

## NOTICE OF THE 06<sup>TH</sup> AGM OF FORCE MTU POWER SYSTEMS PRIVATE LIMITED

**NOTICE** is hereby given that the Sixth Annual General Meeting of the Members of Force MTU Power Systems Private Limited will be held on Tuesday, 27<sup>th</sup> August, 2024 at 03:30 P.M. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to transact the following businesses:

### ORDINARY BUSINESS

1. Adoption of Financial Statements and Reports thereon:  
To receive, consider and adopt: The audited Standalone Financial Statements of the Company for the financial year ended on 31<sup>st</sup> March 2024, together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Abhaykumar Firodia (DIN: 00025179), Mr. Prasan Firodia (DIN: 00029664) and Mr. Kishore Jayaraman (DIN: 02092505), who are retiring by rotation and being eligible, offers themselves for re-appointment.
3. Re-appointment of M/s P G Bhagwat LLP, Chartered Accountants, Pune (FRN: 101118W/ W100682) as the Statutory Auditors of the Company for a further term of five years commencing from Financial year 2024-25.

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

**"RESOLVED THAT** pursuant to provisions of section 139 & 142 of the Companies Act, 2013 read with Rule 3 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modifications or re-enactments for the time being in force) M/s P G Bhagwat LLP, Chartered Accountants, Pune (FRN: 101118W/ W100682) be and are hereby re-appointed as the statutory auditors of the Company for a term of five (05) years commencing from financial year 2024-25 to hold office until the conclusion of Eleventh (11) Annual General Meeting of the Company i.e. for the Financial Year 2028-29 to be held in year 2029, at a remuneration of Rs. 2,15,000/- (Rupees Two lakh Fifteen thousand Only) for Statutory Audit, Rs. 90,000/- (Rupees Ninety Thousand Only) for Limited Review and Rs. 50,000/- (Rupees Fifty Thousand Only) for Tax Audit respectively, plus out of pocket expenses, if any and same may be revised during the tenure of Auditors as may be agreed between the Board of Directors and Auditors, from time to time.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby further authorised to do all such acts, deeds, matters and things as may necessary to give effect to the aforementioned resolution."

By Order of the Board of Directors  
For FORCE MTU POWER SYSTEMS PRIVATE LIMITED

  
PRASAN FIRODIA  
DIRECTOR  
DIN: 00029664



Date: 02/08/2024  
Place: Pune

Force MTU Power Systems Pvt. Ltd.

CIN: U29309PN2018PTC178041  
Mumbai - Pune Road  
Akurdi, Pune 411 035 INDIA  
T: +91 20 2747 6381/82  
www.force-mtu.com

A Joint Venture of Force Motors and Rolls-Royce

**NOTES:**

1. The Ministry of Corporate Affairs ('MCA') has vide its General Circular No. 09/2023 dated 25<sup>th</sup> September, 2023, General Circular No. 2/2022 dated 5<sup>th</sup> May, 2022, read with General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020, General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020 and General Circular No. 20/2020 dated 5<sup>th</sup> May, 2020 (collectively referred to as 'MCA Circulars') permitted the holding of the Annual General Meeting ('AGM') due in the year 2024 through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ('Act'), and MCA Circulars, the AGM of the Company is being held through VC/OAVM. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company which shall be the deemed Venue of the AGM.
2. The facility of joining the AGM through VC / OAVM will be open 15 minutes before and 15 minutes after the scheduled time of the commencement of the AGM and the Members can join the AGM by following the procedure mentioned in this Notice.
3. The members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. In line with the MCA Circulars, the Notice of calling the AGM and the Annual Report (Board Report along with Annexures, Financials Statement and Statutory Audit Report) for the financial year 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company.
5. Members desirous of obtaining any information concerning the accounts or operations of the Company are requested to address their questions to the Chairman at the Meeting.
6. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send a certified true copy of the Board Resolution/ Authority Letter authorizing their representative to attend and vote on their behalf at the Meeting, to the Company Secretary at e-mail address [pivush.lalwani@force-mtu.com](mailto:pivush.lalwani@force-mtu.com), before the commencement of the meeting.
7. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM 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 AGM is being held pursuant to the MCA Circulars through VC / OAVM, 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 and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
8. The Corporate Identification Number of the Company is U29309PN2018PTC178041.
9. The Firm Registration number of the Statutory Auditor is 101118W/ W100682.

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10. The Directors' Identification Number of the Directors are as follows:

Sl.	Name of Director	DIN
1	Mr. Abhaykumar Firodia	00025179
2	Mr. Prasan Firodia	00029664
3	Mr. Prashant V Inamdar	07071502
4	Mr. Erik Manning	09730023
5	Mr. Kishore Jayaraman	02092505
6	Mr. Tobias Ostermaier	09214149

11. Since the AGM will be held through VC / OAVM, the route map is not annexed to the Notice.

12. The Registers maintained and required to be kept open for inspection during the AGM as per Companies Act, 2013, will be made available electronically for inspection by the Members during the AGM. Members seeking to inspect such registers can send an email to [piyush.lalwani@force-mtu.com](mailto:piyush.lalwani@force-mtu.com) in advance.

**Instructions related to Video Conferencing:**

1. The link and co-ordinates for joining the meeting will be shared separately in the e-mail sending notice of AGM and Annual Report.
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 AGM will be done by show of hands unless poll is demanded.
5. In case the voting is required through poll; the Members shall convey their vote at Company's designated email id: [piyush.lalwani@force-mtu.com](mailto:piyush.lalwani@force-mtu.com)
6. In case of any assistance, Members can contact the Company Secretary at email id [piyush.lalwani@force-mtu.com](mailto:piyush.lalwani@force-mtu.com) or Tel No. +91-21-356-85-542

By Order of the Board of Directors  
For **FORCE MTU POWER SYSTEMS PRIVATE LIMITED**

  
PRASAN FIRODIA  
DIRECTOR  
DIN: 00029664

Date: 02/08/2024  
Place: Pune



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