

NOTICE

NOTICE is hereby given that the **FIFTEENTH** Annual General Meeting of **FILTRUM AUTOCOMP PRIVATE LIMITED** will be held on Wednesday, August 28, 2024, at 10.00 AM through Microsoft Teams/Video Conferencing (VC)/ Other Audio-Visual Means (OVAM) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the Company for Financial Year ended March 31, 2024, together with the reports of Directors' and the Auditors thereon.
2. To appoint Director in place of Mr. Dhaval Arun Kirloskar (DIN: 00028818) who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint Director in place of Mr. Jaydeep Shantaram Bhagat (DIN: 08137018), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Director in place of Mr. Rohit Suresh Sapre (DIN: 09243114), who retires by rotation and being eligible, offers himself for re-appointment.
5. To declare dividend on Equity Shares.
6. To re-appoint Statutory Auditors of the Company.

"RESOLVED THAT in terms of Sections 139 to 142 of the Companies Act, 2013 (the Act) and other applicable provisions, if any, of the said Act read with underlying rules viz. Companies (Audit & Auditors) Rules, 2014, as amended and as may be applicable, M/s. Raj Kishor & Associates, Chartered Accountants, (FRN No.128462W), the retiring auditors of the Company be and are hereby re-appointed as Statutory Auditors of Company, to hold the office from the conclusion of this Annual General Meeting (AGM) until the conclusion of consecutive 6th AGM of the Company, to be held in the year 2029 for the financial year ending 31st March 2029, on such remuneration and terms as shall be negotiated and concluded by and between the Auditors and the Chairman of Board of Directors of the Company".

Filtrum Autocomp Pvt. Ltd.

Corporate Identification No. U34300PN2009PTC134604

Plot No. C - 5,
MIDC Wai,
Dist - Satara - 412 803
Tel. : +91 2167 26 5066

Regd. Office:

Aquila, 101, 4th Floor,
Office No.401 & 402, Anand Park,
Aundh, Pune - 411007
marketing@filtrum.co.in | www.filtrum.co.in
Toll Free No. : 1800 210 1710



SPECIAL BUSINESS:

7. To ratify remuneration payable to the cost auditors, Mrs. Varsha Limaye, for the financial year 2024-25.

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

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the remuneration of Rs.1,00,000/- (Rupees One Lakh only) plus applicable Government Taxes, as recommended and approved by the Board of Directors, payable to Mrs. Varsha Limaye, Cost Accountants, as Cost Auditors, in connection with the audit of the relevant Cost records of the Company as prescribed under the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, for the financial year 2024-2025, be and is hereby ratified and confirmed.

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

**By order of the Board of Directors
Filtrum Autocomp Private Limited**

Niranjn Kirloskar

Chairman

DIN: 00045933

88, Bahar, Aditya Nisarg, Bavdhan, Pune-21

August 01, 2024

Pune

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(Dispute if any, subject to appropriate court in Pune jurisdiction only)

NOTES:

1. EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (THE 'ACT'), WITH RESPECT TO THE SPECIAL BUSINESS TO BE TRANSACTED AT THE FIFTEENTH ANNUAL GENERAL MEETING (THE 'MEETING/AGM') IS ANNEXED HERETO.
2. The Ministry of Corporate Affairs ("MCA") vide its circular No. 14/2020 dated April 8, 2020 and No. 17/2020 dated April 13, 2020 and No. 20/2020 dated May 5, 2020 02/2021 dated January 13, 2021, 21/2021 dated December 14, 2021 , 02/2022 dated May 5 2022, 10/2022 dated 28 December 2022 and 09/2023 dated 25 September 2023 (collectively referred to as "MCA Circulars") has permitted holding of the Annual General Meeting ("AGM") through Video Conferencing or OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Act and MCA, the AGM of the Company is being held through VC /OAVM and the physical attendance of the members is dispensed with. The deemed venue for the 15th AGM shall be the registered office of the Company.
3. In compliance with MCA circulars, the Notice of the 15th AGM along with the Annual Report for FY 2023-24 is being sent only by email to the Members, on the email addresses registered with the Company. Members may note that the Notice of the 15th AGM will also be available on the Company's website till the conclusion of the AGM.
4. A member entitled to attend, vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself, and such proxy need not be a member of the company. Since this AGM is being held through 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.
5. Relevant documents referred to in the accompanying Notice, the Explanatory Statement and the statutory registers will be available for inspection electronically. The Members interested for inspection are requested to send an email to khushboo.shah@filtrum.co.in.
6. Since the AGM will be held through VC/OAVM, the Route Map is not annexed to this Notice.
7. Members who would like to express their views/have questions to be asked at the AGM may register themselves as a speaker by sending their request from their registered email address to the Wholetime Director of the Company on the email address Jaydeep.bhagat@filtrum.co.in.
8. Members attending the AGM through VC/OAVM shall be counted for reckoning the quorum under Section 103 of the Act.
9. Members who need assistance before or during the AGM may contact Mr. Monik Taware on monik.taware@filtrum.co.in and helpline number +91-9881138233 or Ms. Khushboo Shah on Khushboo.shah@filtrum.co.in and helpline number +91-7391012002.
10. Instructions for attending the AGM through VC:
 - A) A Microsoft Teams meeting Invite will be sent to the Members of the Company alongwith the Notice of AGM (hereinafter referred to as 'Link')

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B) Members are requested to click on the link and join the meeting.

C) Members who do not have Microsoft Teams software are encouraged to join the meeting using Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge or Mozilla Firefox.

D) Members will be required to grant access to the web-cam to enable two-way video conferencing.

E) Members are advised to use stable Wi-Fi or LAN connection to participate at the AGM through VC in a smooth manner. Participants may experience audio/video loss in case of fluctuation in their respective networks.

F) Members who need technical assistance before or during the AGM can contact Mr. Monik Taware, on monik.taware@filtrum.co.in.

G) The facility for joining the meeting through VC / OAVM shall be open for members 15 minutes before the time scheduled for the meeting and the Company may close the window for joining VC/OAVM facility 15 minutes after the scheduled time to start the AGM.

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EXPLANATORY STATEMENT UNDER SECTION 102

THIS STATEMENT SETS OUT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT 2013, THE MATERIAL FACTS RELATING TO SPECIAL BUSINESS MENTIONED AT ITEM NO. 7 IN THE ACCOMPANYING NOTICE DATED AUGUST 01, 2024

Item No. 7.

To ratify remuneration payable to the cost auditors, Mrs. Varsha Limaye, for the financial year 2024-25.

The Board of Directors in their meeting held on August 1, 2024, approved the appointment of Mrs. Varsha Limaye, Cost Accountant to conduct the audit of the cost records of the Company for the financial year 2024-2025, at a remuneration of Rs. 1,00,000/- (Rupees One Lakh only) plus applicable Government Taxes.

Pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to the Cost Auditor is required to be ratified by the members of the Company.

The Board has approved the said appointment and remuneration at its meeting held on August 01, 2024, and recommends the resolution set out in item No.7 of the notice for approval and ratification by members of the Company.

No Director or their relatives are, in any way, concerned or interested in the resolution. The Company has not appointed any key managerial personnel, in the absence of applicability of such requirement and hence the question of disclosure of information with respect to key managerial personnel or their relatives does not arise.

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Niranjn Kirloskar

Chairman

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