

NEI AMSTED SEALS & FORMING LIMITED
Registered Office : C/o National Engineering Industries Limited,
Khatipura Road, Jaipur 302 006
Phone : 0141-2221224 Email : cs@nbcbrengo.com
Website: www.nbcbrengo.com
CIN : U27200RJ2020PLC069289

N O T I C E

NOTICE is hereby given that the Fifth Annual General Meeting of **NEI AMSTED SEALS & FORMING LIMITED** will be held on Wednesday, the 25th Day of June, 2025 at 5.00 P.M. IST through Video Conferencing/Other Audio Visual Means at the Registered Office of the Company at C/o National Engineering Industries Limited, Khatipura Road, Jaipur 302 006 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company together with the Reports of Directors and Auditors thereon for the year ended 31st March, 2025.
2. To declare dividend for the year ended 31st March, 2025.
3. To appoint a Director in place of Mr. Gourav Chaturvedi (DIN: 06926919), who retires by rotation and being eligible, offers himself for reappointment.

AS SPECIAL BUSINESS:

4. 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 and all other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Aman Bhargava (DIN: 10651635) who was appointed as a Director, to fill the casual vacancy caused by resignation of Mr. Sanjeev Taparia, pursuant to the provisions of Section 161(4) of the Companies Act, 2013 and the Articles of Association of the Company, with effect from 20th August, 2024 and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a shareholder under Section 160 of the Companies Act, 2013 signifying its intention to propose Mr. Aman Bhargava as a candidate for the office of Director, be and is hereby appointed as a Director of the Company whose office shall be liable to retire by rotation.

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing Resolution, Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things, as may be considered necessary, proper or desirable.”

C/O National Engineering Industries Limited
Khatipura Road
Jaipur – 302 006
Dated: 20th May, 2025

By Order of the Board

Priyanka Bagala
Company Secretary

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| N.B. | 1. | The Ministry of Corporate Affairs (MCA) vide its General Circulars dated September 19, 2024 read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, December 28, 2022 and September 25, 2023 (collectively referred to as "MCA Circulars") permitted companies to conduct Annual General Meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ("the Act") read with Rules made thereunder, the 5 th AGM of the Company is being held through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company. |
| | 2. | As per the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf. Since the 5 th AGM is being held through VC as per the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be made available for the 5 th AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. |
| | 3. | Corporate Members are required to send a certified copy of the Board resolution authorizing their representative to vote on their behalf in the below mentioned email id: cs@nbcbrengo.com |
| | 4. | The facility for joining the VC/OAVM shall be kept open for the members from 04.45 P.M. and may be closed at 05.30 P.M. or thereafter. |
| | 5. | The meeting shall be participated only through VC/OAVM by members with shared login details. Login details will be shared separately on your registered email address. |
| | 6. | The Members are further informed that they can cast their votes either during the VC/OAVM meeting by show of hands or they can ask for a poll during the AGM wherein they can provide their assent or dissent via email cs@nbcbrengo.com to the Company. |
| | 7. | The following documents will be available for inspection by the Members electronically during the 5 th AGM. Members seeking to inspect such documents can send an email to cs@nbcbrengo.com a) Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under the Companies Act, 2013. b) All such documents referred to in the accompanying Notice. |
| | 8. | In case of any queries regarding the Annual Report, the Members may write to cs@nbcbrengo.com to receive an email response. |
| | 9. | As the 5 th AGM is being held through VC, the route map is not annexed to this Notice |

Statement pursuant to Section 102 of the Companies Act, 2013 relating to Special Business mentioned in the Notice convening the Fifth Annual General Meeting

Item No.4

The Board of Directors of the Company appointed, pursuant to the provisions of Section 161(4) of the Companies Act, 2013 (the Act) and the Articles of Association of the Company, Mr. Aman Bhargava as a Director of the Company to fill the casual vacancy caused by resignation of Mr. Sanjeev Taparia, with effect from 20th August, 2024.

In terms of the provisions of Section 161(4) of the Act, Mr. Aman Bhargava will hold office up to the date of the ensuing Annual General Meeting (the original date of retirement of Mr. Sanjeev Taparia if he continued as a Director). The Company has received a notice in writing from a shareholder under Section 160 of the Act proposing the candidature of Mr. Aman Bhargava for the office of Director of the Company.

Mr. Aman Bhargava is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director.

In the opinion of the Board, Mr. Aman Bhargava fulfils the conditions for his appointment as a Director as specified in the Act.

Keeping in view his working experience in various organisations, it will be in the interest of the Company that Mr. Aman Bhargava is appointed as a Director.

As required under Clause 1.2.5 of the Secretarial Standard on General Meeting, details of the Director proposed to be re-appointed at the Annual General Meeting of the Company are given below:

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| 1. | Name of the Director | : | Mr. Aman Bhargava |
| 2. | Age | : | 59 years |
| 3. | Qualification | : | 1. B. E. (Mechanical) 2. MBA (Marketing) |
| 4. | Experience | : | About 35 years |
| 5. | Terms and conditions of re-appointment | : | Liable to retirement. |
| 6. | Details of remuneration sought to be paid | : | Not applicable. |
| 7. | Remuneration last drawn | : | Not applicable. |
| 8. | Date of first appointment on the Board | : | 20 th August, 2024. |
| 9. | Shareholding in the Company | : | Nil |
| 10. | Relationship with other Directors, Manager and Key Managerial Personnel of the Company | : | Not related to any other Director, Manager or Key Managerial Personnel of the Company. |
| 11. | Number of meetings of the Board attended during the year (2024-25) | : | Two |

12. Other Directorships : NIL
13. Membership / Chairmanship of : None
Committees of other Boards

Save and except Mr. Aman Bhargava and his relatives, none of the other Directors and Key Managerial Personnel or any of their relatives are in any way concerned or interested, financial or otherwise, in the above resolution.

The Board recommends this resolution for your approval.

By Order of the Board

C/o National Engineering Industries
Limited, Khatipura Road,
Jaipur 302 006
Dated: 20th May, 2025

Priyanka Bagla
Company Secretary

