

September 4, 2025

To,
Listing Department,
National Stock Exchange Limited
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra (E),
Mumbai-400 051

Scrip Code - SAHAJSOLAR

Dear Sir/Mam,

Sub.: Outcome of Board Meeting**Ref.: Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In continuation with the Intimation dated August 28, 2025, we wish to inform that Board of Directors of the Company at its meeting held on today, Thursday, September 4, 2025, has inter-alia, considered and approved the following:

1. Approval of Directors' Report

The Board approved the Directors' Report along with its annexures for the Financial Year ended March 31, 2025.

2. Approve Appointment of Additional Directors.

Based on the recommendations of the Nomination and Remuneration Committee, the Board has approved the appointment of Mr. Niren Gautambhai Dalal (DIN: 03361624) as an Additional (Non-Executive) Independent Director.

Based on the recommendations of the Nomination and Remuneration Committee, the Board has approved the appointment of Mr. Shardul Hemant Thakore (DIN: 11256962) as an Additional (Executive) Director.

The details as required under Regulation 30 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 ('SEBI Circular'), are given in **Annexure A** to this letter.

3. Approval of Reconstitution of Audit Committee of the Company

The Board approved the reconstitution of the Audit Committee of the Company. Pursuant to the changes, Mr. Pramit Bharatkumar Bramhbhatt, Managing Director has been inducted as a Member of the Committee, and Mr. Sureshchandra Naharsinh Rao, Independent Director has been relieved from the Committee. The revised composition of the Audit Committee is as follows:

Name of Director	Nature of Directorship	Status in Committee
Dilip Balshanker Joshi	Non-Executive Independent Director	Chairman
Amita Jatin Parikh	Non-Executive Independent Director	Member
Pramit Bharatkumar Bramhbhatt	Managing Director	Member

4. Constitution of Management Committee

The Board approved the Constitution of the Management Committee of the Company which shall comprise the following members:

Name of Director	Nature of Directorship	Status in Committee
Pramit Bharatkumar Brahmhatt	Managing Director	Chairman
Kanaksinh Agarsinh Gohil	Director	Member
Shardul Hemant Thakore	Director	Member

5. Approval of Related Party Transactions

Subject to the approval of the members at the ensuing General Meeting, the Board has approved Related Party Transactions for FY 2025-26 with the following entities:

- Veracity Energy and Infrastructure Private Limited
- Veracity Powertronics Private Limited
- Veracity Recycler Private Limited
- Sahaj PV Ancillary Private Limited
- Veracity Renewable Energy Private Limited

6. Subject to the approval of the members at the ensuing General Meeting, the Board has approved related party transactions for FY 2025-26 with other related parties of the Company.

7. Approval to Mortgage, Charge or Dispose Undertakings under Section 180(1)(a) of the Companies Act, 2013

Subject to the approval of the members at the ensuing General Meeting, the Board has approved an increase in the limits up to ₹500 Crores for mortgaging, charging, or otherwise disposing of the undertakings of the Company, including both present and future assets, in accordance with the provisions of Section 180(1)(a) of the Companies Act, 2013.

8. Approval for Increase in Borrowing Limits under Section 180(1)(c) of the Companies Act, 2013

Subject to the approval of the members at the ensuing General Meeting, the Board has approved an increase in the borrowing limits of the Company up to ₹500 Crores, in excess of the aggregate of the paid-up share capital, free reserves, and securities premium, in accordance with the provisions of Section 180(1)(c) of the Companies Act, 2013.

9. Approval for Granting Loans, Guarantees or Security under Section 185 of the Companies Act, 2013

Subject to the approval of the members at the ensuing General Meeting, the Board has approved an increase in the limits up to ₹100 Crores for granting loans, providing guarantees, or offering securities to entities, as permitted under the provisions of Section 185 of the Companies Act, 2013.

10. Approval for Investments, Loans, Guarantees and Securities under Section 186 of the Companies Act, 2013

Subject to the approval of the members at the ensuing General Meeting, the Board has approved an increase in the limits up to ₹100 Crores for making investments, granting loans, providing

guarantees, and offering securities to any person or body corporate, in accordance with the provisions of Section 186 of the Companies Act, 2013.

11. Revision in Remuneration of Cost Auditor

Subject to the approval of the members at the ensuing General Meeting, the Board has approved the revision in the remuneration of the Cost Auditor of the Company to Rs. 1,20,000 (Rupees One Lakh Twenty Thousand only).

12. Approved Increase in Authorized Share Capital of the Company

Approved increase in Authorized Share Capital of the Company, from Rs. 22,00,00,000/- [Rupees Twenty-Two Crores Only] divided into 2,20,00,000 [Two Crore Twenty Lakhs] Equity Shares of Rs. 10/- [Rupees Ten Only] each to Rs. 30,00,00,000/- [Rupees Thirty Crores Only] divided into 3,00,00,000 [Three Crores] Equity Shares of Rs. 10/- [Rupees Ten Only] each, subject to the approval of the members at the ensuing General Meeting.

13. To make strategic investment by way of secondary acquisition of:

A. 2,000 (Two Thousand) fully paid-up equity shares of INR 10/- each, representing 20% of the equity share capital, on fully diluted basis, of Veracity Powertronics Private Limited (**"VPPL" or "Target Company"**), from its existing shareholders (i.e. Pramit Bhartkumar Brahmhatt and Heena Ronak Shukla) (collectively referred to as "Sellers");

B. 50,000 (Fifty Thousand) fully paid-up equity shares of INR 10/- each, representing 20% of the equity share capital, on fully diluted basis, of Veracity Energy and Infrastructure Private Limited (**"VEIPL" or "Target Company"**), from its existing shareholders (i.e. Pramit Bhartkumar Brahmhatt and Ronak Shukla) (collectively referred to as "Sellers"),

for an aggregate consideration not exceeding Rs. 46,02,39,596 (Rupees Forty Six Crores Two Lacs Thirty Nine Thousand Five Hundred and Ninety Six Only), payable by the Company by way of a share swap through issuance of fully paid-up equity shares of the Company on preferential basis, in accordance with Chapter V of the SEBI ICDR Regulations, the Companies Act, 2013 and other applicable laws, and subject to approval of the shareholders of the Company, and such other regulatory/ statutory approvals as may be required.

The details in this regard, pursuant to Regulation 30 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD-PoD2/CIR/P/0155 dated November 11, 2024, is enclosed herewith as **Annexure B**.

14. Approved Issuance of up to 16,68,623 (Sixteen Lacs Sixty-Eight Thousand Six Hundred and Twenty-Three) fully paid-up equity shares of the Company having face value of Rs. 10/- each, at an Issue Price of Rs. 275.82 per equity share aggregating up to Rs. 46,02,39,596 (Rupees Forty Six Crores Two Lacs Thirty Nine Thousand Five Hundred and Ninety Six Only), to the existing shareholders of Veracity Powertronics Private Limited (**"VPPL"**) and Veracity Energy and Infrastructure Private Limited (**"VEIPL"**), as consideration other than cash, for the acquisition of 20% of the equity share capital each, on fully diluted basis, of VPPL and VEIPL on a preferential basis (**"Preferential Issue"**), in accordance with Chapter V of SEBI ICDR Regulations, Companies Act, 2013 and other applicable laws. The above preferential issue is subject to the approval of shareholders of the Company and such regulatory/statutory authorities as may be applicable.

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The details in this regard, pursuant to Regulation 30 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD-PoD2/CIR/P/0155 dated November 11, 2024, is enclosed herewith as **Annexure C**.

The meeting commenced at 12:00 P.M. and concluded at 15:00 P.M.

Thanking you,

Yours Faithfully,

For Sahaj Solar Limited,

Pramit Brahmhatt

Managing Director

DIN: 02400764

Annexure A

Details under amended Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024

Sr. No.	Details of events that needs to be provided	Information of such event(s)	
1	Name of Director	Mr. Niren Gautambhai Dalal	Mr. Shardul Hemant Thakore
2	Reason for change viz. appointment, resignation, removal, death or otherwise;	Appointment of Mr. Niren Gautambhai Dalal as an Additional Independent Director with effect from September 04, 2025	Appointment of Mr. Shardul Hemant Thakore as an Additional Director with effect from September 04, 2025
3	Date of appointment / cessation (as applicable) & term of appointment;	For 5 years w.e.f. September 04, 2025	September 04, 2025
4	Brief profile (in case of appointment);	<p>Mr. Niren Dalal brings over three decades of distinguished service with the Ministry of Finance, Government of India, concluding his tenure as Superintendent, Central GST Audit, Rajkot. His career spanned from 1992 to his voluntary retirement on 5th March 2023, during which he played a pivotal role in recovery operations across Central Excise, Goods and Services Tax (GST), Service Tax, and Customs, demonstrating deep expertise in regulatory enforcement and fiscal compliance.</p> <p>His responsibilities extended beyond recovery, encompassing strategic liaising with key government bodies such as the Income Tax Department, Port Authorities, and Customs Officials, facilitating inter-agency coordination and resolution of complex cases. Mr. Dalal also cultivated and guided a wide network of social and corporate business contacts, contributing to policy execution and stakeholder engagement at various levels.</p>	Shardul Hemant Thakore, is an accomplished electrical engineer with over 33 years of experience in the energy and infrastructure sectors. He has led major public sector projects in Gujarat, including power transmission, solar energy, and smart city development. Currently, he serves as Executive Engineer for the Bhadbhut Barrage Project and OSD for the Kalpasar Project, contributing significantly to technical planning, contract management, and sustainable infrastructure execution.

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		<p>Post-retirement, Mr. Dalal transitioned into the private sector by founding Global Gujarat Competencies Private Limited and Wavesforever Marketing Private Limited, where he currently serves as Director. That reflects his commitment to leveraging institutional experience for capacity building, regulatory advisory, and business facilitation services across Gujarat and beyond.</p> <p>His career is marked by integrity, operational insight, and a deep understanding of India's fiscal and enforcement frameworks.</p>	
5	Disclosure of relationships between directors (in case of appointment of a director).	NA	NA
6	Information as required pursuant to Circular of National Stock Exchange of India Ltd with ref. no. NSE/CML/2018/24 dated June 20, 2018.	He is not debarred from holding the office of Director by virtue of any SEBI order or any other authority or any such other authority in accordance with circular dated June 20, 2018 issued by Stock Exchanges.	He is not debarred from holding the office of Director by virtue of any SEBI order or any other authority or any such other authority in accordance with circular dated June 20, 2018 issued by Stock Exchanges.

Annexure B

The details as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”), read with the SEBI Master Circular No. SEBI/HO/CFD-PoD2/CIR/P/0155 dated November 11, 2024:

Sr. No.	Particulars	Details																								
1.	Name of the Target Entity details in brief such as size, turnover, etc.	<p>Veracity Powertronics Private Limited (“VPPL” or “Target Company”).</p> <p>Issued Share Capital: Rs. 1 Lakhs</p> <p>The turnover and EBITDA figures of the Target Company is as follows:</p> <p style="text-align: right;"><i>(Figures in INR thousands)</i></p> <table><tr><th>Particulars</th><th>FY 23</th><th>FY 24</th><th>FY 25</th></tr><tr><td>Turnover</td><td>57,015.66</td><td>1,17,344.80</td><td>1,66,577.89</td></tr><tr><td>EBITDA</td><td>3442.33</td><td>14,416.93</td><td>11,359.36</td></tr></table> <p>Veracity Energy and Infrastructure Private Limited (“VEIPL” or “Target Company”).</p> <p>Issued Share Capital: Rs. 25 Lakhs</p> <p>The turnover and EBITDA figures of the Target Company is as follows:</p> <p style="text-align: right;"><i>(Figures in INR thousands)</i></p> <table><tr><th>Particulars</th><th>FY 23</th><th>FY 24</th><th>FY 25</th></tr><tr><td>Turnover</td><td>73,842.53</td><td>1,21,946.03</td><td>1,50,744.33</td></tr><tr><td>EBITDA</td><td>5,813.14</td><td>6,589.56</td><td>25,272.32</td></tr></table>	Particulars	FY 23	FY 24	FY 25	Turnover	57,015.66	1,17,344.80	1,66,577.89	EBITDA	3442.33	14,416.93	11,359.36	Particulars	FY 23	FY 24	FY 25	Turnover	73,842.53	1,21,946.03	1,50,744.33	EBITDA	5,813.14	6,589.56	25,272.32
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Turnover	73,842.53	1,21,946.03	1,50,744.33																							
EBITDA	5,813.14	6,589.56	25,272.32																							
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	<p>Whether the acquisition would fall within related party transaction(s)?</p> <p>The proposed acquisition does not fall within the purview of related party transactions pursuant to Regulation 2(1)(zc) of SEBI LODR Regulations as the purchase consideration will be the issue of specified securities on a preferential basis through Share Swap.</p> <p>Whether the promoter/ promoter group/ group companies have any interest in the entity being acquired and if yes, nature of interest and whether the same is done at “arm’s length”</p> <p>Mr. Pramit Bharatkumar Brahmbhatt, Promoter, intends to subscribe to the Equity Shares in view of his existing shareholding in Target Companies.</p> <p>Preferential Issue in accordance with the Companies Act, 2013 and rules made thereunder and Chapter V of the</p>																								

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		SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws.
3.	Industry to which the entity being acquired belongs	Veracity Powertronics Private Limited: Multi-Sector Conglomerate Industry covering Consultancy, Capital Markets, Information Technology, and Electrical & Electronic Manufacturing. Veracity Energy & Infrastructure Private Limited: Integrated Renewable Energy, Infrastructure Development, and Engineering Services industry.
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if the business is outside the main line of business of the listed entity)	The purpose of acquiring the Target Companies is to increase the issuer company's stake, thereby converting them into wholly owned subsidiaries. Additionally, the business activities of the Target Companies are aligned with the main line of business of the issuer company.
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	The Company shall submit an application to NSE Limited seeking approval for the proposed Preferential Issue of Shares, intended to discharge the Purchase Consideration of said acquisition.
6.	Indicative time period for completion of acquisition	Approx. 60 days.
7.	Nature of consideration - whether cash consideration or share swap and details of the same;	Upto 16,68,623 (Sixteen Lacs Sixty-Eight Thousand Six Hundred and Twenty-Three) fully paid-up equity shares of the Company having face value of Rs. 10/- each, at an Issue Price of Rs. 275.82 per equity share (including premium of Rs. 265.82/- per equity share) aggregating Rs. 46,02,39,596 (Rupees Forty-Six Crores Two Lacs Thirty-Nine Thousand Five Hundred and Ninety-Six), being consideration other than cash (i.e. share swap) in accordance with Chapter V of the SEBI ICDR Regulations, the Companies Act, 2013 and other applicable laws, and subject to approval of the shareholders of the Company, and such other regulatory/statutory approvals as may be required.
8.	Cost of Acquisition or the price at which shares are acquired	Not exceeding INR 46,02,39,596 (Rupees Forty-Six Crores Two Lacs Thirty-Nine Thousand Five Hundred and Ninety-Six Only),
9.	Percentage of shareholding / control acquired and / or number of shares acquired	2,000 (Two Thousand) fully paid-up equity shares of Rs. 10/- each (" Sale Shares ") representing 20% of the equity share capital of Veracity Powertronics Private Limited and 50,000 (Fifty Thousand) fully paid-up equity shares of Rs. 10/- each (" Sale Shares ") representing 20% of the equity share capital of Veracity Energy and Infrastructure Private Limited.
10.	Brief background about the entity proposed to be acquired in terms of product/ line of business acquired, date of	Veracity Powertronics Private Limited operates in Multi-Sector Conglomerate Industry covering Consultancy, Capital Markets, Information Technology, and Electrical & Electronic Manufacturing.

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incorporation, history of last three years turnover, country in which acquired entity has presence and other significant information	Date of Incorporation: 01.01.2013												
	The turnover and EBITDA figures of the Target Company is as follows:												
	(Figures in INR thousands)												
	<table><tr><th>Particulars</th><th>FY 23</th><th>FY 24</th><th>FY 25</th></tr><tr><td>Turnover</td><td>57,015.66</td><td>1,17,344.80</td><td>1,66,577.89</td></tr><tr><td>EBITDA</td><td>3442.33</td><td>14,416.93</td><td>11,359.36</td></tr></table>	Particulars	FY 23	FY 24	FY 25	Turnover	57,015.66	1,17,344.80	1,66,577.89	EBITDA	3442.33	14,416.93	11,359.36
	Particulars	FY 23	FY 24	FY 25									
	Turnover	57,015.66	1,17,344.80	1,66,577.89									
	EBITDA	3442.33	14,416.93	11,359.36									
	Country in which acquired entity has presence: India												
	Veracity Energy & Infrastructure Private Limited is operates in Integrated Renewable Energy, Infrastructure Development, and Engineering Services industry.												
	Date of Incorporation: 20.12.2012												
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(Figures in INR thousands)													
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Particulars	FY 23	FY 24	FY 25										
Turnover	73,842.53	1,21,946.03	1,50,744.33										
EBITDA	5,813.14	6,589.56	25,272.32										
Country in which acquired entity has presence: India													
Currently, VPPL and VEIPL are forming part of the Promoter Group and subsidiaries of the Company. Upon completion of the proposed Preferential Issue, the Company will hold 100% of the equity share capital of both VPPL and VEIPL, thereby making them wholly owned subsidiaries of the Company.													

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**Annexure C**

The details as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations"), read with the SEBI Master Circular No. SEBI/HO/CFD-PoD2/CIR/P/0155 dated November 11, 2024:

Sr. No.	Particulars	Details															
1.	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Equity shares of face value of Rs. 10/- each.															
2.	Type of Issuance	Preferential Issue in accordance with the Companies Act, 2013 and rules made thereunder and Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other applicable laws.															
3.	Total number of securities proposed to be issued and the total amount for which the securities will be issued (approximately)	Upto 16,68,623 (Sixteen Lacs Sixty-Eight Thousand Six Hundred and Twenty-Three) fully paid-up equity shares of the Company having face value of Rs. 10/- each, at an Issue Price of Rs. 275.82 per equity share (including premium of Rs. 265.82/- per equity share) aggregating Rs. 46,02,39,596 (Rupees Forty-Six Crores Two Lacs Thirty-Nine Thousand Five Hundred and Ninety-Six Only), being consideration other than cash (i.e. share swap in accordance with Chapter V of the SEBI ICDR Regulations, the Companies Act, 2013 and other applicable laws, and subject to approval of the shareholders of the Company, and such other regulatory/ statutory approvals as may be required), for discharge of the purchase consideration for acquisition of 20% of the equity share capital each, on fully diluted basis, of VPPL and VEIPL.															
4	Additional Information in case of Preferential Issue																
a.	Name of the Investor	<table><tr><th>Sr. No</th><th>Name of the proposed Investors</th><th>Maximum Number of Equity Shares to be allotted</th></tr><tr><td>1.</td><td>Pramit Bharatkumar Brahmbhatt</td><td>15,77,283</td></tr><tr><td>2.</td><td>Heena Ronak Shukla</td><td>46,124</td></tr><tr><td>3.</td><td>Ronak Shukla</td><td>45,216</td></tr><tr><td></td><td>Total</td><td>16,68,623</td></tr></table>	Sr. No	Name of the proposed Investors	Maximum Number of Equity Shares to be allotted	1.	Pramit Bharatkumar Brahmbhatt	15,77,283	2.	Heena Ronak Shukla	46,124	3.	Ronak Shukla	45,216		Total	16,68,623
Sr. No	Name of the proposed Investors	Maximum Number of Equity Shares to be allotted															
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2.	Heena Ronak Shukla	46,124															
3.	Ronak Shukla	45,216															
	Total	16,68,623															
b.	Post Allotment of Securities: Outcome of Subscription	<p>The Equity Shares are proposed to be allotted to the Investors. Details of the shareholding of Investors in the Company, prior to and after the proposed Preferential Issue, are as under:</p> <table><tr><th rowspan="2">Name of Investor</th><th colspan="2">Pre-Preferential Issue</th><th colspan="2">Post-Preferential Issue</th></tr><tr><th>No of Equity Shares</th><th>%</th><th>No of Equity Shares</th><th>%</th></tr><tr><td>Pramit Bharatkumar Brahmbhatt</td><td>1,24,91,184</td><td>56.85%</td><td>1,40,68,467</td><td>59.51%</td></tr></table>	Name of Investor	Pre-Preferential Issue		Post-Preferential Issue		No of Equity Shares	%	No of Equity Shares	%	Pramit Bharatkumar Brahmbhatt	1,24,91,184	56.85%	1,40,68,467	59.51%	
Name of Investor	Pre-Preferential Issue			Post-Preferential Issue													
	No of Equity Shares	%	No of Equity Shares	%													
Pramit Bharatkumar Brahmbhatt	1,24,91,184	56.85%	1,40,68,467	59.51%													

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		Ronak Shukla	5,200	0.02%	50,416	0.21%
		Heena Ronak Shukla	1,600	0.01%	47,724	0.20%
		Total	1,24,97,984	56.88%	1,41,66,607	59.92%
c.	Issue Price	Rs. 275.82 per Equity Share (including a premium of Rs. 265.82 per Equity Share). The price at which the Equity Shares shall be issued is not lower than the floor price as on the relevant date i.e. August 29, 2025 determined in accordance with Chapter V of the SEBI ICDR Regulations.				
d.	Number of Investors	3				
e.	In case of convertibles, intimation on conversion of securities or on lapse of the tenure of the instrument	Not Applicable				
5.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable				