessary, and to execute all necessary documents".

By Order of the Board of Directors
For AMJ Land Holdings Limited

Date: 30th December, 2025
Place: Pune

Chinmay Pitre
Company Secretary and Compliance officer
(ICSI Membership No.: A68311)

Notes:

1. The Explanatory Statement pursuant to the provisions of Section 102 read with Section 110 and other applicable provisions of the Companies Act, 2013 (the "Act"), setting out material facts and reasons for the proposed resolution is annexed hereto.
2. In Compliance with the aforesaid MCA Circulars, the Notice of Postal Ballot ("the Notice") containing instruction is being sent only through electronic mode (i.e. through e-mail) to those Members whose names appear on the Register of Members/List of Beneficial Owners as received from the Depositories i.e. National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL") as on Friday, 26th December, 2025 (hereinafter called as "Cut-off Date") and whose email addresses are registered with the Company/Depositories on the said date.
3. A copy of this Notice of Postal Ballot will also be available on the Company's website at www.amjland.com, and on the Website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the Website of KFin Technologies Limited ("KFintech" / RTA") at <https://evoting.kfintech.com>.
4. Members whose name appearing on the Register of Members / List of Beneficial Owners as on the Cut-Off date shall be eligible for Remote e-voting. A person who is not member on Cut-Off date should treat this notice for information purpose only.
5. Documents referred to in the Notice and the explanatory statement shall be available for inspection by the Members through e-mail. The Members are requested to send an e-mail to admin@amjland.com for the same.
6. The Board of Directors of the Company has appointed Ms. Savita Jyoti (Membership No. FCS 3738 & Certificate of Practice No. 1796), Hyderabad, Practicing Company Secretary, as Scrutinizer for conducting the Postal Ballot process (through remote e-voting only) in a fair and transparent manner.
7. In compliance with provisions of Sections 108, 110 and other applicable provisions of the Act, read with the Companies (Management and Administration) Rules, 2014, as amended ("Rules"), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Company is providing Remote e-voting facility to enable Members of the Company to cast their votes electronically on the matters included in this Notice. The Company has appointed M/s. KFin Technologies Limited (hereinafter called as "KFintech" / "RTA") for facilitating Remote e-voting to enable the Members to cast their votes electronically instead of dispatching Postal Ballot Form.
8. The remote e-voting period commences from Thursday, 01st January, 2026 (09:00 a.m. IST) to Friday, 30th January, 2026 (05:00 p.m. IST). During this period, Members of the Company, holding shares either in physical form or in dematerialised form, as on the Cut-Off Date i.e., Friday, 26th December, 2025, may cast their vote electronically. The Remote e-voting module shall be disabled by KFintech for voting thereafter and the voting shall not be allowed beyond the said date and time.
9. The Resolution, if passed by the requisite majority, shall be deemed to be passed on the last date specified for e-voting, i.e. Friday 30th January, 2026 and as if it has been passed at a General Meeting of the Members.
10. A Member cannot exercise his/her vote through proxy on Postal Ballot. However, Institutional Members / Corporate Members (i.e. other than Individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG format) of the relevant Board Resolution/Authority letter, etc., authorising its representative to vote through remote e-voting. The said Board Resolution/Authorisation shall be sent to the Scrutinizer through registered e-mail address to savitajyotiassociates05@gmail.com, with a copy marked to inward.ris@kfintech.com.

11. Upon completion of the scrutiny of electronic votes, the Scrutinizer will submit her report to the Chairman or Company Secretary of the Company. The result of the Postal Ballot will be announced on or before Saturday, 31st January, 2026. The said results would be displayed at the Registered Office of the Company and on its website at www.amjland.com and on the website of KFintech at <https://evoting.kfintech.com> and simultaneously communicated to the BSE Limited and National Stock Exchange of India Limited.
 12. Members holding shares in dematerialised form are requested to register/update their KYC details including email address with their respective Depository Participants. Members holding shares in physical form are requested to register/update their KYC details including email address by submitting duly filled and signed Form ISR-1 alongwith such other documents prescribed in the Form ISR-1 to KFintech. Form ISR-1 is available on the website of the Company at www.amjland.com and on the website of KFintech at <https://ris.kfintech.com/clientservices/isc/isrforms.aspx>.
 13. The process and manner for remote e-voting is as under:
 - a. In compliance with the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI LODR Regulations read with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 relating to 'e-voting Facility Provided by Listed Entities' ("SEBI e-voting Circular") the Members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by KFin, on the resolutions set forth in this Notice. The instructions for remote e-voting are given herein below.
 - b. E-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.
 - c. Individual demat account holders would be able to cast their vote without having to register again with the E-voting Service Provider ("ESP") thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Members are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.
 - d. The process and manner of remote e-voting is explained below:
 - i. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.
 - ii. Access to KFin e-voting system in case of Members holding shares in physical and non-individual Members in demat mode.
- I. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.**

| Type of Member | Login |
|---|--|
| Individual Members holding securities in demat mode with NSDL | 1. 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 the 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. |

2. Existing Internet-based Demat Account Statement (“IDeAS”) facility Users:

- i. Visit the e-services website of NSDL <https://eservices.nsdl.com> either on a personal computer or on a mobile.
- ii. On the e-services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. Thereafter enter the existing user id and password.
- iii. After successful authentication, Members will be able to see e-voting services under ‘Value Added Services’. Please click on “Access to e-voting” under e-voting services, after which the e-voting page will be displayed.
- iv. Click on company name i.e. ‘AMJ Land Holdings Limited’ or ESP i.e. KFin.
- v. Members will be re-directed to KFin’s website for casting their vote during the remote e-voting period.

3. Those not registered under IDeAS:

- i. Visit <https://eservices.nsdl.com> for registering.
- ii. Select “Register Online for IDeAS Portal” or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- iii. Visit the e-voting website of NSDL <https://www.evoting.nsdl.com>.
- iv. 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.
- v. Members will have to enter their User ID (i.e. the sixteen digit demat account number held with NSDL), password / OTP and a verification code as shown on the screen.
- vi. After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page.
- vii. Click on company name i.e AMJ Land Holdings Limited or ESP name i.e KFin after which the Member will be redirected to ESP website for casting their vote during the remote e-voting period.
- viii. Members can also download the NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on

 App Store

 Google Play



| Type of Member | Login Method |
|--|--|
| Individual Members holding securities in demat mode with CDSL | <p>1.Existing user who have opted for Electronic Access To Securities Information (“Easi/ Easiest”) facility:</p> <ul style="list-style-type: none"> i. Visit https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com. ii. Click on New System Myeasi. iii. Login to Myeasi option under quick login. iv. Login with the registered user ID and password. v. Members will be able to view the e-voting Menu. vi. The Menu will have links of KFin e-voting portal and will be redirected to the e-voting page of KFin to cast their vote without any further authentication. <p>2. User not registered for Easi/ Easiest</p> <ul style="list-style-type: none"> i. Visit https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration or https://web.cdslindia.com/myeasitoken/Home/EasiRegistration for registering. ii. Proceed to complete registration using the DP ID, Client ID (BO ID), etc. iii. After successful registration, please follow the steps given in point no. 1 above to cast your vote. <p>3. Alternatively, by directly accessing the e-voting website of CDSL</p> <ul style="list-style-type: none"> i. Visit www.cdslindia.com. ii. Provide demat account number and PAN. iii. System will authenticate user by sending OTP on registered mobile and email as recorded in the demat Account. iv. After successful authentication, please enter the e-voting module of CDSL. Click on the e-voting link available against the name of the Company, viz. ‘AMJ Land Holdings Limited or select KFin. v. Members will be re-directed to the e-voting page of KFin to cast their vote without any further authentication. |
| Individual Members login through their demat accounts / website of DPs | <ul style="list-style-type: none"> i. Members can also login using the login credentials of their demat account through their DPs registered with the Depositories for e-voting facility. ii. Once logged-in, Members will be able to view e-voting option. iii. Upon clicking on e-voting option, Members will be redirected to the NSDL / CDSL website after successful authentication, wherein they will be able to view the e-voting feature. iv. Click on options available against ‘AMJ Land Holdings Limited’ or ‘KFin’. v. Members will be redirected to e-voting website of KFin for casting their vote during the remote e-voting period without any further authentication. |

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

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

| Login type | Helpdesk details |
|---------------------------|---|
| Securities held with NSDL | Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 102 0990 and 1800 22 4430 |
| Securities held with CDSL | Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-62343625, 022-62343626, 022-62343259 |

II. Access to KFin e-voting system in case of members holding shares in physical and non-individual members in demat mode.

Members whose e-mail IDs are registered with the Company / DPs, will receive an e-mail from KFin which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL: [:: KFinTech eVoting System - Login ::](http://KFinTech.eVotingSystem-Login) .
- ii. Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on "LOGIN".
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, e-mail ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the "EVEN" i.e., 'AMJ Land Holdings Limited' and click on "Submit"
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/ AGAINST" taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option "ABSTAIN". If the Member does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- ix. In case you do not desire to cast your vote, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on "Submit".
- xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the resolution.

General Guidelines for Members:

In case of any query and/ or assistance required, Members may refer to the Help & Frequently Asked Questions ("FAQs") available at the download section of <https://evoting.kfintech.com> or contact KFin at the email ID evoting@kfintech.com or call KFin's toll free No.: 1800 309 4001 for any further clarifications/ technical assistance that may be required.

By Order of the Board of Directors
For AMJ Land Holdings Limited

Date: 30th December, 2025
Place: Pune

Chinmay Pitre
Company Secretary and Compliance Officer
(ICSI Membership No.: A68311)

ANNEXURE TO THE NOTICE

The following explanatory statement sets out all the material facts relating to Item of business as mentioned in Item No. 1 and Item No. 2 in the accompanying Notice dated 30th December, 2025.

Item No. 1:

In terms of the provisions of Section 188 and other applicable provisions of the Companies Act, 2013, read with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), all material Related Party Transactions require prior approval of the Shareholders of the Company.

The Company proposes to enter into a Leave and License Agreement, which qualifies as a Material Related Party Transaction. The proposed transaction is in the ordinary course of business of the Company and not at arm's length basis.

The Audit Committee and the Board of Directors of the Company, at their respective meetings held on 02nd August, 2025 have considered, reviewed, and approved the proposed transaction, subject to the approval of the Shareholders of the Company.

In accordance with the provisions of the SEBI LODR Regulations, all related parties shall abstain from voting on the resolution, irrespective of whether they are concerned or interested in the said transaction.

Accordingly, pursuant to the applicable provisions of the Companies Act, 2013 and the SEBI LODR Regulations, the approval of the Shareholders is being sought for the proposed Related Party Transaction of Leave and License Agreement.

The disclosures as required under the Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI Master Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated 26th June, 2025, issued by the Securities and Exchange Board of India, are provided below.

| Sr. No. | Particulars of the information | Information provided by the management |
|---|--|--|
| Basic details of the related party: | | |
| 1. | Name of the Related Party | Pudumjee Paper Products Limited |
| 2. | Country of incorporation of the related party | India |
| 3. | Nature of business of the related party | Pudumjee Paper Products Limited is in the business of manufacture of paper and hygiene products. |
| Relationship and ownership of the related party: | | |
| 1. | Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following: <ul style="list-style-type: none">Shareholding of the listed entity/subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/subsidiary (in case of transaction involving the subsidiary). | <ul style="list-style-type: none">Pudumjee Paper Products Limited is part of the Promoter Group of the Company.Common Directors: Mr. Arun Kumar Jatia, Mr. Surendra Kumar Bansal and Dr. Ashok Kumar.Mr. Arun Kumar Jatia holds 4.68% of the equity share capital of Pudumjee Paper Products Limited.AMJ Land Holdings Limited holds 6.68% of Equity Shares in Pudumjee Paper Products Limited.Pudumjee Paper Products Limited holds 3.89% of Equity |

| | <ul style="list-style-type: none"> Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). <p><i>Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control.</i></p> <p><i>While calculating indirect shareholding, shareholding held by relatives shall also be considered.</i></p> | <p>Shares of the Company.</p> <ul style="list-style-type: none"> The total shareholding of promoter group & related parties in the Company is 65.94% apprx. | | | | | | | | | | | | | | | | | | | | | |
|---|--|--|-------|------------------------|------------------------------|---|---------------------------------------|-------|---|--|------|---|---------------------|--------|---|-------------------|-------|---|---------------|------|-------|--|--------|
| Details of previous transactions with the related party: | | | | | | | | | | | | | | | | | | | | | | | |
| 1. | <p>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year:</p> <p><i>Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</i></p> | <table> <tr> <th>S. No</th><th>Nature of Transactions</th><th>FY- 2024-2025 (Rs. In Lakhs)</th></tr> <tr> <td>1</td><td>Reimbursement of common services Paid</td><td>16.56</td></tr> <tr> <td>2</td><td>Lease Rent Paid by Subsidiary entity M/s. AMJ Land Developers, Partnership Firm.</td><td>7.96</td></tr> <tr> <td>3</td><td>Lease Rent Received</td><td>207.56</td></tr> <tr> <td>4</td><td>Dividend Received</td><td>38.06</td></tr> <tr> <td>5</td><td>Dividend Paid</td><td>3.19</td></tr> <tr> <td colspan="2">Total</td><td>273.33</td></tr> </table> | S. No | Nature of Transactions | FY- 2024-2025 (Rs. In Lakhs) | 1 | Reimbursement of common services Paid | 16.56 | 2 | Lease Rent Paid by Subsidiary entity M/s. AMJ Land Developers, Partnership Firm. | 7.96 | 3 | Lease Rent Received | 207.56 | 4 | Dividend Received | 38.06 | 5 | Dividend Paid | 3.19 | Total | | 273.33 |
| S. No | Nature of Transactions | FY- 2024-2025 (Rs. In Lakhs) | | | | | | | | | | | | | | | | | | | | | |
| 1 | Reimbursement of common services Paid | 16.56 | | | | | | | | | | | | | | | | | | | | | |
| 2 | Lease Rent Paid by Subsidiary entity M/s. AMJ Land Developers, Partnership Firm. | 7.96 | | | | | | | | | | | | | | | | | | | | | |
| 3 | Lease Rent Received | 207.56 | | | | | | | | | | | | | | | | | | | | | |
| 4 | Dividend Received | 38.06 | | | | | | | | | | | | | | | | | | | | | |
| 5 | Dividend Paid | 3.19 | | | | | | | | | | | | | | | | | | | | | |
| Total | | 273.33 | | | | | | | | | | | | | | | | | | | | | |
| 2. | <p>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</p> | Rs. 150.27 Lakhs. | | | | | | | | | | | | | | | | | | | | | |

| | | | | | | | | | | | | | | | | | | | |
|--|--|---|--|------------------------------|--|-----------------------|-----------|------------|-------------|------------|-------------|------------|-------------|------------|-------------|------------------------|-------------|-------|--------------|
| 3. | Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year. | No related party defaults occurred during the last financial year. | | | | | | | | | | | | | | | | | |
| Amount of the proposed transaction(s): | | | | | | | | | | | | | | | | | | | |
| 1. | Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders. | <table><tr><td>Financial Year wise break-up</td><td>Annual Value (Rs.) Excluding applicable taxes, if any.</td></tr><tr><td>FY-2025-26 (2 Months)</td><td>58,00,000</td></tr><tr><td>FY-2026-27</td><td>3,50,90,000</td></tr><tr><td>FY-2027-28</td><td>3,68,44,500</td></tr><tr><td>FY-2028-29</td><td>3,86,86,726</td></tr><tr><td>FY-2029-30</td><td>4,06,21,068</td></tr><tr><td>FY-2030-31 (10 Months)</td><td>3,52,49,690</td></tr><tr><td>Total</td><td>19,22,91,984</td></tr></table> | | Financial Year wise break-up | Annual Value (Rs.) Excluding applicable taxes, if any. | FY-2025-26 (2 Months) | 58,00,000 | FY-2026-27 | 3,50,90,000 | FY-2027-28 | 3,68,44,500 | FY-2028-29 | 3,86,86,726 | FY-2029-30 | 4,06,21,068 | FY-2030-31 (10 Months) | 3,52,49,690 | Total | 19,22,91,984 |
| Financial Year wise break-up | Annual Value (Rs.) Excluding applicable taxes, if any. | | | | | | | | | | | | | | | | | | |
| FY-2025-26 (2 Months) | 58,00,000 | | | | | | | | | | | | | | | | | | |
| FY-2026-27 | 3,50,90,000 | | | | | | | | | | | | | | | | | | |
| FY-2027-28 | 3,68,44,500 | | | | | | | | | | | | | | | | | | |
| FY-2028-29 | 3,86,86,726 | | | | | | | | | | | | | | | | | | |
| FY-2029-30 | 4,06,21,068 | | | | | | | | | | | | | | | | | | |
| FY-2030-31 (10 Months) | 3,52,49,690 | | | | | | | | | | | | | | | | | | |
| Total | 19,22,91,984 | | | | | | | | | | | | | | | | | | |
| 2. | Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT? | Yes | | | | | | | | | | | | | | | | | |
| 3. | Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year | <table><tr><td>Financial Year</td><td>Percentage</td></tr><tr><td>FY-2025-26 (2 Months)</td><td>0.75%</td></tr><tr><td>FY-2026-27</td><td>4.52%</td></tr><tr><td>FY-2027-28</td><td>4.75%</td></tr><tr><td>FY-2028-29</td><td>4.98%</td></tr><tr><td>FY-2029-30</td><td>5.23%</td></tr><tr><td>FY-2030-31 (10 Months)</td><td>4.54%</td></tr></table> <p>The percentage is based on the annual consolidated turnover for the immediately preceding financial year of the Company.</p> | | Financial Year | Percentage | FY-2025-26 (2 Months) | 0.75% | FY-2026-27 | 4.52% | FY-2027-28 | 4.75% | FY-2028-29 | 4.98% | FY-2029-30 | 5.23% | FY-2030-31 (10 Months) | 4.54% | | |
| Financial Year | Percentage | | | | | | | | | | | | | | | | | | |
| FY-2025-26 (2 Months) | 0.75% | | | | | | | | | | | | | | | | | | |
| FY-2026-27 | 4.52% | | | | | | | | | | | | | | | | | | |
| FY-2027-28 | 4.75% | | | | | | | | | | | | | | | | | | |
| FY-2028-29 | 4.98% | | | | | | | | | | | | | | | | | | |
| FY-2029-30 | 5.23% | | | | | | | | | | | | | | | | | | |
| FY-2030-31 (10 Months) | 4.54% | | | | | | | | | | | | | | | | | | |
| 4. | Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction) | Not Applicable | | | | | | | | | | | | | | | | | |
| 5. | Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. | <table><tr><td>Financial Year</td><td>Percentage</td></tr><tr><td>FY-2025-26 (2 Months)</td><td>0.07%</td></tr><tr><td>FY-2026-27</td><td>0.43%</td></tr><tr><td>FY-2027-28</td><td>0.46%</td></tr><tr><td>FY-2028-29</td><td>0.48%</td></tr><tr><td>FY-2029-30</td><td>0.50%</td></tr><tr><td>FY-2030-31 (10 Months)</td><td>0.44%</td></tr></table> | | Financial Year | Percentage | FY-2025-26 (2 Months) | 0.07% | FY-2026-27 | 0.43% | FY-2027-28 | 0.46% | FY-2028-29 | 0.48% | FY-2029-30 | 0.50% | FY-2030-31 (10 Months) | 0.44% | | |
| Financial Year | Percentage | | | | | | | | | | | | | | | | | | |
| FY-2025-26 (2 Months) | 0.07% | | | | | | | | | | | | | | | | | | |
| FY-2026-27 | 0.43% | | | | | | | | | | | | | | | | | | |
| FY-2027-28 | 0.46% | | | | | | | | | | | | | | | | | | |
| FY-2028-29 | 0.48% | | | | | | | | | | | | | | | | | | |
| FY-2029-30 | 0.50% | | | | | | | | | | | | | | | | | | |
| FY-2030-31 (10 Months) | 0.44% | | | | | | | | | | | | | | | | | | |

| | | The percentage is based on the standalone turnover for the immediately preceding financial year of Pudumjee Paper Products Limited. | | | | | | | | | | | | | | | | |
|--|---|---|------------------------------|---|-----------------------|-----------|------------------|-------------|------------|-------------|------------|-------------|------------|-------------|------------------------|-------------|-------|--------------|
| 6. | Financial performance of the related party for the immediately preceding financial year: <i>Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.</i> | <table><tr><th>Particulars</th><th>FY-2024-2025 (Rs. In Lakhs)</th></tr><tr><td>Turnover</td><td>80,908.00</td></tr><tr><td>Profit After Tax</td><td>9,576.00</td></tr><tr><td>Net Worth</td><td>40,341.75</td></tr></table> | Particulars | FY-2024-2025 (Rs. In Lakhs) | Turnover | 80,908.00 | Profit After Tax | 9,576.00 | Net Worth | 40,341.75 | | | | | | | | |
| Particulars | FY-2024-2025 (Rs. In Lakhs) | | | | | | | | | | | | | | | | | |
| Turnover | 80,908.00 | | | | | | | | | | | | | | | | | |
| Profit After Tax | 9,576.00 | | | | | | | | | | | | | | | | | |
| Net Worth | 40,341.75 | | | | | | | | | | | | | | | | | |
| Basic details of the proposed transaction: | | | | | | | | | | | | | | | | | | |
| 1. | Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.) | Leave and License Agreement for area admeasuring 29 acres or thereabout bearing Survey Nos. 25, 30 (in parts) together with the structures standing thereon situated at Thergaon, Pune – 411033 for the period of 5 years w.e.f. 01 st February, 2026 to 31 st January, 2031 at a License fee of Rs. 29,00,000/- per month (plus applicable taxes, if any) with an yearly increase of not exceeding 5% after completion of each year and terms and conditions agreed between the Company and Pudumjee Paper Products Limited. | | | | | | | | | | | | | | | | |
| 2. | Details of each type of the proposed transaction | | | | | | | | | | | | | | | | | |
| 3. | Tenure of the proposed transaction (tenure in number of years or months to be specified) | 5 years (w.e.f. 01 st February, 2026 to 31 st January, 2031) | | | | | | | | | | | | | | | | |
| 4. | Whether omnibus approval is being sought? | Not Applicable | | | | | | | | | | | | | | | | |
| 5. | Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise. | <table><tr><th>Financial Year wise break-up</th><th>Annual Value (Rs.) Excluding applicable taxes, if any.</th></tr><tr><td>FY-2025-26 (2 Months)</td><td>58,00,000</td></tr><tr><td>FY-2026-27</td><td>3,50,90,000</td></tr><tr><td>FY-2027-28</td><td>3,68,44,500</td></tr><tr><td>FY-2028-29</td><td>3,86,86,726</td></tr><tr><td>FY-2029-30</td><td>4,06,21,068</td></tr><tr><td>FY-2030-31 (10 Months)</td><td>3,52,49,690</td></tr><tr><td>Total</td><td>19,22,91,984</td></tr></table> | Financial Year wise break-up | Annual Value (Rs.) Excluding applicable taxes, if any. | FY-2025-26 (2 Months) | 58,00,000 | FY-2026-27 | 3,50,90,000 | FY-2027-28 | 3,68,44,500 | FY-2028-29 | 3,86,86,726 | FY-2029-30 | 4,06,21,068 | FY-2030-31 (10 Months) | 3,52,49,690 | Total | 19,22,91,984 |
| Financial Year wise break-up | Annual Value (Rs.) Excluding applicable taxes, if any. | | | | | | | | | | | | | | | | | |
| FY-2025-26 (2 Months) | 58,00,000 | | | | | | | | | | | | | | | | | |
| FY-2026-27 | 3,50,90,000 | | | | | | | | | | | | | | | | | |
| FY-2027-28 | 3,68,44,500 | | | | | | | | | | | | | | | | | |
| FY-2028-29 | 3,86,86,726 | | | | | | | | | | | | | | | | | |
| FY-2029-30 | 4,06,21,068 | | | | | | | | | | | | | | | | | |
| FY-2030-31 (10 Months) | 3,52,49,690 | | | | | | | | | | | | | | | | | |
| Total | 19,22,91,984 | | | | | | | | | | | | | | | | | |
| 6. | Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity | The land is an industrial land and in the opinion of the Government is subject to the Urban Land (Ceiling and Regulation) Act, 1976. The first Leave and License agreement was pursuant to the demerger order of the Bombay High Court. The Leave and License Agreement benefits AMJ Land Holdings Limited by providing a steady income from its 29 acres property in Thergaon, while retaining ownership and control over the land. It also enables Pudumjee Paper Products Limited to continue its paper manufacturing operations at | | | | | | | | | | | | | | | | |

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| | | the site, ensuring business continuity and continued optimal use of the premises. |
| 7. | <p>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.</p> <p><i>Explanation:</i> Indirect interest shall mean interest held through any person over which an individual has control.</p> | <p>Mr. Arun Kumar Jatia, Mr. Surendra Kumar Bansal and Dr. Ashok Kumar are the Common Directors of the Company.</p> <p>Mr. Arun Kumar Jatia, Non-Executive Chairman & Promoter of the Company, is also an Executive Chairman & Promoter of Pudumjee Paper Products Limited.</p> |
| | a. Name of the director / KMP | Mr. Arun Kumar Jatia, Mr. Surendra Kumar Bansal and Dr. Ashok Kumar are the Common Directors of the Company. |
| | b. Shareholding of the director / KMP, whether direct or indirect, in the related party | Mr. Arun Kumar Jatia holds 4.68% of Equity Share Capital of Pudumjee Paper Products Limited in the capacity of Director & Promoter. |
| 8. | A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee | Not Applicable. |
| 9. | Other information relevant for decision making. | The proposed transaction ensures steady income without transfer of ownership and is not prejudicial to the interests of the Company or its shareholders. |

Disclosure *only* in case of transactions relating to transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate.

| Sale or disposal of shares of subsidiary or associate. | | | | | | | | | | | | |
|--|--|--------------------|--------------------|---|--------------------|--------------------|--------------------|---|---|---|---|----------------|
| 1. | Bidding or other process, if any, applied for choosing a party for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity. | | | None | | | | | | | | |
| 2. | Basis of determination of price. | | | The license fee has been determined based on historical arrangements between the parties as decided by the management of both parties considering location advantages of the property and restricted use of the land for industrial purpose only. | | | | | | | | |
| 3. | Reasons for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate. | | | The Leave and License arrangement enables optimal and continuous utilization of the industrial land while ensuring steady and predictable rental income for the Company. | | | | | | | | |
| 4. | Reasons for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate. <table border="1"><thead><tr><th>Particulars</th><th>FY 2024-2025 (INR)</th><th>FY 2023-2024 (INR)</th><th>FY 2022-2023 (INR)</th></tr></thead><tbody><tr><td>-</td><td>-</td><td>-</td><td>-</td></tr></tbody></table> | | | Particulars | FY 2024-2025 (INR) | FY 2023-2024 (INR) | FY 2022-2023 (INR) | - | - | - | - | Not Applicable |
| Particulars | FY 2024-2025 (INR) | FY 2023-2024 (INR) | FY 2022-2023 (INR) | | | | | | | | | |
| - | - | - | - | | | | | | | | | |
| 5. | Expected financial impact on the consolidated turnover, net worth and | | | Not Applicable, as there is no sale or disposal of assets and the | | | | | | | | |

| | | |
|---|---|---|
| | net profits of the listed entity or its subsidiary due to sale of the subsidiary / undertaking. | transaction is limited to a Leave and License arrangement. |
| | a. Expected impact on turnover | - |
| | b. Expected impact on net worth | - |
| | c. Expected impact on net profits | - |
| Disclosure only in case of transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate. | | |
| 1. | Details of earlier sale, lease or disposal of assets of the same subsidiary or of the unit, division or undertaking of the listed entity or disposal of shares of the same subsidiary or associate to any related party during the preceding twelve months. | The proposed transaction does not involve lease of any unit, division or undertaking of the Company. However the earlier Leave and License Arrangement was for a period of 5 Years w.e.f. 01 st February, 2021 to 31 st January, 2026. The monthly License fee for the last year stood at Rs.10,50,000/-. |
| 2. | Whether the transaction would result in issue of securities or consideration in kind to a related party? If yes, please share the relevant details. | No. The proposed transaction does not involve issuance of any securities or consideration in kind to the related party. |
| 3. | Would the transaction result in eliminating a segment reporting by the listed entity or any of its subsidiary? | No. The proposed transaction does not result in elimination of any business segment of the Company or its subsidiary. |
| 4. | Does it involve transfer of key intangible assets or key customers which are critical for continued business of the listed entity or any of its subsidiary? | No. The proposed transaction does not involve transfer of any intangible assets, intellectual property, or key customers critical for the continued business of the Company or its subsidiary. |
| 5. | Are there any other major non-financial reasons for going ahead with the proposed transaction? | The transaction supports long-term strategic objectives of efficient asset utilization without dilution of ownership and helps to maintain status of the land as industrial land till The Urban Land (Ceiling and Regulation) Act, 1976 issues are resolved. |

The Resolution at Item No. 1 of the Notice is recommended by the Board to be passed as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives except mentioned above are concerned or interested, monetarily or otherwise in proposed Ordinary Resolution.

Item No. 2:

In terms of the provisions of Section 188 and other applicable provisions of the Companies Act, 2013, read with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), all material Related Party Transactions require prior approval of the Shareholders of the Company.

The Company proposes to enter into a Leave and License Agreement, which qualifies as a Material Related Party Transaction. The proposed transaction is in the ordinary course of business of the Company and not at arm's length basis.

The Audit Committee and the Board of Directors of the Company, at their respective meetings held on 02nd August, 2025 have considered, reviewed, and approved the proposed transaction, subject to the approval of the Shareholders of the Company.

In accordance with the provisions of the SEBI LODR Regulations, all related parties shall abstain from voting on the resolution, irrespective of whether they are concerned or interested in the said transaction.

Accordingly, pursuant to the applicable provisions of the Companies Act, 2013 and the SEBI LODR Regulations, the approval of the Shareholders is being sought for the proposed Related Party Transaction of Leave and License Agreement.

The disclosures as required under the Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI Master Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated 26th June, 2025, issued by the Securities and Exchange Board of India, are provided below.

| Sr. No. | Particulars of the information | Information provided by the management |
|---|--|--|
| Basic details of the related party: | | |
| 1. | Name of the Related Party | Pudumjee Paper Products Limited |
| 2. | Country of incorporation of the related party | India |
| 3. | Nature of business of the related party | Pudumjee Paper Products Limited is in the business of manufacture of paper and hygiene products. |
| Relationship and ownership of the related party: | | |
| 1. | <p>Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:</p> <ul style="list-style-type: none"> Shareholding of the listed entity/subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/subsidiary (in case of transaction involving the subsidiary). Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). <p><i>Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.</i></p> | <ul style="list-style-type: none"> Pudumjee Paper Products Limited is part of the Promoter Group of the Company. Common Directors: Mr. Arun Kumar Jatia, Mr. Surendra Kumar Bansal and Dr. Ashok Kumar. Mr. Arun Kumar Jatia holds 4.68% of the equity share capital of Pudumjee Paper Products Limited. AMJ Land Holdings Limited holds 6.68% of Equity Shares in Pudumjee Paper Products Limited. Pudumjee Paper Products Limited holds 3.89% of Equity Shares of the Company. The Total shareholding promoter group & related parties in the Company is 65.94% apprx. |
| Details of previous transactions with the related party: | | |

| 2. | <div>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</div> <div>Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</div> | <table><tr><th>S. No</th><th>Nature of Transactions</th><th>FY-2024-2025 (Rs. In Lakhs)</th></tr><tr><td>1</td><td>Reimbursement of common services Paid</td><td>16.56</td></tr><tr><td>2</td><td>Lease Rent Paid by Subsidiary entity M/s. AMJ Land Developers, Partnership Firm.</td><td>7.96</td></tr><tr><td>3</td><td>Lease Rent Received</td><td>207.56</td></tr><tr><td>4</td><td>Dividend Received</td><td>38.06</td></tr><tr><td>5</td><td>Dividend Paid</td><td>3.19</td></tr><tr><td colspan="2">Total</td><td>273.33</td></tr></table> | S. No | Nature of Transactions | FY-2024-2025 (Rs. In Lakhs) | 1 | Reimbursement of common services Paid | 16.56 | 2 | Lease Rent Paid by Subsidiary entity M/s. AMJ Land Developers, Partnership Firm. | 7.96 | 3 | Lease Rent Received | 207.56 | 4 | Dividend Received | 38.06 | 5 | Dividend Paid | 3.19 | Total | | 273.33 |
|--|--|--|----------------|--|-----------------------------|----------|---------------------------------------|-----------|------------|--|------------|-----------|---------------------|-----------|------------------------|-------------------|-------|-------------|---------------|------|-------|--|--------|
| S. No | Nature of Transactions | FY-2024-2025 (Rs. In Lakhs) | | | | | | | | | | | | | | | | | | | | | |
| 1 | Reimbursement of common services Paid | 16.56 | | | | | | | | | | | | | | | | | | | | | |
| 2 | Lease Rent Paid by Subsidiary entity M/s. AMJ Land Developers, Partnership Firm. | 7.96 | | | | | | | | | | | | | | | | | | | | | |
| 3 | Lease Rent Received | 207.56 | | | | | | | | | | | | | | | | | | | | | |
| 4 | Dividend Received | 38.06 | | | | | | | | | | | | | | | | | | | | | |
| 5 | Dividend Paid | 3.19 | | | | | | | | | | | | | | | | | | | | | |
| Total | | 273.33 | | | | | | | | | | | | | | | | | | | | | |
| 3. | Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought. | Rs. 150.27 Lakhs | | | | | | | | | | | | | | | | | | | | | |
| 4. | Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year. | No related party defaults occurred during the last financial year. | | | | | | | | | | | | | | | | | | | | | |
| Amount of the proposed transaction(s): | | | | | | | | | | | | | | | | | | | | | | | |
| 1. | Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders. | <table><tr><th>Financial Year</th><th>Annual Value (Rs.) Excluding applicable taxes, if any.</th></tr><tr><td>FY-2025-26 (2 Months)</td><td>6,77,880</td></tr><tr><td>FY-2026-27</td><td>40,67,280</td></tr><tr><td>FY-2027-28</td><td>40,67,280</td></tr><tr><td>FY-2028-29</td><td>40,67,280</td></tr><tr><td>FY-2029-30</td><td>40,67,280</td></tr><tr><td>FY-2030-31 (10 Months)</td><td>33,89,400</td></tr><tr><td>Total</td><td>2,03,36,400</td></tr></table> | Financial Year | Annual Value (Rs.) Excluding applicable taxes, if any. | FY-2025-26 (2 Months) | 6,77,880 | FY-2026-27 | 40,67,280 | FY-2027-28 | 40,67,280 | FY-2028-29 | 40,67,280 | FY-2029-30 | 40,67,280 | FY-2030-31 (10 Months) | 33,89,400 | Total | 2,03,36,400 | | | | | |
| Financial Year | Annual Value (Rs.) Excluding applicable taxes, if any. | | | | | | | | | | | | | | | | | | | | | | |
| FY-2025-26 (2 Months) | 6,77,880 | | | | | | | | | | | | | | | | | | | | | | |
| FY-2026-27 | 40,67,280 | | | | | | | | | | | | | | | | | | | | | | |
| FY-2027-28 | 40,67,280 | | | | | | | | | | | | | | | | | | | | | | |
| FY-2028-29 | 40,67,280 | | | | | | | | | | | | | | | | | | | | | | |
| FY-2029-30 | 40,67,280 | | | | | | | | | | | | | | | | | | | | | | |
| FY-2030-31 (10 Months) | 33,89,400 | | | | | | | | | | | | | | | | | | | | | | |
| Total | 2,03,36,400 | | | | | | | | | | | | | | | | | | | | | | |
| 2. | Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT? | Yes | | | | | | | | | | | | | | | | | | | | | |
| 3. | Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year | <table><tr><th>Financial Year</th><th>Percentage</th></tr><tr><td>FY-2025-26 (2 Months)</td><td>0.09%</td></tr></table> | Financial Year | Percentage | FY-2025-26 (2 Months) | 0.09% | | | | | | | | | | | | | | | | | |
| Financial Year | Percentage | | | | | | | | | | | | | | | | | | | | | | |
| FY-2025-26 (2 Months) | 0.09% | | | | | | | | | | | | | | | | | | | | | | |

| | | <table><tr><td>FY-2026-27</td><td>0.52%</td></tr><tr><td>FY-2027-28</td><td>0.52%</td></tr><tr><td>FY-2028-29</td><td>0.52%</td></tr><tr><td>FY-2029-30</td><td>0.52%</td></tr><tr><td>FY-2030-31 (10 Months)</td><td>0.44%</td></tr></table> <p>The percentage is based on the annual consolidated turnover for the immediately preceding financial year of the Company.</p> | FY-2026-27 | 0.52% | FY-2027-28 | 0.52% | FY-2028-29 | 0.52% | FY-2029-30 | 0.52% | FY-2030-31 (10 Months) | 0.44% |
|--|--|--|-------------|--------------------------------|------------|-----------|------------------|----------|------------|-----------|---------------------------|-------|
| FY-2026-27 | 0.52% | | | | | | | | | | | |
| FY-2027-28 | 0.52% | | | | | | | | | | | |
| FY-2028-29 | 0.52% | | | | | | | | | | | |
| FY-2029-30 | 0.52% | | | | | | | | | | | |
| FY-2030-31 (10 Months) | 0.44% | | | | | | | | | | | |
| 4. | Value of the proposed transactions as a percentage of subsidiary’s annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction) | Not Applicable | | | | | | | | | | |
| 5. | Value of the proposed transactions as a percentage of the related party’s annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. | 0.25% (The percentage is calculated on the basis of entire tenure of 5 years of Leave and License Agreement and the same is based on the annual consolidated turnover for the immediately preceding financial year of the Company) | | | | | | | | | | |
| 6. | Financial performance of the related party for the immediately preceding financial year: <i>Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis.</i> | <table><tr><th>Particulars</th><th>FY-2024-2025 (Rs. In Lakhs)</th></tr><tr><td>Turnover</td><td>80,908.00</td></tr><tr><td>Profit After Tax</td><td>9,576.00</td></tr><tr><td>Net Worth</td><td>40,341.75</td></tr></table> | Particulars | FY-2024-2025 (Rs. In Lakhs) | Turnover | 80,908.00 | Profit After Tax | 9,576.00 | Net Worth | 40,341.75 | | |
| Particulars | FY-2024-2025 (Rs. In Lakhs) | | | | | | | | | | | |
| Turnover | 80,908.00 | | | | | | | | | | | |
| Profit After Tax | 9,576.00 | | | | | | | | | | | |
| Net Worth | 40,341.75 | | | | | | | | | | | |
| Basic details of the proposed transaction: | | | | | | | | | | | | |
| 1. | Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.) | Leave and License Agreement for area admeasuring about 3,000 sq. mtrs., together with structures standing thereon, situated at Survey No.30, Hissa No. 16(P), 17(P), 18B(P), 19B(P), 21(P) and 22A(P), Thergaon, Pune – 411033 to Pudumjee Paper Products Limited for establishment of 132/100 KVA Sub-Station on leave and license basis for the period of 5 years w.e.f. 01 st February, 2026 to 31 st January, 2031 at a License fee of Rs. 3,38,940/- per month (plus applicable taxes, if any) and terms and conditions agreed between the Company and Pudumjee Paper Products Limited. | | | | | | | | | | |
| 2. | Details of each type of the proposed transaction | | | | | | | | | | | |
| 3. | Tenure of the proposed transaction (tenure in number of years or months to be specified) | 5 years (w.e.f. 01 st February, 2026 to 31 st January, 2031) | | | | | | | | | | |
| 4. | Whether omnibus approval is being sought? | Not Applicable | | | | | | | | | | |

| 5. | Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise. | <table><tr><th>Financial Year</th><th>Annual Value (Rs.) Excluding applicable taxes, if any.</th></tr><tr><td>FY-2025-26 (2 Months)</td><td>6,77,880</td></tr><tr><td>FY-2026-27</td><td>40,67,280</td></tr><tr><td>FY-2027-28</td><td>40,67,280</td></tr><tr><td>FY-2028-29</td><td>40,67,280</td></tr><tr><td>FY-2029-30</td><td>40,67,280</td></tr><tr><td>FY-2030-31 (10 Months)</td><td>33,89,400</td></tr><tr><td>Total</td><td>2,03,36,400</td></tr></table> | Financial Year | Annual Value (Rs.) Excluding applicable taxes, if any. | FY-2025-26 (2 Months) | 6,77,880 | FY-2026-27 | 40,67,280 | FY-2027-28 | 40,67,280 | FY-2028-29 | 40,67,280 | FY-2029-30 | 40,67,280 | FY-2030-31 (10 Months) | 33,89,400 | Total | 2,03,36,400 |
|--|--|--|----------------|--|-----------------------|----------|------------|-----------|------------|-----------|------------|-----------|------------|-----------|------------------------|-----------|-------|-------------|
| Financial Year | Annual Value (Rs.) Excluding applicable taxes, if any. | | | | | | | | | | | | | | | | | |
| FY-2025-26 (2 Months) | 6,77,880 | | | | | | | | | | | | | | | | | |
| FY-2026-27 | 40,67,280 | | | | | | | | | | | | | | | | | |
| FY-2027-28 | 40,67,280 | | | | | | | | | | | | | | | | | |
| FY-2028-29 | 40,67,280 | | | | | | | | | | | | | | | | | |
| FY-2029-30 | 40,67,280 | | | | | | | | | | | | | | | | | |
| FY-2030-31 (10 Months) | 33,89,400 | | | | | | | | | | | | | | | | | |
| Total | 2,03,36,400 | | | | | | | | | | | | | | | | | |
| 6. | Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity | The land is an industrial land and in the opinion of the Government is subject to the Urban Land (Ceiling and Regulation) Act, 1976. The first Leave and License agreement was pursuant to the demerger order of the Bombay High Court. The Leave and License Agreement benefits AMJ Land Holdings Limited by providing a steady income from its 3000 sq. mtrs. property in Thergaon, while retaining ownership and control over the land. It also enables Pudumjee Paper Products Limited to continue its paper manufacturing operations at the site, ensuring business continuity and continued optimal use of the premises. | | | | | | | | | | | | | | | | |
| 7. | Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. <i>Explanation:</i> Indirect interest shall mean interest held through any person over which an individual has control. | Mr. Arun Kumar Jatia, Mr. Surendra Kumar Bansal and Dr. Ashok Kumar are the Common Directors of the Company. Mr. Arun Kumar Jatia, Non-Executive Chairman & Promoter of the Company, is also an Executive Chairman & Promoter of Pudumjee Paper Products Limited. | | | | | | | | | | | | | | | | |
| | a. Name of the director / KMP | Mr. Arun Kumar Jatia, Mr. Surendra Kumar Bansal and Dr. Ashok Kumar are the Common Directors of the Company. | | | | | | | | | | | | | | | | |
| | b. Shareholding of the director / KMP, whether direct or indirect, in the related party | Mr. Arun Kumar Jatia also holds 4.68% of Equity Share Capital of Pudumjee Paper Products Limited. | | | | | | | | | | | | | | | | |
| 8. | A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee | Not Applicable. | | | | | | | | | | | | | | | | |
| 9. | Other information relevant for decision making. | The proposed transaction ensures steady income without transfer of ownership and is not prejudicial to the interests of the Company or its shareholders. | | | | | | | | | | | | | | | | |
| Disclosure only in case of transactions relating to transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed | | | | | | | | | | | | | | | | | | |

| entity or disposal of shares of subsidiary or associate | | | | | | | | | | | | |
|--|--|--------------------|--------------------|--|--------------------|--------------------|--------------------|---|---|---|---|----------------|
| 1. | Bidding or other process, if any, applied for choosing a party for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity. | | | None | | | | | | | | |
| 2. | Basis of determination of price. | | | The license fee has been determined based on historical arrangements between the parties as decided by the management of both parties considering location advantages of the property and restricted use of the land for industrial purpose only. | | | | | | | | |
| 3. | Reasons for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate. | | | The Leave and License arrangement enables optimal and continuous utilization of the industrial land while ensuring steady and predictable rental income for the Company. | | | | | | | | |
| 4. | Reasons for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate. <table border="1"><tr><td>Particulars</td><td>FY 2024-2025 (INR)</td><td>FY 2023-2024 (INR)</td><td>FY 2022-2023 (INR)</td></tr><tr><td>-</td><td>-</td><td>-</td><td>-</td></tr></table> | | | Particulars | FY 2024-2025 (INR) | FY 2023-2024 (INR) | FY 2022-2023 (INR) | - | - | - | - | Not Applicable |
| Particulars | FY 2024-2025 (INR) | FY 2023-2024 (INR) | FY 2022-2023 (INR) | | | | | | | | | |
| - | - | - | - | | | | | | | | | |
| 5. | Expected financial impact on the consolidated turnover, net worth and net profits of the listed entity or its subsidiary due to sale of the subsidiary / undertaking. | | | Not Applicable, as there is no sale or disposal of assets and the transaction is limited to a Leave and License arrangement. | | | | | | | | |
| | d. Expected impact on turnover | | | - | | | | | | | | |
| | e. Expected impact on net worth | | | - | | | | | | | | |
| | f. Expected impact on net profits | | | - | | | | | | | | |
| Disclosure only in case of transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate. | | | | | | | | | | | | |
| 1. | Details of earlier sale, lease or disposal of assets of the same subsidiary or of the unit, division or undertaking of the listed entity or disposal of shares of the same subsidiary or associate to any related party during the preceding twelve months. | | | The proposed transaction does not involve lease of any unit, division or undertaking of the Company. However the earlier Leave and License Arrangement was for a period of 5 Years w.e.f. 01 st February, 2021 to 31 st January, 2026. The monthly License fee for the last year stood at Rs.3,38,940/-. | | | | | | | | |
| 2. | Whether the transaction would result in issue of securities or consideration in kind to a related party? If yes, please share the relevant details. | | | No. The proposed transaction does not involve issuance of any securities or consideration in kind to the related party. | | | | | | | | |
| 3. | Would the transaction result in eliminating a segment reporting by the listed entity or any of its subsidiary? | | | No. The proposed transaction does not result in elimination of any business segment of the Company or its subsidiary. | | | | | | | | |
| 4. | Does it involve transfer of key intangible assets or kev customers | | | No. The proposed transaction does not involve transfer of any intangible | | | | | | | | |

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|----|--|--|
| | which are critical for continued business of the listed entity or any of its subsidiary? | assets, intellectual property, or key customers critical for the continued business of the Company or its subsidiary |
| 5. | Are there any other major non-financial reasons for going ahead with the proposed transaction? | The transaction supports long-term strategic objectives of efficient asset utilization without dilution of ownership and helps to maintain status of the land as industrial land till The Urban Land (Ceiling and Regulation) Act, 1976 issues are resolved. |

The Resolution at Item No. 2 of the Notice is recommended by the Board to be passed as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel of the Company and their relatives except mentioned above are concerned or interested, monetarily or otherwise, in proposed Ordinary Resolution.

By Order of the Board of Directors
For AMJ Land Holdings Limited

Date: 30th December, 2025
Place: Pune

Chinmay Pitre
Company Secretary and Compliance Officer
(ICSI Membership No.: A68311)