

NOTICE OF FIFTEENTH (15TH) ANNUAL GENERAL MEETING

SHORTER NOTICE IS HEREBY GIVEN THAT THE FIFTEENTH (15TH) ANNUAL GENERAL MEETING OF THE MEMBERS OF SHREE MAHAVIR METALCRAFT PRIVATE LIMITED WILL BE HELD ON MONDAY, 29TH SEPTEMBER 2025 AT 03:00 P.M. (IST) THROUGH VIDEO CONFERENCING FOR WHICH THE REGISTERED OFFICE OF THE COMPANY SITUATED AT PLOT NO. 3059, ROAD NO. 6 G.I.D.C. PHASE 3, DARED, JAMNAGAR, GUJARAT-361004 SHALL BE THE DEEMED VENUE

TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS: -

1. ADOPTION OF FINANCIAL STATEMENTS:

To receive, consider and adopt the Audited Financial Statements of the Company including Balance Sheet, Statement of Profit & Loss, Cash Flow Statement, and notes thereon together with the reports of Board of Directors and Auditors for the financial year ended 31st March, 2025.

SPECIAL BUSINESS:-

2. APPOINTMENT OF STATUTORY AUDITOR IN CASUAL VACANCY

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

“RESOLVED THAT pursuant to the provisions of Section 139, 141 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), as amended from time to time, and the rules made there under and pursuant to the recommendation of Board of Directors, M/s. B. K. Khare & Co, Chartered Accountants (Firm Registration Number 105102W), be and are hereby appointed as Statutory Auditors of the Company for the financial year 2025-26 to fill the casual vacancy caused by the resignation of M/s. S R B C & Co. LLP (Firm Registration No. 324982E/E300003), the outgoing auditors of the company, to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company at such remuneration as may be mutually agreed between the Board of Directors and Auditors of the Company.”

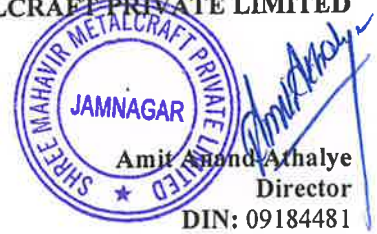
3. REGULARIZATION OF ADDITIONAL DIRECTOR MR. SHARAD BABURAO BHOSALE AS A DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Sections 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Sharad Baburao Bhosale (DIN: 10899294), who was appointed by the Board of Directors as an Additional Non-Executive Director of the Company w.e.f. 7th January, 2025 in terms of Section 161 of the Companies Act, 2013

and who holds office till the date of this Annual General Meeting and who is eligible for appointment, be and is hereby appointed as a Director of the Company.”

**On behalf of the Board of Directors
SHREE MAHAVIR METALCRAFT PRIVATE LIMITED**



**Amit Sand Athalye
Director**

DIN: 09184481

**Address: Flat No. 1104, M Building,
Msr Queenstown, Udyognagar,
Chinchwad, Pune- 411033, Maharashtra**

**Date: 19-Sept-2025
Place: Pune**

NOTES:

1. Pursuant to Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 10/2022, 09/2023 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, December 28, 2022 and September 25, 2023 followed by General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars"), physical attendance of the Members to the AGM venue is not required and Annual General Meeting (AGM) be held through Video Conferencing (VC) or Other Audio Visual Means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Since this AGM is being held through VC/OAVM pursuant to the MCA Circulars issued by Ministry of Corporate Affairs, this AGM is being held through VC / OAVM, where physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Corporate Members intending to send their Authorized Representatives to attend the meeting, pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the Board Resolution authorizing its representative to attend the AGM through VC / OAVM on its behalf.
4. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the special businesses specified under Item No. 3 is annexed hereto.
5. All documents referred to in the Notice along with the Explanatory Statement as well as the Director's Report, are open for inspection at the Registered Office of the Company on all working days during normal business hours up to the date of the Annual General Meeting.
6. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
7. Since the AGM will be conducted through VC/OAVM, the route map is not annexed in this Notice.
8. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or arrangements in which Directors are interested under Section 189 of the Companies Act, 2013 will be available for inspection in electronic mode.
9. For any investor related queries, communication may be sent by e-mail amit.athalye@assaabloy.com

Instructions for attending/joining the e-AGM:

The members will be able to attend the e-AGM through VC/OAVM by following procedure:

1. The link for e-AGM will be made available on the Email Id of the shareholders as registered with the company. Enter the login credentials i.e. User ID and password mentioned in your email. After entering the details appropriately, click on LOGIN.
2. Members are advised that facility of joining the AGM through VC shall be kept open 15 minutes before the time scheduled for the AGM and shall not be closed till the expiry of 15 minutes after scheduled time. The video-conference shall allow for two-way teleconferencing for the ease of participation of the members and the participants.
3. Members are requested to cast their vote by a show of hands in the meeting unless demand for poll is made by any Member or Chairman. If demand for poll is made by Chairman or any Member, Members are requested to convey their assent or dissent on the resolution by sending emails through their registered email address on amit.athalye@assaabloy.com. The result of the poll shall be deemed to be the decision of the meeting on the resolution on which the poll was taken.
4. Members are encouraged to join the meeting through Laptops for better experience.
5. Further, members will be required to turn their camera on, if any, during the meeting and hence internet with good speed should be preferred to avoid any disturbance during the meeting.
6. While all efforts will be made to make the VC/OAVM meeting smooth, participants connecting through mobile devices, tablets, laptops, etc. may, at times, experience audio/video loss due to fluctuation in their respective networks. Use of a stable Wi-Fi or LAN connection can mitigate some of the technical glitches.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 2:

M/s. S R B C & Co. LLP, Chartered Accountants (Firm Registration No. 324982E/E300003) have tendered their resignation dated 19.09.2025 from the position of Statutory Auditors of the Company due to resignation mentioned in the resignation letter and thereby resulted into a casual vacancy in the office of Statutory Auditors of the company as envisaged by Section 139(8) of the Companies Act, 2013 ("Act").

Casual vacancy caused by the resignation of auditors can only be filled up by the Company in general meeting. Hence, the Board of Directors in their meeting held on 19th September, 2025 proposed and approved that M/s. B. K. Khare & Co., Chartered Accountants (Firm Registration Number: 105102W), be appointed as the Statutory Auditors of the Company subject to shareholder's approval to fill the casual vacancy caused.

M/s. B. K. Khare & Co., Chartered Accountants have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if approved by the members, would be within the limits prescribed under the Companies Act, 2013.

Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of members.

None of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

ITEM NO. 3:

The Board of Directors appointed Mr. Sharad Baburao Bhosale (DIN: 10899294) as an Additional Director of the Company with effect from 7th January, 2025. In terms of Section 161 of the Companies Act, 2013, he holds office up to the date of the ensuing Annual General Meeting.

The Company has received from Mr. Sharad:

- (a) Consent to act as Director in Form DIR-2;
- (b) Intimation in Form DIR-8 confirming that he is not disqualified to be appointed as a Director under Section 164(2) of the Companies Act, 2013; and

The Board considers that his appointment will be beneficial to the Company and recommends the resolution for his regularization as an Independent Director of the Company.

Brief Profile & Additional Information in respect of Mr. Sharad Baburao Bhosale pursuant to the Secretarial Standards on General Meetings (SS-2) is provided below:

S. No	Particulars	Details
A.	Name	Mr. Sharad Baburao Bhosale
B.	DIN	10899294
C.	Age in years	47
D.	Nationality	Indian
E.	Educational Qualification	Bachelor of Engineering in Mechanical from Shivaji University, Kolhapur, and a Diploma in Mechanical Engineering from Government Polytechnic, Solapur
F.	Experience	27 years of extensive experience in manufacturing, supply chain and operations
G.	Date of first appointment on the Board	07-01-2025

H.	Terms and conditions of appointment	On terms mutually agreed and as may be determined by the Board in accordance with applicable statutory provisions
I.	Details of last drawn remuneration and proposed remuneration (excluding sitting fees paid to non-executive Directors)	NA
J.	Shareholding in the Company as on date	Nil
K.	Other entities in which person holds Directorship	Nil
L.	Other entities in which person holds Membership/ Chairmanship of Committees of the Board	Not Applicable
M.	Inter-se relationships between Directors	There is no inter se relationship between Directors of the Company
N.	Number of Board meetings attended	Mr. Sharad has attended all 3 Board meetings held during his tenure as an Additional Director

Mr. Sharad is not related to any of the Directors or Key Managerial Personnel of the Company. Except Mr. Sharad Bhosale, none of the Directors, Key Managerial Personnel, or their relatives are concerned or interested, financially or otherwise, in the resolution.

Your directors recommend this resolution to be passed as an Ordinary Resolution.

On behalf of the Board of Directors
Shree Mahavir Metalcraft Private Limited



Amit Anand Athalye
Amit Anand Athalye
Director

DIN: 09184481

Address: Flat No. 1104, M Building,
Msr Queenstown, Udyognagar,
Chinchwad, Pune- 411033, Maharashtra

Date: 19-Sept-2025
Place: Pune