

SAI CAPITAL LIMITED

Regd. Office: G-25, GROUND FLOOR, RASVILAS SALCON D-1, SAKET DISTRICT CENTRE, SAKET, NEW DELHI, SOUTH DELHI -110017
(CIN: L74110DL1995PLC069787), E mail: cs@saicapital.co.in, Ph: 011-40234681
Website: www.saicapital.co.in

November 28, 2025

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Scrip Code: 531931

**Subject: Intimation regarding Proposed Related Party Transaction between Material
Subsidiaries of the Company, i.e. M/s. Butterfly Ayurveda Private Limited & M/s.
Health Care Energy Foods Private Limited.**

Dear Sirs,

Pursuant to Regulation 30 - Part A of Para B of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Master Circular No. SEBI/HO/CFD/POD2/CIR/P/0155 dated November 11, 2024 ("SEBI Listing Regulations, 2015"), including statutory modifications from time to time, this is to inform that the Board of Directors of **M/s. Butterfly Ayurveda Private Limited**, a Material Subsidiary of the Company, at its Board Meeting held on November 28, 2025, have, inter-alia, considered and approved a proposed Related Party Transaction with **M/s. Health Care Energy Foods Private Limited**, a Material Subsidiary of the Company, subject to the approvals of the Audit Committee and Board of Directors, and subsequently the Shareholders of the Company.

The said proposed transaction is to be in the nature of providing a **Corporate Guarantee**, the details of which are enclosed herewith as **Annexure-I**, in compliance with the disclosure requirements prescribed under the SEBI Listing Regulations and the Master Circular referred to above.

Kindly acknowledge receipt and take the above information on record.

Thanking You,

Yours faithfully,
For **Sai Capital Limited**,

Dr. Niraj Kumar Singh
Chairman and Managing Director

Encl: As above

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Annexure-I

DETAILS WITH RESPECT TO PROPOSED EXTENDING OF GUARANTEES OR INDEMNITY OR BECOMING A SURETY, BY WHATEVER NAME CALLED, FOR ANY THIRD PARTY UNDER REGULATION 30 PART A OF PARA B OF SCHEDULE III OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND MASTER CIRCULAR NO. SEBI/HO/CFD/POD2/CIR/P/0155 DATED NOVEMBER 11, 2024

S. No.	Particulars	Details
1.	Name of party for which such guarantees or indemnity or surety was given	M/s. Health Care Energy Foods Private Limited, a Material Subsidiary of M/s. Sai Capital Limited.
2.	Whether the promoter/ promoter group/ group companies have any interest in this transaction? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	None of the promoter/ promoter group/ group companies have any interest in the transaction. The transaction is between two Material Subsidiaries and is undertaken at arm's length basis.
3.	Brief details of such guarantee or indemnity or becoming a surety viz. brief details of agreement entered (if any) including significant terms and conditions, including amount of guarantee;	Corporate Guarantee of INR 25.00 (Twenty Five) Crore to be provided by M/s. Butterfly Ayurveda Private Limited in favour of HDFC Bank, for securing credit facilities to be sanctioned to M/s. Health Care Energy Foods Private Limited. The proposed transaction has been approved by the Board of M/s. Butterfly Ayurveda Private Limited at its meeting held on November 28, 2025 subject to approvals of the Audit Committee and Board and subsequently Shareholders of its listed holding Company. i.e., M/s. Sai Capital Limited.
4.	Impact of such guarantees or indemnity or surety on listed entity.	The proposed guarantee is to be issued by a Material Subsidiary and does not create any financial obligation, liability or encumbrance on the Company, M/s. Sai Capital Limited. Therefore, there is no material impact on the listed entity.