



**Delta Autocorp Limited**

**CIN:** L29304WB2023PLC263697

**Registered Office:** Plot No. – 304P, Mihijam Road Pithakiary, Rupnarayanpur,  
Paschim Bardhaman, West Bengal – 713386

**Corp. Office:** 501 & 502, 5th floor, B-Block, NDM-1, Netaji Subhash Place,  
Pitampura, Delhi – 110034

**Website:** www.Deltic.co **Email:** compliance@deltic.co

**Tel:** +91-9220488807

# NOTICE OF THE ANNUAL GENERAL MEETING

**NOTICE** IS HEREBY GIVEN THAT the Second Annual General Meeting ('AGM') of Delta Autocorp Limited will be held on Thursday, September 25, 2025 at 1.00 P.M. (IST) through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM') to transact the following business:

## ORDINARY BUSINESS

1. To consider and adopt the Audited Standalone Financial Statements for the year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Priyanka Agarwal (DIN: 08421025), who retires by rotation, and being eligible, has offered herself for re-appointment.

## SPECIAL BUSINESS:

3. To consider, and if thought fit, pass the following resolution as an **ORDINARY RESOLUTION**:

### Entering into Material Related Party Transactions With Antler Akash EV Private Limited

**RESOLVED** that pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the applicable provisions of the Companies Act, 2013 read with Rules made thereunder and other applicable provisions, if any, [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force], the Company's Policy on Materiality and Dealing with Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and based on the approval/ recommendation of the Audit Committee and the Board of Directors of the Company, approval of the Members be accorded to the Company to enter into Material Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with Antler Akash EV Private Limited, Related Party in terms of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations in the course of: a) Sale and purchase of any goods and material; lease or supply of goods or business assets or property or equipment; b) availing or rendering of services including the use of Trademark, etc.; c) transfer of any resources, services or obligations to meet business objectives requirements, etc. ("Related Party Transactions"), up to an amount of ₹100 crore, on such terms and conditions as the Audit Committee and/or Board of Directors may deem fit.

**FURTHER RESOLVED** that the Board of Directors of the Company (including any Committee thereof) be authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this Resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions with regard to the powers herein conferred to, without being required to seek further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution.



**4. To consider, and if thought fit, pass the following resolution as an ORDINARY RESOLUTION:**

**Entering into Material Related Party Transactions with Electrofine Motors Private Limited**

**RESOLVED** that pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the applicable provisions of the Companies Act, 2013 read with Rules made thereunder and other applicable provisions, if any, [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force], the Company's Policy on Materiality of and Dealing with Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and based on the approval/ recommendation of the Audit Committee and the Board of Directors of the Company, approval of the Members be accorded to the Company to enter into Material Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) with Electrofine Motors Private Limited, Wholly Owned Subsidiary and Related Party in terms of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations in the course of: a) Sale and purchase of any goods and material; lease or supply of goods or business assets or property or equipment; b) availing or rendering of services including the use of Trademark, etc.; c) transfer of any resources, services or obligations to meet business objectives/requirements, etc. ("Related Party Transactions"), up to an amount of ₹ 100 crore, on such terms and conditions as the Audit Committee and/or Board of Directors may deem fit.

FURTHER RESOLVED that the Board of Directors of the Company (including any Committee thereof) be authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this Resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions with regard to the powers herein conferred to, without being required to seek further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution.

**By order of the Board of Directors  
For Delta Autocorp Limited**

Date: 14.08.2025  
Place: Delhi

**Nitin Dubey**  
Company Secretary and Compliance Officer  
ACS: 26979



NOTES:

1. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details of material facts relating to the Special businesses to be transacted at this Annual General Meeting (AGM), is annexed hereto. Information, pursuant to Para 1.2.5 of SS-2 ("Secretarial Standard on General Meetings") and Regulation 36(3) of the SEBI Listing Regulations is included in the explanatory statement.

Pursuant to the Companies Act, 2013 ('the Act') and Rules thereof read with the General Circular No. 14/2020 dated 8th April 2020, General Circular No. 17/2020 dated 13th April 2020, General Circulars No. 20/2020 dated 5th May 2020, read with subsequent circulars issued from time to time, the latest one being General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs (hereinafter referred as "MCA Circulars") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations 2015"), read with the SEBI Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020, read with subsequent circulars issued from time to time, the latest one being No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03rd October, 2024 (hereinafter referred as "SEBI Circulars") prescribes the procedures and manner of conducting the Annual General Meeting through VC/OAVM. In terms of the said Circulars, the Second Annual General Meeting (AGM) of the members of the Company will be held through VC/OAVM. The deemed venue for the second Annual General Meeting shall be the Registered office of the Company. For detailed procedure for participating in the AGM through VC/OAVM please refer to point no. 15 below. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, therefore the physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM. Hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.

2. Only a member of the Company will be entitled to attend and vote at the AGM of the Company which will be held through VC or OAVM and no member will be entitled to appoint a proxy to attend and vote instead of himself/herself. Corporate Member(s) intending to appoint their authorized representative(s) to attend the AGM through VC/OAVM are requested to send a duly certified copy of their Board Resolution authorizing their representatives to attend and vote at the AGM, pursuant to Section 113 of the Companies Act, 2013, and Rules thereof including amendments thereunder, to the Scrutinizer by e-mail at pcskkc@gmail.com with a copy marked to compliance@deltic.co.

3. The Company has appointed Mr. Kapil Kumar, Practicing Company Secretary (Membership No. A40929 and Certificate of Practice No. 18416) as the Scrutinizer for scrutinizing the remote e-voting process as well as voting at the AGM in a fair and transparent manner.

4. The Members attending the AGM through VC / OVAM will be counted to reckon the quorum under Section 103 of the Companies Act, 2013. Members holding equity shares as on 18.09.2025 ("Cut-off date") may join the AGM by following the procedure outlined in the Notice. A person who is a Member as on the Cut-off date shall be eligible to attend and vote on resolutions proposed at the AGM. Any person who is not a Member as on the Cut-off date shall treat this Notice for informational purpose only.

5. Information of Director seeking appointment and re-appointment at the Meeting, as required under Regulation 36(3) of the Listing Regulations and Secretarial Standard 2 issued by the Institute of Company Secretaries of India, is annexed to the Notice as Annexure A.

6. The Register of Members and Share Transfer Books of the Company will remain closed from 19.09.2025 till 25.09.2025 (both days inclusive) for the AGM. E- voting starts from 09:00 a.m., Friday, 19.09.2025 and ends on Wednesday, 24.09.2025 at 5:00 P.M.

7. Members who wish to obtain any information on the Integrated Annual Report for FY25 or have questions on the financial statements and/or matters to be placed at the Second Annual General Meeting, may send a communication from their registered e-mail address to the E-mail ID -



compliance@deltic.co quoting their name, DP Id. and Client Id./Folio number, on or before September 17, 2025.

8. In compliance with the aforesaid MCA Circulars and Circulars issued by Securities and Exchange Board of India dated May 12, 2020, January 15, 2021, May 13, 2022, January 05, 2023, October 07, 2023 and October 3, 2024, ("SEBI Circulars"), Notice of the Meeting along with the Annual Report for FY 2024-25 is being sent only through electronic mode to those Shareholders whose email addresses are registered with the Company/ Depositories as on Cut off Date, 18.09.2025. Further, a letter providing a weblink and QR code for accessing the Notice of the AGM and Annual Report for the FY 2024-25 will be sent to those shareholders who have not registered their email address. Shareholders may note that the Notice of AGM and Annual Report for FY 2024-25 will also be available on the website of the Company i.e. [www.deltic.co](http://www.deltic.co) and the website of the National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com), respectively. The Notice of AGM and Annual Report is also available on the website of MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) ("MUFG Intime"), Registrar and Share Transfer Agent ("RTA") at [https:// instavote.linkintime.co.in](https://instavote.linkintime.co.in). The Shareholder who wishes to obtain hard copy of the Notice of the Meeting along with Annual Report for FY 2024-25 can send a request to the Company at [compliance@deltic.co](mailto:compliance@deltic.co) mentioning their DP-ID and Client-ID/Folio Number.

9. SEBI, vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated listed companies to issue securities in dematerialized form only while processing service requests, viz., issue of duplicate securities certificate, claim from unclaimed suspense account, splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition etc. It may be noted that any service request can be processed only after the folio is KYC compliant.

10. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. A periodic statement of holdings should be obtained from the Depository Participant concerned and holdings should be verified.

11. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report, is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report will also be available on the Company's website [www.deltic.co](http://www.deltic.co), on the website of the Stock Exchange i.e., National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and on the website of the e-Voting service provider at MUFG Intime India Private Limited at <https://instavote.linkintime.co.in/>

12. Relevant documents referred to in the accompanying Notice and the Explanatory Statement, Registers and all other documents will be available for inspection in electronic mode up to the date of the Meeting i.e. 25.09.2025. Shareholders can inspect the same by sending an email to the Company at [compliance@deltic.co](mailto:compliance@deltic.co)

13. MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) will provide facility for voting through remote e-Voting, for participation in this AGM through VC /OAVM facility, and e-Voting during this AGM.

#### **14. Remote e-Voting Instructions for shareholders**

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

*Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access e-Voting facility.*



Login method for Individual shareholders holding securities in demat mode is given below:

**Individual Shareholders holding securities in demat mode with NSDL**

**METHOD 1 – Individual Shareholders registered with NSDL IDeAS facility**

**Shareholders who have registered for NSDL IDeAS facility:**

- a) Visit URL: <https://eservices.nsdl.com> and click on “Beneficial Owner” icon under “Login”.
- b) Enter User ID and Password. Click on “Login”
- c) After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- d) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**OR**

**Shareholders who have not registered for NSDL IDeAS facility:**

- a) To register, visit URL: <https://eservices.nsdl.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Proceed with updating the required fields.
- c) Post successful registration, user will be provided with Login ID and password.
- d) After successful login, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be re directed to InstaVote website for casting the vote during the remote e-voting period.

**METHOD 2 – Individual Shareholders directly visiting the e-voting website of NSDL**

- a) Visit URL: <https://www.evoting.nsdl.com>
- b) Click on the “Login” tab available under ‘Shareholder/Member’ section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- f) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**Individual Shareholders holding securities in demat mode with CDSL**

**METHOD 1 – Individual Shareholders registered with CDSL Easi/ Easiest facility**

**Shareholders who have registered/ opted for CDSL Easi/ Easiest facility:**

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or [www.cdslindia.com](http://www.cdslindia.com).
- b) Click on New System Myeasi Tab
- c) Login with existing my easi username and password
- d) After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime, for voting during the remote e-voting period.



a) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**OR**

**Shareholders who have not registered for CDSL Easy/ Easiest facility:**

1. To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration/https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
2. Proceed with updating the required fields.
3. Post registration, user will be provided username and password.
4. After successful login, user able to see e-voting menu.
5. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be re directed to InstaVote website for casting the vote during the remote e-voting period.

**METHOD 2 – Individual Shareholders directly visiting the e-voting website of CDSL**

1. Visit URL: <https://www.cdslindia.com>
2. Go to e-voting tab.
3. Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”.
4. System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
5. After successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**Individual Shareholders holding securities in demat mode with Depository Participant**

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

1. Login to DP website
2. After Successful login, user shall navigate through “e-voting” option.
3. Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
4. After successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

**Login method for Non-Individual Shareholders holding securities in demat mode**

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for InstaVote as under:

- a) Visit URL: <https://instavote.linkintime.co.in>

**Shareholders who have not registered for INSTAVOTE facility:**

- b) Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details:

**A.User ID:**



NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

**A. PAN:**

Enter your 10-digit Permanent Account Number (PAN)

(Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

**B. DOB/DOI:**

Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company – in DD/MM/YYYY format)

**C. Bank Account Number:**

Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

\*Shareholders holding shares in NSDL form, shall provide 'D' above

\*\*Shareholders holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above

1. Set the password of your choice  
(The password should contain minimum 8 characters, at least one special Character (!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).
2. Enter Image Verification (CAPTCHA) Code
3. Click "Submit" (You have now registered on InstaVote).

**Shareholders who have registered for INSTAVOTE facility:**

- a) Click on "**Login**" under 'SHARE HOLDER' tab.

**A. User ID: Enter your User ID**

**B. Password: Enter your Password**

**C. Enter Image Verification (CAPTCHA) Code**

**D. Click "Submit"**

- b) Cast your vote electronically:

A. After successful login, you will be able to see the "Notification for e-voting".

B. Select 'View' icon.

C. E-voting page will appear.

D. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

E. After selecting the desired option i.e. Favour / Against, click on 'Submit'.

A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

**Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")**



## STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on “Sign Up” under “Custodian / Corporate Body/ Mutual Fund”
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to [insta.vote@linkintime.co.in](mailto:insta.vote@linkintime.co.in).
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person’s email ID. (You have now registered on InstaVote)

## STEP 2 – Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “Investor Mapping” tab under the Menu Section
- c) Map the Investor with the following details:
  - A. ‘Investor ID’ –
    - i) NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678
    - ii) CDSL demat account – User ID is 16 Digit Beneficiary ID.
  - B. ‘Investor’s Name – Enter Investor’s Name as updated with DP.
  - C. ‘Investor PAN’ – Enter your 10-digit PAN.
  - D. ‘Power of Attorney’ – Attach Board resolution or Power of Attorney.  
  
\*File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.
  - E. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report Section”.

## STEP 3 – Voting through remote e-voting

The corporate shareholder can vote by two methods, during the remote e-voting period.

### METHOD 1 – VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “Votes Entry” tab under the Menu section.
- c) Enter the “Event No.” for which you want to cast vote.  
Event No. can be viewed on the home page of InstaVote under “On-going Events”.
- d) Enter “16-digit Demat Account No.” for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
- f) After selecting the desired option i.e. Favour / Against, click on ‘Submit’.  
A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

OR

### METHOD 2 – VOTES UPLOAD



- a) **Visit URL:** <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will be able to see the "Notification for e-voting".
- c) Select **"View"** icon for **"Company's Name / Event number"**.
- d) E-voting page will appear.
- e) Download sample vote file from **"Download Sample Vote File" tab**.
- f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under **"Upload Vote File"** option.
- d) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.  
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

#### Helpdesk:

#### 1. Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at [enotices@in.mpms.muvg.com](mailto:enotices@in.mpms.muvg.com) or contact on: - Tel: 022 - 4918 6000.

#### 2. Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

3.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL holding securities in	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

#### 4. Forgot Password:

#### Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- a) Click on **"Login"** under 'SHARE HOLDER' tab.
- b) Click **"forgot password?"**
- c) Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- d) Click on **"SUBMIT"**.



In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.

**User ID:**

*NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.*

*CDSL demat account – User ID is 16 Digit Beneficiary ID.*

*Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.*

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on:  
<https://instavote.linkintime.co.in>

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Click **“forgot password?”**
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on **“SUBMIT”**.

*In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.*

**Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:**

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

**15. INSTAMEET VC Instructions for shareholders**

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 09/2024 dated 19.09.2024, the Companies can conduct their AGMs/ EGMs on or before 30 September 2025 by means of Video Conference (VC) or other audio-visual means (OAVM).

*Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.*



**Login method for shareholders to attend the General Meeting through InstaMeet:**

1. Visit URL: <https://instameet.in.mpms.mufig.com> & click on "Login".
2. Select the "Company Name" and register with your following details:
3. Select Check Box – Demat Account No. / Folio No. / PAN
  - a) Shareholders holding shares in NSDL/ CDSL demat account shall select check box – Demat Account No. and enter the 16-digit demat account number.
  - b) Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.
  - c) Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
  - d) Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
  - e) Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
4. Click "Go to Meeting"  
You are now registered for InstaMeet, and your attendance is marked for the meeting.

**Instructions for Shareholders to Vote during the General Meeting through InstaMeet:**

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

- a) On the Shareholders VC page, click on the link for e-Voting "Cast your vote"
- b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet
- c) Click on 'Submit'.
- d) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
- e) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
- f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

**Note:**

*Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.*

*Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.*

*Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.*



Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

#### Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at [instameet@in.mpms.mufig.com](mailto:instameet@in.mpms.mufig.com) or contact on: - Tel: 022 – 4918 6000 / 4918 6175.

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

#### Item No. 3 – Entering into material Related Party Transactions with Antler Akash EV Private Limited

Pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), material related party transactions require approval of the shareholders through ordinary resolution.

With effect from April 01, 2025, Threshold Limit for considering any transaction as Material Transaction with Related Party for companies listed on SME Platform of any exchange , including transaction(s) entered/to be entered into individually or taken together with previous transactions during a financial year, has been prescribed as ₹ fifty crore or ten percent of the annual consolidated turnover of the listed entity as per its last audited financial statements, whichever is lower.

Members may kindly note that Antler Akash EV Private Limited is a Related Party of the Company in terms of Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations. The Company as part of its ordinary course of business proposes to enter into agreements/arrangements/ transactions with Antler Akash EV Private Limited.

The transactions to be entered into are majorly in the nature of a) sale, purchase, lease or supply of goods or business assets or property or equipment; b) availing or rendering of services including the use of Trademark, and c) transfer of any resources, services or obligations to meet business objectives/requirements, etc. Members are kindly informed that, the Audit Committee and the Board of Directors at their respective meetings approved & recommended the aforementioned proposal for approval of Members by way of an ordinary resolution. None of the Directors and Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3.

Details required to be furnished as per the SEBI Listing Regulations are mentioned below:

S. No.	Particulars	Details
1.	Name of the Related Party	Antler Akash EV private Limited
2.	Nature of Relationship	Related Party
3.	Nature of concern or interest of the related party (financial or otherwise)	Financial



3.	Details of the source of funds in connection with the proposed transaction	N.A.
4.	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	N.A.
5.	Type of transaction	a) sale, purchase, lease or supply of goods or business assets or property or equipment; b) availing or rendering of services including the use of Trademark, and c) transfer of any resources, services or obligations to meet business objectives/ requirements, etc.
6.	Material terms and Justification as to why the related party transaction is in the interest of the listed entity for other Transactions	Transactions in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in.
7.	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction.	The Related Party Transactions would be carried out on an arm's length terms and shall be in the ordinary course of business.

#### Item No. 4 - Entering into material Related Party Transactions with Electrofine Motors Private Limited

Pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), material related party transactions require approval of the shareholders through ordinary resolution. '

With effect from April 01, 2025, Threshold Limit for considering any transaction as Material Transaction with Related Party for companies listed on SME Platform of any exchange , including transaction(s) entered/to be entered into individually or taken together with previous transactions during a financial year, has been prescribed as ₹fifty crore or ten percent of the annual consolidated turnover of the listed entity as per its last audited financial statements, whichever is lower.

Members may kindly note that Electrofine Motors Private Limited is a Wholly Owned Subsidiary and Related Party of the Company in terms of Section 2(76) of the Act and Regulation 2(i)(zb) of the SEBI Listing Regulations. The Company as part of its ordinary course of business proposes to enter into agreements/arrangements/ transactions with Electrofine Motors Private Limited.

The transactions to be entered into are majorly in the nature of a) sale, purchase, lease or supply of goods or business assets or property or equipment; b) availing or rendering of services including the use of Trademark, and c) transfer of any resources, services or obligations to meet business objectives/requirements, etc. Members are kindly informed that, the Audit Committee and the Board of Directors at their respective meetings approved & recommended the aforementioned proposal for approval of Members by way of an ordinary resolution. None of the Directors and Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3.



Details required to be furnished as per the SEBI Listing Regulations are mentioned below:

S. No.	Particulars	Details
1	Name of the Related Party	Electrofine Motors Private Limited
2	Nature of Relationship	Wholly Owned Subsidiary and Related Party
3	Nature of concern or interest of the related party (financial or otherwise)	Financial
4	Details of the source of funds in connection with the proposed transaction	N.A.
5	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	N.A.
6	Type of transaction	a) sale, purchase, lease or supply of goods or business assets or property or equipment; b) availing or rendering of services including the use of Trademark, and c) transfer of any resources, services or obligations to meet business objectives/ requirements, etc.
7	Material terms and Justification as to why the related party transaction is in the interest of the listed entity for other Transactions	Transactions in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments that the Company operates in.
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction	The Related Party Transactions would be carried out on an arm's length terms and shall be in the ordinary course of business.



## ANNEXURE - A

### [ANNEXURE ON DIRECTORS LIABLE TO RETIRE BY ROTATION & SEEKING RE -APPOINTMENT]

Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India, the following information is furnished about the Directors proposed to be re-appointed.

Director's Name	<b>Mrs. Priyanka Agarwal (DIN: 08421025)</b>
Date of Birth	February 16, 1986
Date of First Appointment	21 <sup>st</sup> July, 2023.
"Brief Resume & Nature of expertise"	Mrs. Priyanka Agarwal holds a degree in Bachelor of Arts in Mathematics and Certificate in Actuarial Technique from Institute of Actuaries of India. She brings with her a wealth of experience spanning over 14 years in diverse domains of finance, research, logistics, real estate, HR Management, Risk Consultancy and electric vehicles. Serving as the driving force behind our business development, their profound industry insights, intuitive entrepreneurial spirit, and active engagement in pivotal aspects of our operations have been instrumental in propelling and fostering our profitable growth. Augmenting the vision set by our promoters, our professional management team shares a common commitment to values and goals, aligning seamlessly to steer our growth trajectory.
Name of the other listed Companies in Which she holds directorship	None
Name of the Committees of Companies in which she holds membership	None
"Shareholding in the company"	7.78%
No. of Board Meeting attended during FY 2024-25	14
Relationship with Director and KMP	Mrs. Priyanka Agarwal is wife of Mr. Ankit Agarwal, Chairman and Managing Director of the company.