NOTICE

NOTICE IS HEREBY GIVEN THAT 20TH ANNUAL GENERAL MEETING OF THE MEMBERS OF ARMSTRONG MACHINE BUILDERS PRIVATE LIMITED WILL BE HELD ON SHORTER NOTICE ON FRIDAY 30TH SEPTEMBER 2022 AT 11.00 A.M. AT FLAT NO. 101, PADMAVISHWA ORCHID, OPP. CRICKET GROUND, MAHATMA NAGAR, NASHIK 422007 THE REGISTERED OFFICE OF THE COMPANY TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS

1) **To receive, consider and adopt the Audited Financial Statements for the year ended 31st March 2022 and Reports of the Directors' and Auditors thereon.**

SPECIAL BUSINESS:

2) **To ratify the remuneration payable to the Cost Auditor appointed by the Board of Directors of the Company for the financial year 2022-23 pursuant to Section 148 and all other applicable provisions of Companies Act, 2013.**

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

"RESOLVED THAT pursuant to the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013, the remuneration of Rs. 60,000/- (Rupees Sixty Thousand Only) excluding applicable Tax payable M/s Manjiri Patankar & Associates, Cost Accountants, Nashik (Registration No. 101625), for conducting cost audit of the Company for the financial year 2022-23, as approved by the Board of Directors of the Company, be and is hereby ratified."

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

For and on behalf of the Board of Directors of
ARMSTRONG MACHINE BUILDERS PRIVATE LIMITED

Sd/-
Archana Salian
Company Secretary

Date: 26.09.2022
Place: Nashik.

Notes:

1. A member entitled to attend and vote at the Annual General Meeting (the "meeting") is entitled to appoint a proxy to attend and vote on a poll instead of him and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the Registered Office of the Company not less than forty-eight hours before the commencement of the meeting.

2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is annexed to the Notice.

3. Pursuant to provisions of Section 105 of the Companies Act, 2013, read with the applicable rules thereon, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy, who shall not act as a proxy for any other member.

4. The Registers under the Companies Act, 2013 is available for inspection at the Registered Office of the Company during business hours between 11.00 am to 1.00 pm except on holidays.

5. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during business hours between 11.00 am to 01.00 pm except on holidays, up to and including the date of the Annual General Meeting of the Company.

6. As the Annual General Meeting of the Company has been called on a shorter notice, members of the company are requested to give their consent to conduct the 20th Annual General Meeting.

7. Members are requested to:

   (a) Notify immediately any change in their address to the Company.
   (b) Quote their folio number in all correspondence with the Company.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

ITEM NO. 2

The Board has approved the appointment of M/s Manjiri Patankar & Associates, Cost Accountants, Nashik (Registration No. 101625) as the Cost Auditors for conducting the Cost Audit of the Company for the financial year 2022-23 at a remuneration of Rs. 60,000/- plus taxes as applicable and reimbursement of reasonable out of-pocket expenses.

Pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, remuneration payable to M/s Manjiri Patankar & Associates, Cost Accountants, Nashik (Registration No. 101625), as stated above, requires ratification by the Members.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 2. The Board recommends the resolution set forth in Item No. 2 for the approval of Members as an Ordinary Resolution.

For and on behalf of the Board of Directors of
ARMSTRONG MACHINE BUILDERS PRIVATE LIMITED

Sd/-
Archana Salian
Company Secretary

Date: 26.09.2022
Place: Nashik.