AJIT INDUSTRIES PRIVATE LIMITED

(CIN: U33112HP1998PTC010250)

Regd. Off: Flat No. A-102Block A High Valley Apartments, Barotiwala, Solan, Kasauli, Himachal Pradesh-174103

SHORTER NOTICE

Shorter Notice is hereby given that the **26th (Twenty Sixth)** Annual General Meeting of the members of the Company will be held on **Monday, 30th Day of September, 2024** at 10**:00 A.M.** at the registered office of the Company at Flat No. A-102 Block A High Valley Apartments, Barotiwala, Solan, Kasauli, Himachal Pradesh-174103 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statement of the Company for the year ended on 31st March, 2024 and the Reports of the Board of Director's and Auditor's thereon.

2. To approve appointment of M/s NIKHIL MANOCHA & CO., Chartered Accountants, Delhi, as the statutory Auditor of the company.

To consider and if thought fit, to pass the following resolution as an "Ordinary resolution"

"**RESOLVED THAT** pursuant to the provision of Section 139, 141 and Section 142 of the Companies Act, 2013 ("the Act") read with Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Act, if any, including any amendment thereto or re-enactment thereof, consent of members of the Company be and is hereby accorded for the appointment of **M/s NIKHIL MANOCHA & CO, Chartered Accountants, (FRN: 034192C)** as Statutory Auditor of the Company for term of five years to hold office from the conclusion of this Annual General Meeting till the conclusion of the Annual General Meeting of the Company to be held in the year 2029 on such remuneration as may be determined by the Board of Directors in consultation with them."

SPECIAL BUSINESS

3. To ratify the remuneration of M/s J Chandra & Associates, Cost Accountants, the Cost Auditor of the Company.

To consider and pass with or without modification (s), the following resolution as **Ordinary Resolution**:

The Board, in its meeting held on 7th May, 2024 has approved appointment and remuneration of M/s J Chandra & Associates, Cost Accountants.

The shareholders unanimously resolved as under:

“**RESOLVED THAT** pursuant to the provisions of Section 148 read with Rule 14 of Companies (Audit and Auditors) Rules, 2014 of the Companies Act, 2013, and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the shareholders do hereby approve that **M/s J Chandra & Associates**, Cost Auditors be paid remuneration as may be mutually decided by the Board and the Cost Auditors.

RESOLVED FURTHER THAT Mr. Ajit Kumar Gupta, Managing Director of the Company, be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution”

4. Appointment of Mr. Rakesh Gupta (DIN: 00003143) as a Non-Executive Director.

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

"**RESOLVED THAT,** pursuant to the provisions of Section 152 read with Rules 8, 9, and 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions of the Companies Act, 2013 (“the Act”), read with the rules made thereunder (including any statutory modifications or re-enactments thereof), and the provisions of the Articles of Association of the Company, the consent of the shareholders of the Company be and is hereby accorded to appoint Mr. Rakesh Gupta (DIN: 00003143) as a Non-Executive Director of the Company with effect from 30th September 2024."

"**RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized to sign and file the requisite e-form DIR-12 with the Registrar of Companies, Delhi, and to do all such acts, deeds, and things as may be necessary to give effect to the above resolution."

5. To discuss any other matter with the permission of the Chairman, if any.

By the Order of Board of Directors
For Ajit Industries Private Limited

Ajit Kumar Gupta
(Chairman)
DIN: 00019393

Date:28/09/2024
Place: New Delhi

NOTES:

1. AN EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ANNEXED HERETO AND FORMS PART OF THE NOTICE.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.
3. THE INSTRUMENT APPOINTING A PROXY SHOULD BE SUBMITTED TO THE COMPANY SO AS TO REACH COMPANY REGISTERED OFFICE NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. FORM OF PROXY IS ENCLOSED.

ANNEXURE TO THE NOTICE

Explanatory Statement Pursuant To Section 102 (1) of the Companies Act, 2013

1. Ratification Of Remuneration Of Cost Auditors (Item No. 3)

M/s J Chandra & Associates (Firm Registration No. 000384), Cost Accountants were appointed as Cost Auditors of the Company for the Financial year 2023-24 at the meeting of Board of Directors held on 07th May, 2024 at a remuneration mutually decided and fixed by the Board and the cost Auditor subject to approval by the shareholders in the Annual General Meeting.

The Directors of your Company, therefore, recommend the resolution to be passed as an Ordinary Resolution by the Members.

None of the Directors and their relatives is/are concerned or interested in any manner, financially or otherwise, in passing the resolution.

2. Appointment of Mr. Rakesh Gupta (DIN: 00003143) as a Non-Executive Director (Item No. 4)

The Board of Directors, in their meeting held on 04.09.2024, considered and approved the proposal for the appointment of Mr. Rakesh Gupta (DIN: 00003143) as a Non-Executive Director of the Company, subject to the approval of shareholders at this Annual General Meeting.

As per the provisions of Section 152 of the Companies Act, 2013, read with Rules 8, 9, and 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014, the approval of shareholders is required for the appointment of a Director.

The Board recommends the appointment of Mr. Rakesh Gupta (DIN: 00003143) as a Non-Executive Director with effect from 30th September 2024, as set out in the resolution under Item No. 4 of the accompanying Notice.

None of the Directors or Key Managerial Personnel (KMP) of the Company or their relatives, except Mr. Rakesh Gupta, are concerned or interested, financially or otherwise, in the resolution.

By the Order of Board of Directors
For Ajit Industries Private Limited

Ajit Kumar Gupta
(Chairman)
DIN: 00019393

Date: 28/09/2024
Place: New Delhi