



Ramky Infrastructure Limited

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Sy.No. 136/2 & 4, Gachibowli
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E: secr@ramky.com
www.ramkyinfrastructure.com
CIN: L74210TG1994PLC017356

Place: Hyderabad
Date: 23.03.2026

Towards sustainable growth

To The General Manager, BSE Limited, P J Towers, Dalal Street, Mumbai – 400 001.	To The Manager - Listing Department, National Stock Exchange of India Ltd, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400051
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Sub: Submission of Notice of the Postal Ballot of Ramky Infrastructure Limited

Ref: Scrip Code - BSE: 533262 NSE: RAMKY

Dear Sir,

In Compliance with the SEBI (Listing Obligations & Disclosure Requirements), Regulations 2015, we are hereby submitting the Notice of the Postal Ballot for the decision of the shareholders of the company for the Agenda Items mentioned in the Notice.

We further wish to inform you that the Company is providing remote e-voting facility to the shareholders to vote on the resolutions proposed to be passed as listed in the Postal Ballot Notice. The remote e-voting will commence on Tuesday, the 24th day of March, 2025 at 09.00 A.M. (IST) and ends on Wednesday, the 22nd day of April 2026 at 05.00 P.M. (IST). The Company has fixed Friday, 20th day of March, 2026 as the cut-off date to reckon eligibility to vote on the e-voting platform.

Enclosed herewith is the Notice of the Postal Ballot.

We request you to take the same on record and dissemination.

Yours faithfully,

For RAMKY INFRASTRUCTURE LIMITED


KESAVA DATTA
COMPANY SECRETARY
M.NO: A61331





RAMKY INFRASTRUCTURE LIMITED

CIN: L74210TG1994PLC017356

Reg. Office: 15th Floor, Ramky Grandiose,

Sy. No. 136/2 & 4, Gachibowli,

Hyderabad – 500032, Telangana

Tel No. 040 - 23015000

Website: www.ramkyinfrastructure.com

Email: investors@ramky.com

POSTAL BALLOT NOTICE

Dear Members,

Notice is hereby given that pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (“**the Act**”) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, (“**the Rules**”) including any statutory modifications or re-enactments thereof for the time being in force as amended from time to time, read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 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 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022, issued by the Ministry of Corporate Affairs, Government of India (the “MCA Circulars”), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“SS-2”), applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**the Listing Regulations**”) and pursuant to other applicable laws and regulations, approval of the Members is sought via Postal Ballot through e-voting only (Voting through Electronic means) for the following:

- 1. TO APPROVE FOR THE PROVIDING OF CORPORATE GUARANTEE, CHARGING THE ASSETS OF THE COMPANY, RIGHT TO CONVERT LOAN INTO EQUITY AND PLEDGE OF SHARES FOR THE AVAILMENT OF A RUPEE TERM LOAN BY MALLANNASAGAR WATER SUPPLY LIMITED A SUBSIDIARY OF RAMKY INFRASTRUCTURE LIMITED (RIL) FROM LENDERS.**
- 2. TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH SRINAGAR BANIHAL EXPRESWAY LIMITED (SBEL) ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.**
- 3. TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH VISAKHA PHARMACITY LIMITED (VPCL) ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.**
- 4. TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH HYDERABAD STPS’ LIMITED ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.**

- 5. TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH MALLANNASAGAR WATER SUPPLY LIMITED (MWSL) ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.**
- 6. TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH RAMKY ESTATES AND FARMS LIMITED (REFL) ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.**
- 7. TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH RE SUSTAINABILITY LIMITED (ReSL) ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.**
- 8. TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH RAMKY SUSTAINABILITY SOLUTIONS PRIVATE LIMITED (RSSPL) ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.**
- 9. TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH NUMEN GROWTH PARTNERS PRIVATE LIMITED (NUMEN) FOR FINANCIAL YEAR 2026-27.**
- 10. TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH ARDHA HOLDINGS PRIVATE LIMITED (ARDHA) FOR FINANCIAL YEAR 2026-27.**
- 11. TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH MAHA INTEGRATED LIFE SCIENCES CITY LIMITED (MILeS) ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.**
- 12. TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH RAMDIL EPC WORKS LIMITED (RAMDIL) ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.**
- 13. TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH MDDA-RAMKY ISBUS TERMINAL LIMITED (MDDA) ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.**
- 14. TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH VISAKHA ENERGY LIMITED (VEL) ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.**

15. TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH RECEPS LIMITED (RECEPS) ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.

Members' consent is sought for the proposals contained in the resolutions given in this Postal Ballot Notice. The Explanatory Statement pursuant to Section 102 and other applicable provisions of the Act, pertaining to the said resolutions setting out the material facts and the related particulars, is annexed hereto. The Notice will also be placed on the website of the Company at <https://ramkyinfrastructure.com/> and along with the websites of KFin technologies Limited ("**Kfintech**"), National Securities Depository Limited ("**NSDL**"), Central Depository Services (India) Limited ("**CDSL**"). The Notice can also be accessed from the website of the Stock Exchanges i.e. BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) at www.bseindia.com and www.nseindia.com respectively.

In compliance with the aforesaid MCA Circulars, Regulation 44 of the Listing Regulations and the provisions of Sections 108, 110 and other applicable provisions of the Act read with Rule 20 and 22 of the Rules as amended from time to time and Secretarial Standard - 2 on General Meetings, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company or Depositories or Depository Participants or the Company's Registrar and Share Transfer Agent (RTA) - KFin Technologies Limited ("**KFintech**"). The Company has provided e-voting facility to its Members to cast their vote electronically. The instructions for e-voting are appended to this Postal Ballot Notice.

The Company has appointed Mr. N.V.S.S. Suryanarayana Rao, Practicing Company Secretary, Hyderabad (Membership No. 5868 and Certificate of Practice No. 2886), to act as the Scrutinizer for conducting the Postal Ballot in a fair and transparent manner in accordance with the provisions of the Act and the Rules made thereunder.

Please note that there will be no dispatch of physical copies of the Notice or Postal Ballot Forms to the Members of the Company and no physical ballot forms will be accepted.

The members shall exercise their right to vote on the resolution included in the notice of the Postal Ballot by electronic means i.e. through e-voting services provided by KFin Technologies Limited. The e-voting period shall commence on **Tuesday, 24th March 2026 at 09.00 A.M. (I.S.T)** and end on **Wednesday, 22nd April 2026 at 05.00 P.M. (I.S.T)**. Members are requested to carefully read the instructions given in this Postal Ballot Notice and record their assent (FOR) or dissent (AGAINST) through the e-voting process not later than **05.00 P.M. (IST) of Wednesday, 22nd April 2026**. E-voting will be blocked by Scrutinizer immediately thereafter and voting will not be allowed beyond the said date and time.

The Scrutinizer will submit his report to the Chairman of the Meeting or in his absence, any other person authorized by him, after completion of scrutiny of the votes. The results of the voting by Postal Ballot (through e-voting process) along with the Scrutinizer's report will be announced by the Chairman of the meeting or any other person authorized by him, on or before **Friday, 24th April 2026**. The results of the Postal Ballot will be posted on

the Company's website at <https://ramkyinfrastructure.com/> and will be displayed on the notice board of the Company at its Registered Office. The results will also be intimated to NSE and BSE, where the equity shares of the Company are listed.

RESOLUTION PROPOSED THROUGH POSTAL BALLOT:

SPECIAL BUSINESS ITEM NO. 1

To approve for the providing of Corporate Guarantee, Charging the assets of the Company, Right to convert the Loan into equity and pledge of shares held by RIL in MWSL for the availing of a Rupee Term Loan from the Lenders of Mallannasagar Water Supply Limited a Subsidiary of Ramky Infrastructure Limited (RIL).

To consider and, if found fit, to pass following resolution with or without modification, as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 62, 180(1)(a), 180(1)(c), 185, 186, 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the applicable rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and in terms of Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") and any other applicable laws, the Memorandum and Articles of Association of the company, consent of the members be and is hereby accorded by way of **special resolution** to sell, lease, pledge, mortgage, convert loan into equity shares and / or create charge, in addition to the mortgages / charges created / to be created by the company in such form and manner and with such ranking and at such time and on such terms and conditions as may be determined, on all or any of the movable and / or immovable properties of the company and / or the interest held by the company in all or any of the movable and / or immovable properties, both present and future and / or the whole or any part of the undertaking(s) of the company, in favour of lender(s), agent(s) and trustee(s) for securing the borrowings of the company availed / to be availed by way of loan(s) and securities (comprising non-convertible debentures, bonds or other debt instruments), issued / to be issued by the company, from time to time, together with interest at the respective agreed rates and all other costs, charges and expenses and all other monies payable by the company in terms of the loan agreement(s), debenture trust deed(s) or any other agreement / document, entered into / to be entered into between the company, Mallannasagar Water Supply Limited and the lender(s) / investor(s) / agent(s) and / or trustee(s), in respect of the said loans, borrowings / debentures and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Mallannasagar Water Supply Limited, Ramky Infrastructure Limited and the lender(s), agent(s) and / or trustee(s) as envisaged in the explanatory statement for the execution of the finance documents for the availing of the Rupee Term Loan by Mallannasagar Water Supply Limited (MSWL) subsidiary of Ramky Infrastructure Limited to the tune of INR 700 Crores from the Lenders."

"FURTHER RESOLVED THAT the Board of Directors of the company (including any committee thereof), be and is hereby authorised to finalise and execute such mortgage,

charge, hypothecation, lien, promissory notes, deposit receipts and all such deeds, documents, instruments or writings as may be necessary, proper, desirable or expedient as they may deem fit and to do all such acts, deeds and things and give such directions as would be required to give effect to the above mentioned resolution.

SPECIAL BUSINESS ITEM NO. 2

TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH SRINAGAR BANIHAL EXPRESWAY LIMITED (SBEL) ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.

To consider and, if found fit, to pass following resolution, as an **Special Resolution**:

“RESOLVED THAT pursuant to Regulation 23 along with other regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time, and in accordance with the provisions of Section 180, 185, 186, 188 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), (including any statutory modifications and re-enactments thereof for the time being in the force), read with the Company’s Policy on Related Party Transactions, and based on approval of the Audit Committee and as recommended to the Board of Directors, consent of the members be and is hereby accorded by way of **Special Resolution** to the Board of Directors of the Company towards the contract(s)/ arrangement(s)/ transaction(s) executed or to be executed with **Srinagar Banihal Expressway Limited** along with its Holding, Subsidiaries, Associates and Joint Ventures being a Related Party of the entity in the nature of a) sale, purchase, lease or supply of goods or business assets or property or equipment; b) availing or rendering of services; c) transfer of any resources, services or obligations to meet the Company’s business objectives/ requirements (“Related Party Transactions”) on such material terms and conditions as detailed in the explanatory statement to this resolution and on such terms and conditions as may be decided by the Board of Directors of the Company (including any Committee thereof) as deemed fit, from time to time for the period from 01.04.2026 till 31.03.2027.”

“RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorized to sign and file necessary forms, papers and such other documents, if any with ROC / MCA and further to do all such other acts, deeds and things and take all such steps as may be deemed necessary, proper or expedient in connection with or incidental to the above on behalf of the Company.”

SPECIAL BUSINESS ITEM NO. 3

TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH VISAKHA PHARMACITY LIMITED (VPCL) ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.

To consider and, if found fit, to pass following resolution, as an **Special Resolution**:

“RESOLVED THAT pursuant to Regulation 23 along with other regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time, and in accordance with the provisions of Section 180, 186, 185, 188 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), (including any statutory modifications and re-enactments thereof for the time being in the force), read with the Company’s Policy on Related Party Transactions, and based on approval of the Audit Committee and as recommended to the Board of Directors, consent of the members be and is hereby accorded by way of **Special Resolution** to the Board of Directors of the Company towards the contract(s)/ arrangement(s)/ transaction(s) executed or to be executed with **Visakha Pharmacy Limited** along with its Holding, Subsidiaries, Associates and Joint Ventures being a Related Party being a Related Party of the entity in the nature of a) sale, purchase, lease or supply of goods or business assets or property or equipment; b) availing or rendering of services; c) transfer of any resources, services or obligations to meet the Company’s business objectives/ requirements (“Related Party Transactions”) on such material terms and conditions as detailed in the explanatory statement to this resolution and on such terms and conditions as may be decided by the Board of Directors of the Company (including any Committee thereof) as deemed fit, from time to time for the period from 01.04.2026 till 31.03.2027.”

“RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorized to sign and file necessary forms, papers and such other documents, if any with ROC / MCA and further to do all such other acts, deeds and things and take all such steps as may be deemed necessary, proper or expedient in connection with or incidental to the above on behalf of the Company.”

SPECIAL BUSINESS ITEM NO. 4

TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH HYDERABAD STPS’ LIMITED ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.

To consider and, if found fit, to pass following resolution, as an **Special Resolution**:

“RESOLVED THAT pursuant to Regulation 23 along with other regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time, and in accordance with the provisions of Section 180, 185, 186, 188 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), (including any statutory modifications and re-enactments thereof for the time being in the force), read with the Company’s Policy on Related Party Transactions, and based on approval of the Audit Committee and as recommended to the Board of Directors, consent of the members be and is hereby accorded by way of **Special Resolution** to the Board of Directors of the

Company towards the contract(s)/ arrangement(s)/ transaction(s) executed or to be executed with **Hyderabad STPS' Limited** along with its Holding, Subsidiaries, Associates and Joint Ventures being a Related Party of the entity in the nature of a) sale, purchase, lease or supply of goods or business assets or property or equipment; b) availing or rendering of services; c) transfer of any resources, services or obligations to meet the Company's business objectives/ requirements ("Related Party Transactions") on such material terms and conditions as detailed in the explanatory statement to this resolution and on such terms and conditions as may be decided by the Board of Directors of the Company (including any Committee thereof) as deemed fit, from time to time for the period from 01.04.2026 till 31.03.2027."

"RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorized to sign and file necessary forms, papers and such other documents, if any with ROC / MCA and further to do all such other acts, deeds and things and take all such steps as may be deemed necessary, proper or expedient in connection with or incidental to the above on behalf of the Company."

SPECIAL BUSINESS ITEM NO. 5

TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH MALLANNASAGAR WATER SUPPLY LIMITED (MWSL) ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27

To consider and, if found fit, to pass following resolution, as an **Special Resolution**:

"RESOLVED THAT pursuant to Regulation 23 along with other regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, and in accordance with the provisions of Section 180, 185, 186, 188 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), (including any statutory modifications and re-enactments thereof for the time being in the force), read with the Company's Policy on Related Party Transactions, and based on approval of the Audit Committee and as recommended to the Board of Directors, consent of the members be and is hereby accorded by way of **Special Resolution** to the Board of Directors of the Company towards the contract(s)/ arrangement(s)/ transaction(s) executed or to be executed with **Mallannasagar Water Supply Limited** along with its Holding, Subsidiaries, Associates and Joint Ventures being a Related Party of the entity in the nature of a) sale, purchase, lease or supply of goods or business assets or property or equipment; b) availing or rendering of services; c) transfer of any resources, services or obligations to meet the Company's business objectives/ requirements ("Related Party Transactions") on such material terms and conditions as detailed in the explanatory statement to this resolution and on such terms and conditions as may be decided by the Board of Directors of the Company (including any Committee thereof) as deemed fit, from time to time for the period from 01.04.2026 till 31.03.2027."

"RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorized to sign and file necessary forms, papers and such other documents, if any with ROC / MCA and further to do all such other acts, deeds and things and take all such steps as may be deemed necessary, proper or expedient in connection with or incidental to the above on behalf of the Company."

SPECIAL BUSINESS ITEM NO. 6

TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH RAMKY ESTATES AND FARMS LIMITED (REFL) ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.

To consider and, if found fit, to pass following resolution, as an **Special Resolution**:

"RESOLVED THAT pursuant to Regulation 23 along with other regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, and in accordance with the provisions of Section 180, 185, 186, 188 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), (including any statutory modifications and re-enactments thereof for the time being in the force), read with the Company's Policy on Related Party Transactions, and based on approval of the Audit Committee and as recommended to the Board of Directors, consent of the members be and is hereby accorded by way of **Special Resolution** to the Board of Directors of the Company towards the contract(s)/ arrangement(s)/ transaction(s) executed or to be executed with **Ramky Estates and Farms Limited** along with its Holding, Subsidiaries, Associates and Joint Ventures being a Related Party of the entity in the nature of a) sale, purchase, lease or supply of goods or business assets or property or equipment; b) availing or rendering of services; c) transfer of any resources, services or obligations to meet the Company's business objectives/ requirements ("Related Party Transactions") on such material terms and conditions as detailed in the explanatory statement to this resolution and on such terms and conditions as may be decided by the Board of Directors of the Company (including any Committee thereof) as deemed fit, from time to time for the period from 01.04.2026 till 31.03.2027."

"RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorized to sign and file necessary forms, papers and such other documents, if any with ROC / MCA and further to do all such other acts, deeds and things and take all such steps as may be deemed necessary, proper or expedient in connection with or incidental to the above on behalf of the Company."

SPECIAL BUSINESS ITEM NO. 7

TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH RE SUSTAINABILITY LIMITED (ReSL) ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.

To consider and, if found fit, to pass following resolution, as an **Special Resolution**:

“RESOLVED THAT pursuant to Regulation 23 along with other regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time, and in accordance with the provisions of Section 180, 185, 186, 188 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), (including any statutory modifications and re-enactments thereof for the time being in the force), read with the Company’s Policy on Related Party Transactions, and based on approval of the Audit Committee and as recommended to the Board of Directors, consent of the members be and is hereby accorded by way of **Special Resolution** to the Board of Directors of the Company towards the contract(s)/ arrangement(s)/ transaction(s) executed or to be executed with **Re Sustainability Limited** along with its Holding, Subsidiaries, Associates and Joint Ventures being a Related Party of the entity in the nature of a) sale, purchase, lease or supply of goods or business assets or property or equipment; b) availing or rendering of services; c) transfer of any resources, services or obligations to meet the Company’s business objectives/ requirements (“Related Party Transactions”) on such material terms and conditions as detailed in the explanatory statement to this resolution and on such terms and conditions as may be decided by the Board of Directors of the Company (including any Committee thereof) as deemed fit, from time to time for the period from 01.04.2026 till 31.03.2027.”

“RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorized to sign and file necessary forms, papers and such other documents, if any with ROC / MCA and further to do all such other acts, deeds and things and take all such steps as may be deemed necessary, proper or expedient in connection with or incidental to the above on behalf of the Company.”

SPECIAL BUSINESS ITEM NO. 8

TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH RAMKY SUSTAINABILITY SOLUTIONS PRIVATE LIMITED (RSSPL) ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.

To consider and, if found fit, to pass following resolution, as an **Special Resolution**:

“RESOLVED THAT pursuant to Regulation 23 along with other regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time, and in accordance with the provisions of Section 180, 185, 186, 188 and other applicable

provisions, if any, of the Companies Act, 2013 ("Act"), (including any statutory modifications and re-enactments thereof for the time being in the force), read with the Company's Policy on Related Party Transactions, and based on approval of the Audit Committee and as recommended to the Board of Directors, consent of the members be and is hereby accorded by way of **Special Resolution** to the Board of Directors of the Company towards the contract(s)/ arrangement(s)/ transaction(s) executed or to be executed with **Ramky Sustainability Solutions Private Limited** along with its Holding, Subsidiaries, Associates and Joint Ventures being a Related Party of the entity in the nature of a) sale, purchase, lease or supply of goods or business assets or property or equipment; b) availing or rendering of services; c) transfer of any resources, services or obligations to meet the Company's business objectives/ requirements ("Related Party Transactions") on such material terms and conditions as detailed in the explanatory statement to this resolution and on such terms and conditions as may be decided by the Board of Directors of the Company (including any Committee thereof) as deemed fit, from time to time for the period from 01.04.2026 till 31.03.2027."

"RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorized to sign and file necessary forms, papers and such other documents, if any with ROC / MCA and further to do all such other acts, deeds and things and take all such steps as may be deemed necessary, proper or expedient in connection with or incidental to the above on behalf of the Company."

SPECIAL BUSINESS ITEM NO. 9

TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH NUMEN GROWTH PARTNERS PRIVATE LIMITED (NUMEN) FOR FINANCIAL YEAR 2026-27.

To consider and, if found fit, to pass following resolution, as an **Special Resolution**:

"RESOLVED THAT pursuant to Regulation 23 along with other regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, and in accordance with the provisions of Section 180, 185, 186, 188 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), (including any statutory modifications and re-enactments thereof for the time being in the force), read with the Company's Policy on Related Party Transactions, and based on approval of the Audit Committee and as recommended to the Board of Directors, consent of the members be and is hereby accorded by way of **Special Resolution** to the Board of Directors of the Company towards the contract(s)/ arrangement(s)/ transaction(s) executed or to be executed with **Numen Growth Partners Private Limited** along with its Holding, Subsidiaries, Associates and Joint Ventures being a Related Party of the entity in the nature of a) sale, purchase, lease or supply of goods or business assets or property or equipment; b) availing or rendering of services; c) transfer of any resources, services or obligations to meet the Company's business objectives/ requirements ("Related Party Transactions") on such material terms and conditions as detailed in the explanatory statement to this

resolution and on such terms and conditions as may be decided by the Board of Directors of the Company (including any Committee thereof) as deemed fit, from time to time for the period from 01.04.2026 till 31.03.2027.”

“RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorized to sign and file necessary forms, papers and such other documents, if any with ROC / MCA and further to do all such other acts, deeds and things and take all such steps as may be deemed necessary, proper or expedient in connection with or incidental to the above on behalf of the Company.”

SPECIAL BUSINESS ITEM NO. 10

TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH ARDHA HOLDINGS PRIVATE LIMITED (ARDHA) FOR FINANCIAL YEAR 2026-27.

To consider and, if found fit, to pass following resolution, as an **Special Resolution**:

“RESOLVED THAT pursuant to Regulation 23 along with other regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time, and in accordance with the provisions of Section 180, 185, 186, 188 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), (including any statutory modifications and re-enactments thereof for the time being in the force), read with the Company’s Policy on Related Party Transactions, and based on approval of the Audit Committee and as recommended to the Board of Directors, consent of the members be and is hereby accorded by way of **Special Resolution** to the Board of Directors of the Company towards the contract(s)/ arrangement(s)/ transaction(s) executed or to be executed with **Ardha Holdings Private Limited** along with its Holding, Subsidiaries, Associates and Joint Ventures being a Related Party of the entity in the nature of a) sale, purchase, lease or supply of goods or business assets or property or equipment; b) availing or rendering of services; c) transfer of any resources, services or obligations to meet the Company’s business objectives/ requirements (“Related Party Transactions”) on such material terms and conditions as detailed in the explanatory statement to this resolution and on such terms and conditions as may be decided by the Board of Directors of the Company (including any Committee thereof) as deemed fit, from time to time for the period from 01.04.2026 till 31.03.2027.”

“RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorized to sign and file necessary forms, papers and such other documents, if any with ROC / MCA and further to do all such other acts, deeds and things and take all such steps as may be deemed necessary, proper or expedient in connection with or incidental to the above on behalf of the Company.”

SPECIAL BUSINESS ITEM NO. 11

TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH MAHA INTEGRATED LIFE SCIENCES CITY LIMITED (MILeS) ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.

To consider and, if found fit, to pass following resolution, as an **Special Resolution**:

“RESOLVED THAT pursuant to Regulation 23 along with other regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time, and in accordance with the provisions of Section 180, 185, 186, 188 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), (including any statutory modifications and re-enactments thereof for the time being in the force), read with the Company’s Policy on Related Party Transactions, and based on approval of the Audit Committee and as recommended to the Board of Directors, consent of the members be and is hereby accorded by way of **Special Resolution** to the Board of Directors of the Company towards the contract(s)/ arrangement(s)/ transaction(s) executed or to be executed with **Maha Integrated Life Sciences City Limited** (MILeS City) along with its Holding, Subsidiaries, Associates and Joint Ventures being a Related Party of the entity in the nature of a) sale, purchase, lease or supply of goods or business assets or property or equipment; b) availing or rendering of services; c) transfer of any resources, services or obligations to meet the Company’s business objectives/ requirements (“Related Party Transactions”) on such material terms and conditions as detailed in the explanatory statement to this resolution and on such terms and conditions as may be decided by the Board of Directors of the Company (including any Committee thereof) as deemed fit, from time to time for the period from 01.04.2026 till 31.03.2027.”

“RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorized to sign and file necessary forms, papers and such other documents, if any with ROC / MCA and further to do all such other acts, deeds and things and take all such steps as may be deemed necessary, proper or expedient in connection with or incidental to the above on behalf of the Company.”

SPECIAL BUSINESS ITEM NO. 12

TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH RAMDIL EPC WORKS LIMITED (RAMDIL) ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.

To consider and, if found fit, to pass following resolution, as an **Special Resolution**:

“RESOLVED THAT pursuant to Regulation 23 along with other regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time, and in accordance with the provisions of Section 180, 185, 186, 188 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), (including any statutory modifications and re-enactments thereof for the time being in the force), read with the Company’s Policy on Related Party Transactions, and based on approval of the Audit Committee and as recommended to the Board of Directors, consent of the members be and is hereby accorded by way of **Special Resolution** to the Board of Directors of the Company towards the contract(s)/ arrangement(s)/ transaction(s) executed or to be executed with **RAMDIL EPC Works Limited** along with its Holding, Subsidiaries, Associates and Joint Ventures being a Related Party of the entity in the nature of a) sale, purchase, lease or supply of goods or business assets or property or equipment; b) availing or rendering of services; c) transfer of any resources, services or obligations to meet the Company’s business objectives/ requirements (“Related Party Transactions”) on such material terms and conditions as detailed in the explanatory statement to this resolution and on such terms and conditions as may be decided by the Board of Directors of the Company (including any Committee thereof) as deemed fit, from time to time for the period from 01.04.2026 till 31.03.2027.”

“RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorized to sign and file necessary forms, papers and such other documents, if any with ROC / MCA and further to do all such other acts, deeds and things and take all such steps as may be deemed necessary, proper or expedient in connection with or incidental to the above on behalf of the Company.”

SPECIAL BUSINESS ITEM NO. 13

TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH MDDA-RAMKY ISBUS TERMINAL LIMITED (MDDA) ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.

To consider and, if found fit, to pass following resolution, as an **Special Resolution**:

“RESOLVED THAT pursuant to Regulation 23 along with other regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)

Regulations, 2015 ("Listing Regulations"), as amended from time to time, and in accordance with the provisions of Section 180, 185, 186, 188 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), (including any statutory modifications and re-enactments thereof for the time being in the force), read with the Company's Policy on Related Party Transactions, and based on approval of the Audit Committee and as recommended to the Board of Directors, consent of the members be and is hereby accorded by way of **Special Resolution** to the Board of Directors of the Company towards the contract(s)/ arrangement(s)/ transaction(s) executed or to be executed with **MDDA-Ramky ISBUS Terminal Limited** along with its Holding, Subsidiaries, Associates and Joint Ventures being a Related Party of the entity in the nature of a) sale, purchase, lease or supply of goods or business assets or property or equipment; b) availing or rendering of services; c) transfer of any resources, services or obligations to meet the Company's business objectives/ requirements ("Related Party Transactions") on such material terms and conditions as detailed in the explanatory statement to this resolution and on such terms and conditions as may be decided by the Board of Directors of the Company (including any Committee thereof) as deemed fit, from time to time for the period from 01.04.2026 till 31.03.2027."

"RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorized to sign and file necessary forms, papers and such other documents, if any with ROC / MCA and further to do all such other acts, deeds and things and take all such steps as may be deemed necessary, proper or expedient in connection with or incidental to the above on behalf of the Company."

SPECIAL BUSINESS ITEM NO. 14

TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH VISAKHA ENERGY LIMITED (VEL) ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.

To consider and, if found fit, to pass following resolution, as an **Special Resolution**:

"RESOLVED THAT pursuant to Regulation 23 along with other regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, and in accordance with the provisions of Section 180, 185, 186, 188 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), (including any statutory modifications and re-enactments thereof for the time being in the force), read with the Company's Policy on Related Party Transactions, and based on approval of the Audit Committee and as recommended to the Board of Directors, consent of the members be and is hereby accorded by way of **Special Resolution** to the Board of Directors of the Company towards the contract(s)/ arrangement(s)/ transaction(s) executed or to be executed with **Visakha Energy Limited** along with its Holding, Subsidiaries, Associates and Joint Ventures being a Related Party of the entity in the nature of a) sale, purchase, lease or supply of goods or business assets or property or equipment; b) availing or

rendering of services; c) transfer of any resources, services or obligations to meet the Company's business objectives/ requirements ("Related Party Transactions") on such material terms and conditions as detailed in the explanatory statement to this resolution and on such terms and conditions as may be decided by the Board of Directors of the Company (including any Committee thereof) as deemed fit, from time to time for the period from 01.04.2026 till 31.03.2027."

"RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorized to sign and file necessary forms, papers and such other documents, if any with ROC / MCA and further to do all such other acts, deeds and things and take all such steps as may be deemed necessary, proper or expedient in connection with or incidental to the above on behalf of the Company."

SPECIAL BUSINESS ITEM NO. 15

TO DELIBERATE AND IF FOUND FIT APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS WITH RECEPS LIMITED (RECEPS) ALONG WITH ITS HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES FOR FINANCIAL YEAR 2026-27.

To consider and, if found fit, to pass following resolution, as an **Special Resolution**:

"RESOLVED THAT pursuant to Regulation 23 along with other regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, and in accordance with the provisions of Section 180, 185, 186, 188 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), (including any statutory modifications and re-enactments thereof for the time being in the force), read with the Company's Policy on Related Party Transactions, and based on approval of the Audit Committee and as recommended to the Board of Directors, consent of the members be and is hereby accorded by way of **Special Resolution** to the Board of Directors of the Company towards the contract(s)/ arrangement(s)/ transaction(s) executed or to be executed with **RECEPS Limited** along with its Holding, Subsidiaries, Associates and Joint Ventures being a Related Party of the entity in the nature of a) sale, purchase, lease or supply of goods or business assets or property or equipment; b) availing or rendering of services; c) transfer of any resources, services or obligations to meet the Company's business objectives/ requirements ("Related Party Transactions") on such material terms and conditions as detailed in the explanatory statement to this resolution and on such terms and conditions as may be decided by the Board of Directors of the Company (including any Committee thereof) as deemed fit, from time to time for the period from 01.04.2026 till 31.03.2027."

"RESOLVED FURTHER THAT the Board of Directors be and are hereby severally authorized to sign and file necessary forms, papers and such other documents, if any with ROC / MCA and further to do all such other acts, deeds and things and take all such steps



as may be deemed necessary, proper or expedient in connection with or incidental to the above on behalf of the Company.”

By Order of the Board of Directors
For RAMKY INFRASTRUCTURE LIMITED

Sd/-
Y.R. Nagaraja
Managing Director
DIN: 00009810

Place: Hyderabad
Date: 21.03.2026

NOTES:

- a) Pursuant to sections 102 and 110 of the Act, an Explanatory Statement setting out material facts and reasons for the proposed resolutions is appended hereto.
- b) In compliance with the MCA Circulars, the Company is sending this Postal Ballot Notice to the Members in electronic form only. Accordingly, the communication of the assent or dissent of the Members would take place through e-voting only.
- c) The Postal Ballot Notice is being sent only via email to the Members of the Company, whose names appear in the Register of Members/the list of Beneficial Owners, as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) on **Friday, 20th March 2026 ("cut-off date")**. Any person who is not a member as on the cut-off date should treat this Postal Ballot Notice for information purposes only.
- d) A copy of this Postal Ballot Notice is also available on the Company's website <https://ramkyinfrastructure.com/>, the websites 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 website of KFin Technologies Limited at <https://evoting.kfintech.com/>
- e) Members who have not registered/updated their email IDs so far are requested to register/update the same to receive this Postal Ballot Notice by clicking on this link <https://ris.kfintech.com/clientservices/postalballot/registration.aspx> or as per the following procedure:

Physical Holding	Provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy), AADHAR (self-attested scanned copy) by email to einward.ris@KFintech.com and copy to the Company at investors@ramky.com
Demat Holding	Provide Demat account details (CDSL - 16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name of shareholder, client master or copy of consolidated account statement, PAN (self-attested scanned copy), AADHAR (self-attested scanned copy) by email to einward.ris@KFintech.com and copy to the Company at investors@ramky.com

In case of any queries, for registering email address, Members may write to einward.ris@KFintech.com and investors@ramky.com

Members are requested that for permanent registration of their e-mail address, they can register their e-mail address, in respect of electronic holdings with their concerned Depository Participants and in respect of physical holdings with the Company's RTA, KFinTech.

Those Members who have already registered their e-mail addresses are requested to get their e-mail addresses validated with their Depository Participants/RTA to enable

servicing of notices/ documents/Annual Reports and other communications electronically to their email address in future.

- f) After dispatch of the postal ballot notice through email, advertisement shall be published in 1 (one) English daily newspaper and in 1 (one) Telugu Newspaper, each having wide circulation in the district where the registered office of the Company is situated and will also be uploaded on the Company's website at <https://ramkyinfrastructure.com>
- g) Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member as on the cut-off date i.e. **Friday, 20th March 2026**.
- h) Once the vote on the resolution is cast by the Members, the Members shall not be allowed to change it subsequently.
- i) Relevant documents referred to in this Postal Ballot Notice will be made available for inspection on the Company's website from the date of commencement of e-voting period i.e. **Tuesday 24th March 2026** up to the last date of e-voting i.e. **Wednesday, 22th April 2026**
- j) The last date specified in this notice for e-voting shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.
- k) Contact details of the person responsible to address the queries/grievances connected with the voting by Postal Ballot including voting by electronic means, if any:
- The Company Secretary, Ramky Infrastructure Limited, 15th Floor, Ramky Grandiose, Sy No 136/2 & 4, Gachibowli, Hyderabad – 500 032, Telangana. Tel: +919030666420; Email – investors@ramky.com.
 - In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting User Manual for shareholders available at the download section of <https://evoting.kfintech.com/public/Faq.aspx>. In case of any queries / concern / grievances, you may contact KFin Technologies Limited, Selenium, Tower B, Plot 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad-500032, India, at email: einward.ris@kfintech.com; 18003094001 (toll free).
- l) Members may note that as per SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, it is mandatory to update PAN, Address, Email ID, Bank account details (KYC details) and Nomination details of shareholders, who have not updated the same with the RTA i.e. KFinTech in case of physical shareholding and with Depository Participants (DPs) in case of Demat shareholding. Henceforth, KFinTech will attend to all service requests of the shareholders with respect to transmission, dividend, etc., only after updating the above details in the records. Non-updation of KYC details in Folios, wherein any one of the cited details/documents (i.e. PAN, Bank Details, Nomination) are not available on or after October 01, 2023, shall be frozen by the RTA as per above SEBI Circular.

m) **PROCEDURE AND INSTRUCTIONS FOR E-VOTING:**

1. The procedure for remote e-voting is as under:

Step 1: Access to Depositories e-voting system in case of individual Shareholders holding shares in demat mode.

Step 2: Access to KFintech e-voting system in case of Shareholders holding shares in physical form and non-individual Shareholders in demat mode.

Step 1:

- i. Method of login / access to Depositories (NSDL / CDSL) e-voting system in case of individual members holding shares in demat mode

Type of member	Login Method
Individual members holding securities in demat mode with NSDL	<p>A. Instructions for existing Internet-based Demat Account Statement ("IDeAS") facility Users:</p> <ul style="list-style-type: none"> i. Visit the e-services website of NSDL https://eservices.nsd.com. ii. On the e-services home page click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. iii. A new page will open. Enter the existing user id and password for accessing IDeAS. iv. 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. v. Click on company name, i.e. 'RAMKY INFRASTRUCTURE LIMITED', or e-voting service provider, i.e. KFintech. vi. Members will be re-directed to KFintech's website for casting their vote during the remote e-voting period. <p>B. Instructions for those Members who are not registered under IDeAS:</p> <ul style="list-style-type: none"> i. Visit https://eservices.nsd.com for registering. ii. Select "Register Online for IDeAS Portal" or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp. iii. Visit the e-voting website of NSDL https://www.evoting.nsd.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 digits 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. RAMKY INFRASTRUCTURE LIMITED, or e-voting service provider name, i.e. KFintech, after which the member will be redirected

	<p>to e-voting service provider website for casting their vote during the remote e-voting period.</p> <p>C. NSDL Mobile App</p> <p>i. Members can also download the NSDL Mobile App “NSDL Speede” facility by scanning the QR code for seamless voting experience.</p> <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>
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Type of member	Login Method
Individual members holding securities in demat mode with CDSL	<p>A. Instructions for existing users who have opted for Electronic Access To Securities Information (“Easi / Easiest”) facility:</p> <p>i. Visit https://web.cdslindia.com/myeasinew/home/login</p> <p style="text-align: center;">Or</p> <p style="text-align: center;">www.cdslindia.com</p> <p>ii. Click on New System MyEasi.</p> <p>iii. Login to MyEasi option under quick login.</p> <p>iv. Enter the registered user ID and password for accessing Easi / Easiest.</p> <p>v. Members will be able to view the e-voting Menu.</p> <p>vi. The Menu will have links of KFinTech e-voting portal and will be redirected to the e-voting page of KFinTech to cast their vote without any further authentication.</p> <p>B. Instructions for users who have not registered for Easi / Easiest</p> <p>i. Option to register is available at https://web.cdslindia.com/myeasinew/Registration/EasiRegistration</p> <p style="text-align: center;">Or</p> <p style="text-align: center;">https://web.cdslindia.com/myeasinew/Registration/EasiestRegistration</p> <p>ii. Proceed to complete registration using the DP ID, Client ID (BO ID), etc.</p> <p>iii. After successful registration, please follow the steps given in point no. A above to cast your vote.</p> <p>C. Alternatively, instructions for directly accessing the e-voting website of CDSL</p> <p>i. Visit www.cdslindia.com</p>

	<ul style="list-style-type: none"> 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., 'RAMKY INFRASTRUCTURE LIMITED' or select KFinTech. v. Members will be re-directed to the e-voting page of KFinTech to cast their vote without any further authentication
Individual members login through their demat accounts / Website of Depository Participant(s)	<p>A. Instructions for login through Demat Account / website of Depository Participant</p> <ul style="list-style-type: none"> i. Members can also login using the login credentials of their demat account through their DP 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 RAMKY INFRASTRUCTURE LIMITED or KFinTech. v. Members will be redirected to e-voting website of KFinTech for casting their vote during the remote e-voting period without any further authentication.
<p>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.</p>	
<p>Helpdesk for Individual members holding securities in demat mode for any technical issues related to login through NSDL / CDSL:</p>	
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 180022 44 30
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

Step 2:

Method of login / access to KFinTech’s e-voting system in case of all members holding shares in physical mode and non-individual members holding shares in demat mode

Type of member	Login Method
<p>Members whose email IDs are registered with the Company / Depository Participant(s)</p>	<p>A. Instructions for Members whose email IDs are registered with the Company / Depository Participant(s)</p> <p>Members whose email IDs are registered with the Company / Depository Participant(s) will receive an email from KFinTech which will include details of E-voting Event Number (EVEN), USER ID and password. They will have to follow the following process:</p> <ul style="list-style-type: none"> i) Launch internet browser by typing the URL: https://evoting.kfintech.com/ 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) followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if a member is registered with KFinTech for e-voting, they can use their existing User ID and password for casting the vote. iii) After entering these details appropriately, click on “LOGIN”. iv) Members will now reach password change Menu wherein they are required to mandatorily change the 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 the member to change their password and update their contact details viz. mobile number, email ID etc. on first login. Members may also enter a secret question and answer of their choice to retrieve their password in case they forget it. It is strongly recommended that members do not share their password with any other person and that they take utmost care to keep their password confidential. v) Members would need to login again with the new credentials. vi) On successful login, the system will prompt the member to select the “EVEN”, viz., ‘RAMKY INFRASTRUCTURE LIMITED – Postal Ballot’, 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, a member may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together shall not exceed the total shareholding as mentioned herein above. A member may also choose the option ABSTAIN. If a 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 account. ix) Members may then cast their vote by selecting an appropriate option and click on “Submit”. x) A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once members have voted on the resolution(s), they will not be allowed

	<p>to modify their vote. During the voting period, members can login any number of times till they have voted on the Resolution.</p> <p>xi) Corporate/ Institutional members (corporate / FIs / FIIs / trust / mutual funds / banks, etc.) are required to send scanned copy (pdf format) of the relevant board resolution to the Scrutinizer through e-mail to csnvss@gmail.com with a copy to evoting@kfintech.com. The file scanned image / pdf file of the board resolution should be in the naming format "Corporate Name".</p>
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Members whose email IDs are not registered with the Company / Depository Participant(s)	<p>B. Instructions for Members whose email IDs are not registered with the Company / Depository Participant(s), and consequently the Postal Ballot Notice and e-voting instructions cannot be serviced:</p> <p>i) Members are requested to follow the process as guided to capture the email address and mobile number for receiving the soft copy of the Postal Ballot Notice and e-voting instructions along with the User ID and Password. In case of any queries, members may write to einward.ris@kfintech.com.</p> <p>ii) Alternatively, members may send an email request at the email id einward.ris@kfintech.com along with scanned copy of the request letter, duly signed, providing their email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Postal Ballot Notice and the e-voting instructions.</p> <p>iii) After receiving the e-voting instructions, please follow all the above steps to cast your vote by electronic means.</p>
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ii. Method for obtaining user id and password for members who have forgotten the User ID and password

Members who have forgotten the User ID and password	<p>Members who have forgotten the user id and password, may obtain / retrieve the same in the manner mentioned below:</p> <p>i) If the mobile number of the member is registered against Folio No. / DP ID Client ID, the member may send SMS: MYEPWD<space>E-voting Event Number (EVEN) + Folio No. or DP ID Client ID to +91 9212993399 Example for NSDL: MYEPWD<SPACE>IN12345612345678 Example for CDSL: MYEPWD<SPACE>1402345612345678 Example for Physical: MYEPWD<SPACE> XXXX1234567890</p> <p>ii) If email ID of the member is registered against Folio No. / DP ID Client ID, then on the home page of https://evoting.kfintech.com, the member may click 'Forgot password' and enter Folio No. or DP ID Client ID and PAN to generate a password.</p> <p>iii) Members may send an email request to einward.ris@kfintech.com. If the member is already registered with the KFintech e-voting platform then such member can use his / her existing User ID and password for casting the vote through remote e-voting.</p>
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	iv) Members may call KFinTech toll free number 1-800-309-4001 for any clarifications / assistance that may be required.
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2. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting User Manual for shareholders available at the download section of <https://evoting.kfintech.com/public/Faq.aspx>. In case of any queries / concern / grievances, you may contact KFin Technologies Limited, Selenium, Tower B, Plot 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad-500032, India, at email: einward.ris@kfintech.com; 1-800-309-4001 (toll free).

EXPLANATORY STATEMENT:

As required by Section 102(1) and 110 of the Companies Act, 2013, the following Explanatory Statement sets out material facts relating to the businesses specified in this Notice.

ITEM NO. 1

This is to bring to the kind notice of the shareholders of the company that Hyderabad Metropolitan Water Supply and Sewerage Board (HMWSSB) has awarded a work under Godavari Drinking Water Supply Scheme Phase II & III to Ramky-GVPR (JV). Due to this, a project specific Special Purpose Vehicle (SPV) by the name MALLANNASAGAR WATER SUPPLY LIMITED (MWSL) has been formed with Ramky Infrastructure Limited (RIL) and GVPR Engineers Limited (GVPR) as shareholders holding 74% and 26% respectively.

Now in due course as part of the financial closure, the SPV MWSL intends to avail Rupee Term Loan to the tune of INR 700 Crores for the execution of the aforementioned project.

As per the sanction letter issued by the Lender, RIL being the sponsor of this project has to contribute to 30% of the project cost. In addition to this RIL has to do the undermentioned activities for the availing of the term loan by MWSL.

1. RIL is required to pledge 51% of its equity shareholding in MWSL in favour of the Lender.
2. RIL is required to extend Corporate Guarantee to the Lender to cover the Loan amount and other financial obligations as provided in the sanction letter.
3. To create charge over the funds (being 90% of the sponsor contribution) infused by way of Unsecured Loan or any other IBC Compliant instrument in favour of the Lender.

4. Upon event of default, the Lender would have the right to convert the outstanding rupee term loan into corresponding equity shares in MWSL.

With these requirements the management of Ramky Infrastructure Limited is coming forth the Members under section 180 (1)(a), 180 (1)(c), 62, 185, 186 and 188 of the Companies Act, 2013 and rules made thereunder, along with SEBI (LODR) Regulations 2015 for their approval to allow the Board of Directors to:

1. Pledge 51% of its equity shareholding in MWSL in favour of the Lender.
2. Extend Corporate Guarantee to the Lender to cover the Loan amount and other financial obligations as provided in the sanction letter.
3. Create charge over the funds (being 90% of the sponsor contribution) infused by way of Unsecured Loan or any other IBC Compliant instrument in favour of the Lender.
4. Give authorization to the Lender to have the right to convert the outstanding rupee term loan into corresponding equity shares in MWSL in case of event of default as explained in the sanction letter or financing documents.

The Audit Committee and the Board of Directors have approved the aforesaid transactions, subject to approval of the Members.

Accordingly, approval of the Members is sought by way of a **Special Resolution** as set out in the accompanying notice.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution, except to the extent of their shareholding, if any.

ITEM NO. 2 TO 15

This is to inform the members that as per section 188 of the Companies Act 2013 and rules made thereunder (Subject to statutory enactment, re-enactment and modifications thereto) and the SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015 duly amended, all the material related party transactions would require the approval of the Shareholders by way of a **Special Resolution**.

We further disclose that as per the SEBI (LODR) Regulations 2015, a material related party transaction is one whose value taken with that related party on standalone or aggregate basis exceeds 10% of the Consolidated Turnover of the preceding Financial Year of the listed entity.

Since as per the financial results declared by Ramky Infrastructure Limited (RIL) for F.Y. 2025-26, the consolidated turnover may tentatively stands at INR 20,000 million, any proposed related party transaction the value of which is exceeding INR 2,000 Million is being treated as material in nature and is being put forth by the Board of RIL for the approval of shareholders.

We would like to put forth that RIL is mainly involved in Civil Construction works and developer works. In Civil works RIL is awarded the contract on Engineering Procurement and Construction (EPC) Basis which may or may not be accommodative to time/cost overrun.

In developer line of work, usually the work is awarded by way of concessionaire to a Special Purpose Vehicle (SPV) which is incorporated as a subsidiary of RIL, the work is in turn executed by RIL, which develops the asset at SPV Level.

As per the estimates the undermentioned are the expected Related Party transactions that are expected to exceed with INR 2,000 million threshold (inclusive of all the transactions with a party throughout the year 2026-27). The approval of the members is being sought for the period from 01.04.2026 till 31.03.2027.

Set I - Companies

(All figures are in INR in Million unless specifically mentioned otherwise)

Name of the company	Srinagar Banihal Express way Limited	Visakha Pharmacy Limited along with its subsidiaries and associates and JV	Hyderabad STPS' Limited	Mallannasagar Water Supply Limited	Ramky Estates and Farms Limited along with its subsidiaries, associates and Joint Ventures	Re Sustainability Limited along with its subsidiaries, associates and Joint Ventures	Ramky Sustainability Solutions Private Limited	Numen Growth Partners Private Limited (formerly Madhya Pradesh Waste Management Private Limited)
Nature of relationship	Subsidiary	Subsidiary	Wholly-owned Subsidiary	Subsidiary	Entity in which promoter group of RIL has interest	Entity in which promoter group of RIL has interest	Entity in which promoter group of RIL has interest	Member of promoter group
Shareholding	99% (approx..)	51%	100%	74%	No direct /indirect holding.	No direct /indirect holding.	No direct /indirect holding.	Numen holds 2.41% in the equity shares capital of RIL.
Country of Incorporation	India	India	India	India	India	India	India	India
Monetary value of the transactions proposed to be entered between 01.04.2026 to 31.03.2027.								

Proposed value of the RPT from 01.04.2026 till 31.03.2027 (Revenue items, ICDs and claims have been considered for this purposes)	68,000 (Claims of INR 5,0000 and sponsor shortfall undertaking to the extent of INR 8,000 considered)	24,600	5,500	13,000	34,010	6,000	6,000	21,050
Whether the proposed transaction and the transaction already undertaken during the year make them material	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Value of the proposed transaction as a % of the consolidated turnover of RIL in 2025-26 (comparison is between proposed transaction for 12 months period inclusive of ICDs' and	295% (Claims of INR 50,000 Million and sponsor shortfall undertaking INR 8,000 million has been considered which is not a recurring item)	123% (Land development revenue of INR 10,000 Million which is not a recurring item has been considered)	275%	65%	170%	30%	30%	105%

claims) (RIL Consolidat ed Turnover is considere d as INR 20,000 million for this proposes for FY 2025-26								
Value of the proposed transactio n as a % of the standalon e turnover of the subsidiary (to maintain compariso n proposed transactio ns which are P&L items are only considere d)	222% (Claims not included)	524% (Land developm ent revenue which is not a recurring item has been considere d)	217%	NA (Compan y incorpor ated in August 2025)	NA	NA	NA	NA
Financial performance of the related party in the immediately preceding FY 2024-25								
Turnover	451.43	4,012.59	2,078.69	NA	Not available as not a subsidiary	Not available as not a subsidiary	Not available as not a subsidiary	327.39
Profit after Tax	(402.40)	3,17.32	96.84	NA	Not available as not a subsidiary	Not available as not a subsidiary	Not available as not a subsidiary	21.33
Net worth	5,893.30	3,055.76	404.97	NA	Not available as not a subsidiary	Not available as not a subsidiary	Not available as not a subsidiary	12,726.17
Type or nature of proposed transaction, particulars of the contract (These proposed values of the transactions are from 01.04.2026 till 31.03.2027.)								

Operation and Maintenance (O&M)	1,000	6,000	1,000	-	-	1,000	-	-
Revenue from operation (EPC)	-	5,000	3,500	10,000	30,000	5,000	5,000	-
Others	50,000 (Claims) and 8,000 sponsor shortfall undertaking and pledge of 51% share held by RIL in SBEL	10,000 (Land Development Revenue)	-	Corporate Guarantee by RIL to Lender, Pledge of share of RIL to lender and Charge of unsecured ICD to banker	10 (Other Expenditure)	-	-	1,050 (Consultancy Services plus rent and maintenance)
Disclosures required for the sale of goods or services as per Part B (1) of SEBI Format dated 26.06.2025								
Bidding process if applied for proposed RPT	No	No	No	No	Yes	Yes	Yes	-
Basis of determination of Price	Since the SPV has been formed for execution of work by RIL there is no bidding process required.				Through bidding	Through Bidding	Through Bidding	-
Trade advance	It would be decided based on the commercial terms and conditions of the work order	It would be decided based on the commercial terms and conditions of the work order	It would be decided based on the commercial terms and conditions of the work order	It would be decided based on the commercial terms and conditions of the work order	It would be decided based on the commercial terms and conditions of the work order	It would be decided based on the commercial terms and conditions of the work order	It would be decided based on the commercial terms and conditions of the work order	-
Inter corporate deposit (ICD)	8,000 ICD repaid by SBEL to RIL	2,000 ICD repaid by RIL to VPCL	1,000 given by RIL to STPs'	3,000 ICD from RIL to	2,000 ICD from REFL to RIL	-	1,000 ICD from RIL	5,000 ICD from Numen to RIL

Given/ (taken or received back)	1,000 ICD given to SBEL from RIL	1,600 ICD given by VPCL to RIL		Mallanna sagar	2,000 ICD repaid by RIL to REFL			5,000 ICD repaid by RIL to Numen
								5,000 ICD from RIL to Numen & repayment of 5,000 from Numen to RIL
Source of funds	As the company is in receipt of annuities or discounting of receivables and post receipt of the claims and post meeting the concessionaire condition the company intends to repay the ICD outstanding to RIL and other companies. In addition, RIL is proposing to give INR 1,000 million from its operational cash	As VPCL is under capex expansion and new subsidiaries are also formed under VPCL, RIL being the ultimate holding company is proposing to take 1,600 Million as new ICD and repay INR 2,000 Million by year end.	RIL is expected to extend INR 1,000 Million ICD to Hyderabad STPS' Limited for the execution of the project out of the operational funds or upon receipt of ICDs' extended.	RIL is expected to extend ICD to Mallanna sagar Water Supply Limited for the execution of the project out of the operational funds or upon repayment of ICDs' extended.	NA	N.A.	N.A.	From internal accruals and upon receipts of repayment of ICDs extended.

	flows to SBEL for its operational purposes.							
where any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investments, 1) nature of indebtedness 2) cost of funds; and 3) tenure	The repayment of ICD from SBEL to RIL would be done if either from internal accruals or upon receipt of loan raised for the repayment purpose.	The proposed ICDs are proposed to be funded from the internal earnings or by repayment of the existing ICDs.	REFL will extend ICD for execution of its projects and upon realization of the receivables the ICD would be repaid by RIL to REFL	NA	RIL is expected to undertake EPC works for RSSPL. In regard to execution of work ICD may be extended by RSSPL to RIL and would be repaid by RIL upon realization of the receivables	The amount proposed to be lent to Numen would be either from internal accruals or repayment of existing ICD already extended		
Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	The Banking Borrowing rate for RIL is 14% approx. The tenure of The ICD which is given or taken by RIL is usually for a tenure of 24 months from the drawing date with interest rate of 8% per annum. The ICD are usually unsecured. However, the ICD placed by RIL with Subsidiaries is not from the Banking borrowings. Further, the ICD proposed to be extended by RIL to Mallannasagar Water Supply Limited would be at zero rate of interest as the same is sub debt and is being placed as a banking condition for the loan proposal.			NA	NA	The ICD is proposed to be borrowed by RIL at 8% interest rate and the ICD is repayable over a period of 3 years for the date of drawing. The ICD extended if any would be at 14% with tenure not exceeding 24 months.		

The purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the related party transaction	The ICD funds would be used for the operational requirements of the company	NA	NA	The ICD funds would be used for the operational requirements of the company
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Disclosures as required under C (1) for material transactions only as per the SEBI format dated 26.06.2025

Credit rating of the borrower if the proposed ICD is above the threshold limit.	A-	Not rated	Not rated	BBB-	N.A.	N.A.	N.A.	N.A.
Default if any	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Claims with authorities	INR 50,000	-	-	-	-	-	-	-
Tenure	The transactions are for the period from 01 st April 2026 till 31 st March 2027. For ICD it would be as per contractual terms.							
Justification for why the proposed transaction is in the interest of the Company	Since the SPV is formed by RIL for execution of Work as per the concession agreement, ICD have been extended	This is a subsidiary of RIL established for the purpose of construction of the infrastructure facilities to pharmaceutical	Since the SPV is formed by RIL for execution of Work as per the concession agreement it is in the interest of the company to extend ICD for the execution purposes.	Since the SPV is formed by RIL for execution of Work as	We would like to inform that Ramky Estates and Farms Limited (REFL) is in the space of Residential and Commercial Building Construction. RIL through competitive	We would like to inform that ReSL and RSSPL is an entity in which the promoter is interested. ReSL is	We would like to inform that the company has entered into restructuring of debt in 2015. As on date as the company is out of	

	and sought at various points of time for the operational requirements of the respective companies.	s operating in VPCL. Post construction of the infrastructure facilities like CETP, roads and sanitation and water supply facilities the operation and maintenance of the Pharmacy is done by RIL.		per the concession agreement it is in the interest of the company.	bidding process participates in the EPC tendering of REFL and if found eligible would be awarded the contracts.	engaged in waste management. RIL based on the RFQ floated if viable participates through competitive bidding in the work and if found eligible RIL would be awarded the contract.	restructuring the company is proposing to avail new ICD from Numen till the time credit rating of RIL improves and the company is in a position of attract new investments. Also the company intends to extend ICD to Numen at their request out of the earnings of RIL of repayment of existing ICD.												
Details of the Valuation or other external party report (if any)	The related party transactions will be in line with the Company's Policy on Materiality of and Dealing with Related Party Transactions. These transactions will be on an arm's length basis and in the ordinary course of business.																		
Transactions undertaken in previous Financial Year ended 31st March, 2024 and 31st	<p>Undermentioned are the gist of the value of the related party transactions entered on standalone basis for the FY 2023-24 and 2024-25.</p> <p style="text-align: right;">(INR in millions)</p> <table border="1" data-bbox="256 1619 1464 1894"> <thead> <tr> <th data-bbox="256 1619 565 1682">Name of the company</th> <th data-bbox="565 1619 862 1682">Transactions undertaken</th> <th data-bbox="862 1619 1166 1682">FY 2023-24</th> <th data-bbox="1166 1619 1464 1682">FY 2024-25</th> </tr> </thead> <tbody> <tr> <td data-bbox="256 1682 565 1776">Srinagar Banihal Expressway Limited</td> <td data-bbox="565 1682 862 1776">Operations revenue, ICD and interest income</td> <td data-bbox="862 1682 1166 1776">1,743.01</td> <td data-bbox="1166 1682 1464 1776">1,602.81</td> </tr> <tr> <td data-bbox="256 1776 565 1894">Visakha Pharmacy Limited along with subsidiaries and associates and JV</td> <td data-bbox="565 1776 862 1894">Operations revenue, Contract expenses, ICD, Interest, Dividend</td> <td data-bbox="862 1776 1166 1894">4,953.30</td> <td data-bbox="1166 1776 1464 1894">5,553.48</td> </tr> </tbody> </table>							Name of the company	Transactions undertaken	FY 2023-24	FY 2024-25	Srinagar Banihal Expressway Limited	Operations revenue, ICD and interest income	1,743.01	1,602.81	Visakha Pharmacy Limited along with subsidiaries and associates and JV	Operations revenue, Contract expenses, ICD, Interest, Dividend	4,953.30	5,553.48
Name of the company	Transactions undertaken	FY 2023-24	FY 2024-25																
Srinagar Banihal Expressway Limited	Operations revenue, ICD and interest income	1,743.01	1,602.81																
Visakha Pharmacy Limited along with subsidiaries and associates and JV	Operations revenue, Contract expenses, ICD, Interest, Dividend	4,953.30	5,553.48																

March, 2025	Hyderabad STPS' Limited	Revenue from operations, ICD, Conversion of ICD to preference and debentures, Interest	1,123.60	1,337.86				
	Ramky Estates and Farms Limited along with subsidiaries and associates and JV	Operational revenue, mobilization advance, ICD given, ICD taken, other expenses	8,023.41	7,312.16				
	Re Sustainability Limited along with subsidiaries and associates and JV	Operational revenue, mobilization advance, ICD given, ICD taken, other expenses	1,041.25	2,488.45				
	Ramky Sustainability Solutions Private Limited along with its subsidiaries and Joint Ventures	Operational revenue, mobilization advance, ICD given/taken, other expenses	NA	NA				
	Numen Growth Partners Private Limited	Unsecured Borrowings, Interest, Rent and Maintenance, Other expenses	114.83	207.18				
Total amount of all the transactions undertaken by the Listed entity with the related party up to preceding quarter (31122025)	INR 7,850.20 million	INR 3,533.50 million	INR 772.74 million	NA (Newly incorporated)	INR 4,520 million	INR 60 million	NA (Newly incorporated)	INR 1,260 million

Set II Companies

(All figures are in INR in Million unless specifically mentioned otherwise)

Name of the company	Ardha Holdings Private Limited	Maha Integrated Life Sciences City Limited	RAMDIL EPC Works Limited	MDDA-Ramky ISBUS Terminal Limited	Visakha Energy Limited	RECEPS Limited
Nature of relationship	Member of promoter group	Wholly Owned Subsidiary (but expected to become subsidiary later date)	Subsidiary	Wholly Owned Subsidiary	Step down Subsidiary	Step Down Subsidiary
Shareholding	Ardha Holds 4.82% shares in RIL	100%	51%	100%	51% (through VPCL)	26% (through VPCL)
Country of Incorporation	India	India	India	India	India	India
Proposed value of the RPT from 01.04.2026 till 31.03.2027	INR 3,000	INR 11,000	INR 3,006	INR 5,050	INR 3,500	INR 2,300
Whether the proposed transaction and the transaction already undertaken during the year make them material	Yes	Yes	Yes	Yes	Yes	Yes
Value of the proposed transaction as a % of the consolidated turnover of RIL	17.5%	55%	15%	25.23% (Claims to the extent of INR 5,000 million considered)	17.5%	6.50%

in 2025-26 (comparison is between proposed transaction for 12 months period inclusive of ICDs' and claims)				which is not recurring item)		
Value of the proposed transaction as a % of the standalone turnover of the subsidiary (to maintain comparison proposed transactions which are P&L items are only considered)	NA as Ardha is not subsidiary	NA (Newly incorporated)	NA (Newly incorporated)	NA (as turnover is Nil)	NA as the turnover of VEL is zero as the project is under construction	1238%
Financial performance of the related party in the immediately preceding FY 2024-25						
Turnover of 2024-25	NA as not a subsidiary	NA as newly formed subsidiary	NA as newly formed subsidiary	0	0	INR 80.80 million
Profit after Tax of 2024-25	NA as not a subsidiary	NA as newly formed subsidiary	NA as newly formed subsidiary	INR (0.16) million	INR (0.60) million	INR (0.07) million
Net worth of 2024-25	NA as not a subsidiary	NA as newly formed subsidiary	NA as newly formed subsidiary	INR 0.84 million	INR 0.41 million	INR 41.50 million
Type of nature of the proposed transactions and particulars of the contract						
Operation and Maintenance (O&M)	0	0	0	0	750	500
Revenue from operation (EPC)	0	8,000	3,000	0	1,000	500
Others	0	0	0	5,000 Claims	0	0
Bidding process if applied for proposed RPT	NA	NA as Project specific SPV	NA as Project specific SPV	NA as only claims expected from the authorities	NA as project specific SPV	NA as project specific SPV

Basis of determination of Price	Since the SPV has been formed for execution of work by RIL there is no bidding process required.					
Trade advance	NA	It would be decided based on the commercial terms and conditions of the work order	It would be decided based on the commercial terms and conditions of the work order	It would be decided based on the commercial terms and conditions of the work order	It would be decided based on the commercial terms and conditions of the work order	It would be decided based on the commercial terms and conditions of the work order
Inter corporate deposit (ICD) Given/ (taken or received back)	2,500 ICD repaid by RIL to Ardha	3,000 ICD to be given by RIL to MAHA for the execution of the project and other purposes	6 million ICD is expected to be given by RIL for execution of Work	50 ICD from RIL to MDDA is expected to be given for general operations	1750 is expected to be given by VPCL to VEL for the construction of COGEN power plant	500 ICD is expected to be extended by VPCL to RECEPS
	500 ICD repaid by SBEL to Ardha					800 ICD is to be repaid by RECEPS to VPCL
Source of funds	RIL is expecting to repay the ICD to Ardha Out of internal accruals or repayment of existing ICD extended within the group	RIL is expected to extend ICD to Maha from internal accruals or repayment of existing ICD within the group	RIL is expected to extend ICD to Ramdil out of internal accruals and repayment of ICD for execution of work	RIL would extend ICD to MDDA Ramky ISBUS Terminal out of internal accruals or repayment of existing ICD extended	VPCL would extend ICD to VEL out of its operational income and repayment of ICD extended	VPCL would extend ICD to RECEPS out of its operational income and other amounts and repayment of ICD extended
where any financial indebtedness is incurred to make or give loans, intercorporate deposits, advances or investments,	No financial indebtedness is expected to be incurred for the purpose of extending the ICD.					

1) nature of indebtedness 2) cost of funds; and 3) tenure						
Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	All the ICD extended or received at usually at 8% p.a. and with a repayment tenure of 24 months from the respective drawdown. In case of project specific ICD the tenure may vary based on the financial model of the SPV. All ICD are Unsecured in nature					
The purpose for which the funds will be utilised by the ultimate beneficiary of such funds pursuant to the related party transaction	The ICD are expected to be extended or taken by RIL for operational purposes and general business purposes					
Credit rating of the borrower if the proposed ICD is above the threshold limit.	NA	NA	NA	NA	NA	NA
Default if any	NA	NA	NA	NA	NA	NA
Claims with authorities	0	0	0	5,000	0	0
Tenure	The period is for 12 months from 01.04.2026 till 31.03.2027					
Justification for why the proposed transaction is in the interest of the Company	RIL borrowed ICD from Ardha upon entering of the Restructuring agreement with its lender. The ICD from Ardha was taken for	Since these are project specific SPV, as Holding Company ICD have to be extended to the SPV for the execution of the project.				

	execution of the projects and realization of receivables.					
Details of the Valuation or other external party report (if any)	N.A.					
Transactions undertaken in previous Financial Year ended 31st March, 2024 and 31st March, 2025	Undermentioned are the gist of the value of the related party transactions entered on standalone basis for the FY 2023-24 and 2024-25.					
	(INR in millions)					
	Name of the company	Transactions undertaken	FY 2023-24	FY 2024-25		
	Ardha Holdings Private Limited	ICD and interest income/expenses	320.33	331.88		
	Maha Integrated Life Sciences City Limited (MILeS City) (Newly Formed Company)	Operations revenue, Contract expenses, ICD, Interest, Dividend	0	0		
	RAMDIL EPC Works Limited (Newly Formed Company)	Revenue from operations, ICD, Conversion of ICD to preference and debentures, Interest	0	0		
	Visakha Energy Limited	Operational revenue, mobilization advance, ICD given, ICD taken, other expenses	134.20	9.52		
RECEPS Limited	Operational revenue, mobilization advance, ICD given, ICD taken, other expenses	19.98	35.26			
Total amount of all the transactions undertaken by the Listed entity with the related party upto preceding quarter 31.12.2025	INR 258.16 million	INR 1 million	INR 0.51 million	INR 1.33 million	INR 596.94 million	0



The proposed RPT aforementioned are of general commercial transactions. Further since the company has received New orders. The proposal for ICDs, Corporate Guarantees, sponsor shortfall undertakings is either by way of sponsor commitment to the lender or to support the project for short term till the project loan is arranged from the lenders (if any). Remaining all ICD are extended for the operational requirements of the SPVs.

Furthermore, for SBEL the company is proposed to avail loan or issue debentures from prospective investors. Pursuant to the general lender requirement the sponsor (i.e. RIL is required to give sponsor shortfall undertaking and pledge 51% of the shareholding of RIL in SBEL in favour of the proposed Lender/investors. For this RPT approval of the members is being sought.

Except to the extent of their shareholding of promoters and members of the promoters group and directors in the Company, none of the Directors or Key Managerial Personnel of the Company and/or their relative(s) are in any way concerned or interested, financially or otherwise, in the proposed resolution set out in Item No. 1 to 15.

Promoters and members of the promoter group are advised to abstain from voting on agenda items no 6,7,8,9,10 respectively.

The Board of Directors recommends the Resolutions No 1 to 15 as Special Resolutions for the decision of the members.

By Order of the Board
Ramky Infrastructure Limited

Sd/-
Y.R. Nagaraja
Managing Director
DIN: 00009810
Place: Hyderabad
Date: 21.03.2026