

CONMAT HEAVY INDUSTRIES PRIVATE LIMITED

CIN: U29248GJ2007PTC052387

Regd. Office: 702 – 703, NH No. 8, Por, Dist.: Vadodara – 391243 Tel: 0265 3000300, 6132900 Website: www.conmatindia.com

NOTICE

NOTICE IS HEREBY GIVEN THAT THE EIGHTEENTH (18TH) ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF CONMAT HEAVY INDUSTRIES PRIVATE LIMITED WILL BE HELD AT SHORTER NOTICE AT THE REGISTERED OFFICE SITUATED AT 702 – 703, NH NO. 8, POR, DIST VADODARA – 391243 ON MONDAY, 7TH JULY 2025 AT 11.30 A.M TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon.

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

“RESOLVED THAT the Audited Financial Statements of the Company for the Financial year ended on 31st March 2025, together with the Schedules and Notes attached thereto along with the reports thereon of the Board and the Auditors as circulated to the members & laid before the meeting be and is hereby approved and adopted.”

2. To declare dividend as recommended by the Board of Directors.

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 123 and other applicable provisions, if any, of the Companies Act, 2013, a final dividend of Rs.5/- per equity share of Rs.10/- each, fully paid up, as recommended by the Board of Directors, be and is hereby declared for the financial year ended 31st March 2025 and that the same be paid to the shareholders whose names appear in the Register of Members as on the date of this meeting.”

SPECIAL BUSINESS

3. Approval of Remuneration payable to M/s. Kailash Sankhalecha & Associates, Cost Accountants, Vadodara appointed as Cost Auditors of the Company for FY2025-26.

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 148(3) and other applicable provisions, if any, of the Companies Act, 2013 [including any statutory modification(s) or re-enactment(s) thereof], and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby approve the remuneration of INR 1,40,000 plus taxes, travel and out-of-pocket expenses incurred in connection with the cost audit payable to **Kailash Sankhlecha & Associates**, Cost Accountants, Vadodara (having Membership No. 12055) who is appointed as Cost Auditors by the Board of Directors of the Company to conduct audit of the cost records of the Company for the FY2025-26.

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

Place: Vadodara
Date: 02-07-2025

By Order of the Board of Directors of
Conmat Heavy Industries Private Limited.



Premraj

Premraj Keshyep
Managing Director
(DIN: 01034328)

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.

2. AN EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, RELATING TO THE SPECIAL BUSINESS TO BE TRANSACTED AT THE MEETING IS ANNEXED HERETO.

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

ITEM NO.3

In pursuance of Section 148 of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Company is required to appoint a cost auditor to audit the cost records of the applicable products of the Company. As per the Rules, remuneration payable to the cost auditor is required to be ratified by the members of the Company in the general meeting. The Board of Directors of the Company at its meeting held on 2ND July 2025 has considered and approved the re-appointment of Mr. Kailash Sankhlecha, Cost Accountants, Vadodara (having Membership No. 12055) as the cost auditor of the Company for the financial year 2025-26 at a remuneration of

INR.1,40,000 (Rupees One lac forty thousand only) plus applicable tax and reimbursement of out-of-pocket expenses that may be incurred.

The Board recommends this resolution for approval of the Members for ratification of the remuneration payable to the cost auditor for the financial year 2025-26.

The Directors, therefore, recommend the Ordinary Resolution for the approval of the shareholders. None of the Directors, Key Managerial Personnel of the Company, or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Companies Act, 2013 is, in any way, financially or otherwise, concerned or interested in the resolution.

Place: Vadodara
Date: 02-07-2025



By Order of the Board of Directors of
Conmat Heavy Industries Private Limited

Premraj
Premraj Keshyep
Managing Director
(DIN: 01034328)