

NOTICE OF THE 21ST ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE TWENTY FIRST ANNUAL GENERAL MEETING OF THE MEMBERS OF ALD AUTOMOTIVE PRIVATE LIMITED REF. NO. ALD/AGM/2025-26 WILL BE HELD AT SHORTER NOTICE ON TUESDAY, 30 SEPTEMBER, 2025 AT IST 5.30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 4TH FLOOR, D WING, JOLLY BOARD TOWER, I-THINK TECHNO CAMPUS, KANJURMARG (EAST), MUMBAI- 400042, INDIA TO TRANSACT THE FOLLOWING BUSINESS:

Ordinary Business

1. To consider and adopt the audited financial statements of the Company for the financial year ended 31 March 2025 including audited Balance Sheet as on 31 March, 2025, the statement of Profit and Loss Account of the Company for the financial year ended as on that date together with the reports of the Auditors and Board of Directors thereon.
2. To consider and approve appointment of M/s P M Shah and Associates, Chartered Accountants having Firm Registration No. 131576W as the Statutory Auditors of the Company.

Special Business

3. Regularisation of appointment of Additional Director- Sarvesh Vishnu Joshi having Director Identification Number (DIN): 11320260 as the Director of the Company.

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

“RESOLVED THAT Mr. Sarvesh Vishnu Joshi (DIN: 11320260) who was appointed as an Additional Director of the Company in the meeting of the Board of Directors held on 17 July 2025 subject to receipt of DIN and whose term expires at this Annual General Meeting of the Company, be and is hereby appointed as the Director of the Company for the tenor of 4 (Four) years.”

RESOLVED FURTHER THAT Mr. Suvajit Karmakar – Managing Director (DIN: 06455285) of the Company or Ms. Minal Vanarase – Company Secretary (Membership No: A28650) of the Company be and are hereby authorized to do all such acts, deeds and things to give effect to this resolution.”

By Order of the Board of Directors
FOR ALD AUTOMOTIVE PRIVATE LIMITED



Minal Vanarase
Company Secretary
Membership No: A26850



Address: Flat No 103, Star Plaza CHS, Sector 2, Airoli, Navi Mumbai, Mumbai, 400708, Maharashtra, India.

Date: 30 September, 2025

Place: MUMBAI

Notes:

- 1) A Member entitled to attend and vote at the Meetings is entitled to appoint a proxy or proxies to attend and vote on a poll only, instead of himself and a proxy so appointed need not be a member of the Company. The proxy in order to be effective must be deposited at the Registered office of the Company not less than 48 Hours before the Meeting.
- 2) A person can act as proxy on behalf of Members not exceeding Fifty (50) Members and holding in the aggregate not more than ten Percent of the total share capital of the Company carrying voting rights. 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.
- 3) Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution or an Authority Letter authorizing their representative to attend and vote on their behalf at the Meeting.
- 4) Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
- 5) Members are requested to promptly notify any changes in their address and mandates to the Company quoting their Folio No.
- 6) The Register of Directors and their shareholding, maintained under Section 170 of the Companies Act, 2013 and Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be open for inspection by the members between 5:00 p.m. to 5:30 p.m.

- 7) The explanatory statement pursuant to section 102 of the Companies Act, 2013 in respect of special business set out above is annexed hereto and forms part of the notice.
- 8) Route Map of the Venue of AGM is annexed hereto.

FOR ALD AUTOMOTIVE PRIVATE LIMITED



Minal Vanarase

Company Secretary

Membership No: A26850

Address: Flat No 103, Star Plaza CHS, Sector 2, Airoli, Navi Mumbai, Mumbai, 400708, Maharashtra, India.

Date: 30 September 2025

Place: MUMBAI



ALD AUTOMOTIVE PRIVATE LIMITED Regd. Office:- 4th Floor, D wing, Jolly Board Tower, I-Think Techno Campus, Kanjurmarg (East), Mumbai- 400042

[CIN: U50100MH2005PTC151239]

ALD Automotive Private Limited

Corporate & Registered office: 4th Floor, D wing, Jolly Board Tower, I-Think Techno Campus, Kanjurmarg (East), Mumbai – 400 042
Tel: +91(0)22 6193 3200 | www.ayvens.com/en-in | india.care@ayvens.com | CIN: U50100MH2005PTC151239

Route Map Venue of the AGM



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**EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES
ACT, 2013**

Item No. 3- Regularisation of Additional Director- Sarvesh Vishnu Joshi having Director Identification Number (DIN): 11320260 as the Director of the Company.

The following Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), sets out all material facts relating to the business mentioned under Item No. 3 of the accompanying notice:

The Board of Directors through a resolution dated 17 July 2025 and subject to receipt of DIN appointed Mr. Sarvesh Vishnu Joshi as an Additional Director of the Company.

In terms of Section 161 of the Companies Act, 2013, Mr. Sarvesh Joshi holds office only up to the date of this Annual General Meeting.

The Company has received from Mr. Sarvesh Vishnu Joshi - consent to act as a Director of the Company in Form DIR 2 and a declaration that he is not disqualified from being appointed as a Director of the Company in Form DIR 8.

Sarvesh Joshi is currently designated as the Finance and Legal Director at ALD Automotive Private Limited He has been working with the Company since July 2007. He has around 24 years of experience as a Qualified Chartered Accountant.

The details of Mr. Sarvesh Vishnu Joshi (DIN: 11320260) in accordance with para 1.2.5 of the Secretarial Standard on General Meetings (SS-2) is mentioned herein below:

| Sr. No. | Particulars | Details |
|---------|-------------|-------------------------------------------------------------------------------------------|
| 1. | Name | Sarvesh Vishnu Joshi |
| 1. | Age | 52 years |
| 3. | Experience | Sarvesh Joshi is currently designated as the Finance and Legal Director of ALD Automotive |

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| | | |
|-----|------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| | | <p>Pvt Ltd. He has been working with the Company since July 2007. He has around 24 years of experience as a Qualified Chartered Accountant.</p> <p>Sarvesh started his professional career with PAL – PEUGEOT Ltd in the Finance & Accounts department. He then worked with DyStar India Limited as a Financial Accountant for 3 years assisting the CFO in various activities and moved to Tech Pacific (India) Ltd. as Deputy Manager – Finance for the next three years. After his transfer of assignment to Asia Pacific Brands India Ltd, he worked there as Head – Finance for the next four and a half years.</p> |
| 7. | Date of First appointment on the Board | 17 July 2025 (subject to allotment and approval of DIN) |
| 8. | Details of Shareholding in the Company | Nil |
| 9. | Details of relationship with other Directors, manager and key managerial person of the Company | Nil |
| 10. | Number of Board Meetings attended during the year 2025-26 | 1 |
| 11. | No. of Directorship in other companies | Nil |
| 12. | Membership/ Chairmanship of Committees of other boards | Nil |

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Pursuant to the provisions of Section 152 of the Companies Act, 2013 the directors shall be appointed by the members through Ordinary Resolution in the General Meeting of the company. In view of the same, Mr. Sarvesh Vishnu Joshi shall be appointed as Director by the members in the Annual General Meeting of the company.

The Board feels that presence of Mr. Sarvesh Vishnu Joshi on the Board is desirable and would be beneficial to the Company and hence recommend Resolution No. 3 for adoption.

The Board recommends resolutions under Item No.3 to be passed as ordinary resolution.

None of the Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution set out in the Notice except to the extent of their directorship.

Form No. MGT-11**PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the
Companies (Management and Administration) Rules, 2014]

Venue of the Meeting: 4th Floor, D wing, Jolly Board Tower, I- Think Techno Campus,
Kanjurmarg (East) ,Mumbai- 400042, India.

Date & Time: _____ at IST _____ p.m.

Name of the member (s):

.....

Registered Address:

.....

E-mail Id:

.....

Folio No/ Client Id:

.....

DP ID:

.....

I/We, being the member (s) of equity shares of Rs. 10 each of ALD Automotive Pvt.
Ltd., hereby appoint

Name:

.....

Address:

.....

E-mail Id:

.....

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Signature:

.....,

or failing him/her

Name:

.....

Address:

.....

E-mail Id:

.....

Signature:

.....,

or failing him/her

Name:

.....

Address:

.....

E-mail Id:

.....

Signature:

.....,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company **Ref. No. ALD/AGM/2025-2026** to be held on **Tuesday 30 September 2025 at IST 5.30 p.m.** at the registered office of the Company at 4th Floor, D wing, Jolly Board Tower, I- Think Techno Campus, Kanjurmarg (East) ,Mumbai- 400042, India and at any adjournment thereof in respect of such resolutions as are indicated below:

1. Consideration and adoption of the audited financial statement of the Company for the financial year ended 31 March, 2025 including audited Balance Sheet as on 31 March, 2025, the statement of Profit and Loss Account of the Company for the financial year ended as on that date together with the reports of the Auditors and Board of Directors thereon;

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2. To consider and approve appointment of M/s P M Shah and Associates, Chartered Accountants having Firm Registration No. 131576W as the Statutory Auditors of the Company.
3. Regularisation of appointment of Additional Director- Sarvesh Vishnu Joshi having Director Identification Number (DIN): 11320260 as the Director of the Company.

Signed this day of 2025.

Signature of shareholder

Affix H1/-
Revenue
Stamp
Here

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

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ATTENDANCE SLIP
21st ANNUAL GENERAL MEETING
Ref. No. ALD/AGM/2025-26

Please fill this attendance slip and hand it over at the entrance of the venue of the meeting.

| | Name and Address: | No. of Shares held: |
|-------------------------|--------------------------|----------------------------|
| *DPId No. _____ | | |
| *Client Id No. _____ | | |
| Regd.Folio No. _____ | | |

I certify that I am a member/ proxy / authorized representative for the member of the Company.

I hereby record my presence at the **21st Annual General Meeting** of **ALD AUTOMOTIVE PRIVATE LIMITED** Ref. No. **ALD/AGM/2025-2026** on **Tuesday 30 September 2025 at IST 5.30 p.m.** at the registered office of the Company at 4th Floor, D wing, Jolly Board Tower, I- Think Techno Campus, Kanjurmarg (East), Mumbai- 400042, India.

Name of the Member / proxy
(in BLOCK LETTERS)

Signature of the Member / Proxy

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