

Ref: SEL/SGHPL/2025-26/109

September 03, 2025

To,
BSE Limited
Department of Corporate Services
P.J. Tower, Dalal Street,
Mumbai - 400 001

To,
Catalyst Trusteeship Limited
(as "**Debenture-Trustee**")
901,9th Floor, Tower – B, Peninsula Business
Park, Senapati Bapat Marg, Lower Parel (W),
Mumbai – 400013.

Dear Sir / Madam,

Sub.: Intimation of 7th Annual General Meeting of Sadbhav Gadag Highway Private Limited ('the Company') under Regulation 50(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ref.: Scrip code 976067 (ISIN: INE04AP07016),

This is to inform you that 7th Annual General Meeting of the Company is scheduled to be held on Friday, September 26, 2025 at 2:00 pm through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, inter alia, to consider and approve the annual audited financial results of the Company for the year ended on March 31, 2025 and other items as specified in the Notice of 7th Annual General Meeting of the Company.

The Annual Report containing the Notice of AGM is also uploaded on the Company's website and can be accessed at www.sghpl.co.in.

You are requested to take the same on your records

Thanking you,

For Sadbhav Gadag Highway Private Limited

Shashin Patel
Director
DIN-00048328



NOTICE

NOTICE is hereby given that the 7th Annual General Meeting of the members of **SADBHAV GADAG HIGHWAY PRIVATE LIMITED** will be held on Friday, September 26, 2025 at 2.00 P.M. IST through Video Conferencing ("VC") / Other Audio- Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on 31st March 2025, together with the Report of Directors and Auditors thereon.
2. To Appoint a director in place of Mr. Mahendrasinh Chavada (DIN: 02607067), who retire by rotation and being eligible, offers himself for reappointment.

SPECIAL BUSINESS:

3. RATIFICATION OF REMUNERATION OF COST AUDITOR

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

"RESOLVED THAT pursuant to Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014 (including any Statutory modification(s) or re-enactments) thereof, for the time being in force) the remuneration payable to Mr. Kushal M. Gohel Proprietor of M/s. Kushal & Co., Cost Accountant in Practice (Firm Reg. No.001124) appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year 2025-26 amounting to Rs. 18,000/- (Rupees Eighteen Thousand Only) per annum plus GST Applicable and re-imbursement of out-of-pocket expenses incurred by them in connection with the aforesaid audit be and is hereby ratified and confirmed."

4. APPOINTMENT OF MRS. SHEFALI PATEL (DIN-07235872) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and based on the approval of the Board of Directors, the appointment of Mrs. Shefali Patel (DIN: 07235872), who was appointed as an Additional Independent Director of the

Company with effect from 13th November, 2024 and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby approved and he be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five consecutive years commencing from this AGM to Date of completion of her tenure.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds, matters and things as may be necessary, desirable or expedient to give effect to this resolution.”

DATE: 13/08/2025
PLACE: AHMEDABAD

FOR AND ON BEHALF OF BOARD OF DIRECTORS
SADBHAV GADAG HIGHWAY PRIVATE LIMITED

CORPORATE OFFICE:

Sadbhav, Nr. Havmor Restaurant,
Opp. Navrangpura Bus Stand,
Navrangpura, Ahmedabad- 380 009,
Gujarat
CIN: U45309DL2018PTC335962

MAHENDRASINH CHAVADA
DIRECTOR
(DIN: 02607067)

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND VOTE ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. The instrument appointing the Proxy, in order to be effective, must be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 (Forty-Eight) hours before the commencement of the Meeting.

A person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate, not more than ten percent of the total share capital of the Company, carrying voting rights. Provided that a Member holding more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as Proxy and such person shall not act as Proxy for any other person or shareholder.

2. Proxies submitted on behalf of limited companies must be supported by an appropriate resolution / authority, as applicable.
3. Members / Proxies should bring the enclosed Attendance Slip, duly filled in, for attending the AGM.

4. The physical copies of the aforesaid documents will also be available at the corporate office of the company during on all working days between 12.00 Noon to 2.00 p.m., except Saturday, Sunday and holidays.

Details of Directors Seeking Re-Appointment at the Annual General Meeting

Name of Director	Mr. Mahendrasinh Chavda	Mrs. Shefali Patel
DIN	02607067	07235872
Date of Birth	14-12-1976	20-10-1972
Date of Appointment	30-12-2019	13-11-2024
Disclosure of relationship between Directors inter-se	None	None
Functional Expertise & Experience	Administration, liaison with Government Department, Operation Management	Experience in the field of Corporate Governance as well as understanding of Business Management, ethics and Risk Management.
Education Qualification(s)	B. Com.	B.sc
Board Position Held	Non-Executive Director	Independent Director
Remuneration Last Drawn (if any)	Nil	Nil
No. of Board Meeting Attended during the year	7	1
Directorship in other Companies	1. Ahmedabad Ring Road Infrastructure Limited 2. Sadbhav Rudrapur Highway Limited 3. Sadbhav Bangalore Highway Private Limited 4. Sadbhav Kim Expressway Private Limited 5. Rohtak-Panipat Tollway Private Limited 6. Sadbhav Udaipur Highway Limited	1. Sadbhav Vidarbha Highway Limited 2. Sadbhav Rudrapur Highway Limited 3. Sadbhav Kim Expressway Private Limited 4. Sadbhav Nainital Highway Limited 5. Sadbhav Infrastructure Project Limited 6. Sadbhav Engineering Limited 7. Shah Alloys Limited 8. S A L Steel Limited
Chairman/Member of Committee in other Companies	Ahmedabad Ring Road Infrastructure Limited a) CSR Committee - Member	Sadbhav Engineering Limited: a) Audit committee – Chairman b) Nomination and

	<p>Sadbhav Rudrapur Highway Limited</p> <p>a) CSR Committee - Member</p> <p>Sadbhav Udaipur Highway Limited</p> <p>a) CSR Committee - Member</p> <p>Sadbhav Kim Private Limited</p> <p>a) CSR Committee - Member</p>	<p>Remuneration Committee – Member</p> <p>c) Risk Management Committee – Member</p> <p>Sadbhav Infrastructure Project Limited:</p> <p>a) Audit committee – Chairman</p> <p>b) Nomination and Remuneration Committee – Chairman</p> <p>c) Stakeholder Relationship committee – Chairman</p> <p>d) CSR Committee – Chairman</p> <p>e) Risk Management Committee – Member</p> <p>Shah Alloys Limited:</p> <p>a) Audit Committee – Member</p> <p>b) Stakeholder Relationship committee – Member</p> <p>SAL Steel Limited:</p> <p>a) Audit Committee – Member</p> <p>b) Stakeholder Relationship committee – Member</p>
No. of Equity Shares held in the Company	Nil	Nil

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013**Item No.3**

The Board of Directors of the Company in pursuance to the recommendation of the Audit Committee, approved the appointment and remuneration of Mr. Kushal M. Gohel Proprietor of M/s. Kushal & Co., Cost Accountant in Practice (Firm Reg. No.001124) to conduct the audit of the cost records of the Company for the financial year ended on March 31, 2026.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the Members of the Company. Accordingly, the members are requested to ratify the remuneration payable to the Cost Auditors for audit of cost records of the Company for the financial year 2025-26 as set out in the resolution for the aforesaid services to be rendered by them.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, either financially or otherwise, in the said resolution.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the Shareholders.

Item No.4

Mrs. Shefali Patel (DIN: 07235872) appointed as an Additional Independent Director of Company on 13th November, 2024 by Board of Directors. According to provisions of Section 149,152 and 161 of the Companies Act 2013 ("Act"), she holds office as Additional Director only up to date of ensuing General Meeting. As required under Section 160 of the Act, a notice has been received from a member signifying its intention to propose appointment of Mrs. Shefali Patel as an Independent Director. His scope of work includes overview of the day-to-day affairs of our company.

Mrs. Shefali Patel is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given a declaration to the Board confirming that she meets the criteria of independence as prescribed under Section 149(6) of the Act. The Board of Directors recommends the said resolution for your approval.

Mrs. Shefali Patel is deemed to be interested in the said resolution as it relates to his appointment.

None of the other Directors or key managerial personnel or their relatives is, in anyway, concerned or interested in the said resolution.

The Board of Directors recommends the Ordinary Resolution set out at Item No. 4 of the Notice for your approval.

DATE: 13/08/2025
PLACE: AHMEDABAD

FOR AND ON BEHALF OF BOARD OF DIRECTORS
SADBHAV GADAG HIGHWAY PRIVATE LIMITED

CORPORATE OFFICE:

Sadbhav, Nr. Havmor Restaurant,
Opp. Navrangpura Bus Stand,
Navrangpura, Ahmedabad- 380 009,
Gujarat
CIN: U45309DL2018PTC335962

MAHENDRASINH CHAVADA
DIRECTOR
(DIN: 02607067)