

NOTICE

NOTICE is hereby given that the 1st/2025-26 **Extraordinary General Meeting** ("EGM") of the Members of **Jaya Hind Industries Private Limited** (the "Company") will be held on **Monday, the 13th day of October, 2025** at **Shorter Notice** at **03.30 PM (IST)** through **Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM")**, to transact the following:

Special Business:

Item-1: To consider proposal for ratification of re-appointment of Mr. Mohindar Singh Bhogal (DIN: 01303503) as a Whole-time (Executive) Director of the Company.

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

"RESOLVED THAT in accordance with the provisions of Section 196 and 197 and other applicable provisions of the Companies Act, 2013, if any and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, approval of the Company be and is hereby accorded for ratification to the re-appointment of Mr. Mohindar Singh Bhogal (DIN: 01303503), age 80 years, who is appointed as Additional Director on the Board of Directors of the Company, as a Whole-time Director (Executive Director) of the Company and whose existing term expired on 6th October, 2025, for the further period of 6 Months with effect from 7th October, 2025, on the terms and conditions including remuneration as set out in this resolution:

Remuneration:

(i) The Executive Director shall be paid a remuneration of Rs. 3,00,000/- (Rupees Three Lakh only) per month for his tenure of appointment;

(ii) Perquisites:

In addition to above remuneration, the Executive Director shall be given the following perquisites for the entire term:

a) Provision of car for use of Company's business and for personal purpose.

b) Free Telephone facility at residence.

c) Personal Accident and Medical Insurance Policies for an amount, the annual premium for which shall not exceed Rs. 15,000/- (Rupees Fifteen Thousand only).

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

JAYA HIND INDUSTRIES PRIVATE LIMITED

CIN : U74999PN1947PTC005480

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- **Registered Office** : Mumbai-Pune Road, Akurdi, Pune - 411 035. Phone : (+91) 20 27473981
 - **Urse Works** : Tal. : Maval, Dist. : Pune - 410 506. Phone : (+91) 2114 287327
 - **Pithampur Works** : Plot No. 4, Sector 1, PO Pithampur, Dist. : DHAR - 454 775 Phone : (+91) 7292 305051
 - **Chennai Works** : Village : Kottaiyur, Dist. : Thiruvallur - 631 402, Tamil Nadu

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Notes:-

1. The Ministry of Corporate Affairs ('MCA') has vide its General Circular No. 3/2025 dated 22nd September, 2025 read with General Circular No. 09/2024 dated 19th September, 2024, General Circular No. 09/2023 dated 25th September, 2023, General Circular No. 10/2022 dated 28th December, 2022, General Circular No. 2/2022 dated 5th May, 2022, General Circular No. 21/2021 dated 14th December, 2021, General Circular No. 02/2021 dated 13th January, 2021, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 20/2020 dated 5th May, 2020 and General Circular No. 14/2020 dated 8th April, 2020 (collectively referred to as 'MCA Circulars'), permitted the holding of the Extra Ordinary General Meeting ('EGM') through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the 'Act'), and MCA Circulars, the EGM of the Company is being held through VC/OAVM. The proceedings of the EGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the EGM.
2. Though pursuant to the provisions of the Act, a Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company, since this EGM is being held through VC/OAVM, pursuant to the MCA Circulars, physical attendance of Members has been dispensed with and accordingly, the facility for appointment of proxies by the Members will not be available for the EGM and hence the proxy form, attendance slip and route map are not annexed to this Notice.
3. The facility of joining the EGM through VC/OAVM will be open 15 minutes before and 15 minutes after the scheduled time of the commencement of the EGM and the Members can join the EGM by following the procedure mentioned in this Notice.
4. The Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. In line with the MCA Circulars, the Notice of calling the EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company.
6. The Statement setting out the material facts, pursuant to Section 102 of the Act, concerning the Special Business mentioned in the Notice is annexed hereto.
7. The Corporate Identification Number of the Company is U74999PN1947PTC005480.
8. The Directors' Identification Number of the Directors are as follows:

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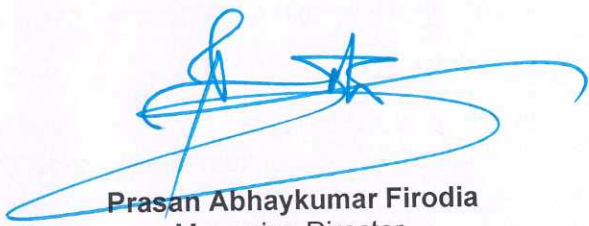
S. No.	Name of Director	DIN
1	Mr. Abhaykumar Navalmal Firodia	00025179
2	Mr. Prasan Abhaykumar Firodia	00029664
3	Mr. Mohindar Singh Bhogal	01303503
4	Mrs. Indira Abhaykumar Firodia	00035115
5	Mrs. Sunanda Sudhir Mehta	00289624
6	Mrs. Shribala Sagar Chordia	00041557
7	Mr. Pradeep Kanakmal Munot	00044924

Instructions related to Video Conferencing:

1. The link for joining the meeting will be shared separately in the e-mail.
2. Further, Members will be required to grant access to the web-cam/Camera and microphone to enable two – way video conferencing.
3. Please note that Participants connecting from mobile devices or tablets or through laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to avoid any kind of aforesaid glitches.
4. Voting at the EGM will be done by poll and in case of poll the members shall cast their vote on the resolution only by sending emails through their email addresses registered with the Company. The said emails to be sent to jhi.secretarial@jayahind.com only.
5. In case of any assistance, Members can contact the authorised person at email id jhi.secretarial@jayahind.com, or Tel No. +91-20 27473981.

By order of the Board of Directors
For Jaya Hind Industries Private Limited

Date: 13th October, 2025
Place: Pune



Prasan Abhaykumar Firodia
Managing Director
DIN: 00029664
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Registered Office:
Mumbai - Pune Road,
Akurdi, Pune - 411 035
CIN : U74999PN1947PTC005480.
Website: www.jayahind.com
Phone: (Board) +91 20 27473981

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STATEMENT, PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, SETTING OUT MATERIAL FACTS CONCERNING EACH ITEM OF THE SPECIAL BUSINESS, PROPOSED IN THE NOTICE.

Item-1 - To consider proposal for ratification of re-appointment of Mr. Mohindar Singh Bhogal (DIN: 01303503) as a Whole-time (Executive) Director of the Company.

Mr. Mohindar Singh Bhogal was appointed by the Board of Directors, as an Additional Director, w.e.f. 7th October 2025. Considering his age, experience and to have continuity in the operations of the Company, the Board of Directors, subject to approval of the Members, re-appointed him as a Whole-time (Executive) Director, for a further period of 6 months effective from 7th October, 2025, at the remuneration of Rs. 3,00,000/- (Rupees Three Lakhs only) per month and subject to other terms and conditions as detailed in resolution.

Mr. Mohindar Singh Bhogal, currently aged 80 years, has Diploma in Mechanical Draughtsman and has rich experience of around 56 years in manufacturing, operation of engineering Industries and automobile companies and has been providing his services to the Company since 1969.

Mr. Mohindar Singh Bhogal's job profile is to oversee and support activities of engineering and quality departments, including 'die design', methods formulation, tool manufacturing, defect resolution etc.

Considering the experience, expertise and the contribution made by Mr. Mohindar Singh Bhogal, it would be in the interest of the Company to continue availing his services and hence, it is proposed to seek the Members' ratification/approval for the re-appointment and payment of remuneration to Mr. Mohindar Singh Bhogal as the Whole-time (Executive) Director, in terms of the applicable provisions of the Companies Act, 2013.

No formal contracts, except the resolution passed by the Board of Directors and in the General Meeting, are expected to be executed with the Whole-time (Executive) Director. As any other Director, Whole-time (Executive) Director shall be entitled to resign from the services by submitting resignation and no other fee or any compensation is payable to him by the Company for termination of this arrangement.

Mr. Mohindar Singh Bhogal is not disqualified from being appointed as Director in terms of Section 164 of the Act and being eligible, offers himself for re-appointment.

In case of loss or inadequacy of profit, a minimum remuneration as per the provisions of the Schedule V of the Companies Act, 2013 is proposed to be paid to Mr. Mohindar Singh Bhogal. Considering the age, experience, previous salaries drawn by Mr. Mohindar Singh Bhogal and salary structure of the management level employees, the Board is of the opinion that the remuneration to be paid to Mr. Mohindar Singh Bhogal is reasonable and justified.

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The Company has not made any default in respect of repayment of any debt, including but not limited to, public deposits, debentures, interest thereon or dues to banks or financial institutions.

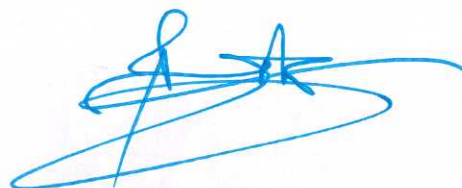
The above may be treated as a written memorandum setting out the terms of re-appointment of Mr. Mohindar Singh Bhogal.

The required details as per the Secretarial Standards ("SS-2") is provided at **Annexure A** of this Notice.

Except Mr. Mohindar Singh Bhogal, none of the Promoters or Directors or Key Managerial Personnel of the Company/ their relatives is/are, in any way concerned or interested, financially or otherwise, except to the extent of their respective shareholding if any, in the Company, in the resolution set out in the notice.

The Board recommends the passing of resolution as a Special Resolution as set out in the Notice for the approval of the Members of the Company.

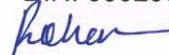
By order of the Board of Directors
For **Jaya Hind Industries Private Limited**



Prasan Abhaykumar Firodia

Managing Director

DIN: 00029664



Date: 13th October, 2025

Place: Pune

Registered Office:

Mumbai - Pune Road,

Akurdi, Pune - 411 035

CIN: U74999PN1947PTC005480

Website: www.jayahind.com

Phone: (Board) +91 20 27473981

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Annexure A

DETAILS OF DIRECTOR SEEKING APPOINTMENT AT THE EXTRA ORDINARY GENERAL MEETING:

[Pursuant to Secretarial Standard - 2 on General Meetings]

Name of the Director	Mr. Mohindar Singh Bhogal
Director Identification Number	01303503
Date of Birth (Age)	01 st April, 1945 (80 Years)
Date of first appointment on the Board	10 th January, 2001
Educational Qualification	Diploma in Mechanical Draughtsman
Experience	Mr. Mohindar Singh Bhogal has rich experience of 56 years in manufacturing, operation of engineering Industries and automobile Companies.
Terms and conditions of appointment or re-appointment	As per the Special Resolution set out in the Notice convening the Extra-Ordinary General Meeting (EGM)
Remuneration last drawn; and proposed to be paid	Rs. 3,00,000/- per month
No. of shares held in the Company	NIL
Number of meetings of the Board attended during the year	Three (3)
Directorships held in other companies	NIL
Memberships/Chairmanships of committees of other companies	NIL
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None

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