



P. M. Electro Auto Pvt. Ltd.

Manufacturer of : Sheet Metal Parts, Lighting, Fitting
& Switchgear Assembly

Visit us at : www.pmealtd.com
Email : pmea@pmealtd.com
CIN : U29219MH2006PTC161285



Regd. & Corporate Office :
Unit No 406, 4th Floor, A Wing,
Bldg. No 6, Western edge - II,
Western Express Highway,
Borivali (E.), Mumbai - 400 066 .
Phone : +91 022 62235353

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT 1ST EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF P.M. ELECTRO-AUTO PRIVATE LIMITED WILL BE HELD ON FRIDAY, 18TH NOVEMBER, 2022 AT 11 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 406, WESTERN EDGE II, A WING, WESTERN EXPRESS HIGHWAY, CCI COMPOUND, BORIVALI-EAST, MUMBAI-400066, MH.

SPECIAL BUSINESS

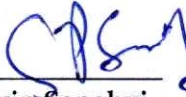
1. To consider and, if thought fit, to pass, with or without modification, the following resolution as a **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modification thereof for the time being in force and as may be enacted from time to time), subject to such approvals, consents, sanctions and permissions, as may be necessary, and the Articles of Association of the Company and all other provisions of applicable laws, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this Resolution), to give loans to any company(ies) and/or give any guarantee or provide security in connection with a loan to any company(ies) and/or acquire by way of subscription, purchase or otherwise, the securities of any company(ies) upto an aggregate amount not exceeding INR. 10,000,000,000/- (Rupees One Thousand Crores only) notwithstanding that the aggregate of the loans or guarantees or securities so far given or to be given and/or securities so far acquired or to be acquired by the Company may collectively exceed the limits prescribed under Section 186 of the Companies Act, 2013.



RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any of the present Directors of the Company be and are hereby authorised to take from time to time all decisions and such steps as may be necessary for giving loans, guarantees or providing securities or for making such investments and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem fit, necessary or appropriate."

For P.M. Electro-Auto Private Limited,



Samir Pravin Sanghvi
Chairman & Director
DIN: 00198441



Address: 1802/1803, Green Ridge Tower CHSL, Tower-II, Chikuwadi,
Link Road, Borivali (West), Mumbai 400092

Date: 18th October, 2022

Place: Mumbai

NOTES

1. Pursuant to SS-2 i.e. Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India, the route map for reaching the Meeting venue showing the prominent landmarks is given in this Notice.
2. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy need not be a member of the Company. The instrument appointing the proxy must be duly filled in all respect and should be deposited at the Registered Office of the Company not less than forty-eight hours before the commencement of the Meeting.
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days" notice in writing of the intention so to inspect is given to the Company.
4. Members/ Proxies are requested to bring their Attendance Slips duly filled in for attending the meeting along with copy of the Notice of the Meeting.
5. All documents referred to in the accompanying notice are open for inspection at the registered office of the Company on all working days, except Saturday, Sunday and Public holidays between 11.00 a.m. to 1.00 p.m. up to the date of the Extra-Ordinary General Meeting.
6. A person, whose name is recorded in the register of members maintained by the Company as on the Notice dispatch date, shall be entitled to voting at the EOGM.
7. A person can act as a proxy on behalf of members not exceeding fifty in number and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or Member.
8. Corporate members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of Companies Act, 2013 ("the Act") are requested to send to the Company a certified copy of the Board resolution authorizing their representatives to attend and vote on their behalf at the Meeting.







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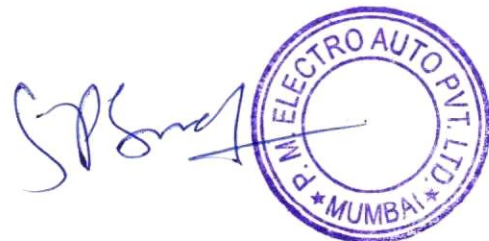
EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 OF EXTRA-ORDINARY GENERAL MEETING OF THE COMPANY:

Item No. 1:

As per the provisions of Section 186 of the Companies Act, 2013, the Board of Directors of a Company can make any loan, investment or give guarantee or provide any security beyond the prescribed limit of (i) sixty per cent of its paid-up share capital, free reserves and securities premium account or (ii) one hundred percent of its free reserves and securities premium account, whichever is more, if Special Resolution is passed by the members of the Company. As a measure of achieving financial flexibility and to enable optimal financing structure, the above permission is sought pursuant to the provisions of Section 186 of the Companies Act, 2013 to give powers to the Board of Directors or any duly constituted committee thereof, for making further investment, providing loans or giving guarantee or providing security in connection with loans for an amount not exceeding INR. 10,000,000,000/- (Rupees One Thousand Crores only).

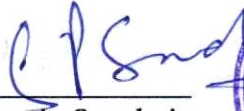
The investment(s), loan(s), guarantee(s) and security (ies), as the case may be, will be made in accordance with the applicable provisions of the Companies Act, 2013 and relevant rules made thereunder. These investments are proposed to be made out of own/surplus funds/internal accruals and or any other sources including borrowings, if necessary, to achieve long term business objectives.

There is no financial interest of the Directors of the Company or their relatives in the said resolution except to the extent of their shareholding in the Company. Thus, there is no such disclosure required under the clause a (i), (ii) and (iii) or (b) of sub section (1) of Section 102 of the Companies Act, 2013.



The Board of Directors accordingly recommends the Special Resolution as set out at Item No. 1 of the accompanying notice for the approval of the Members.

For P.M. Electro-Auto Private Limited,



Samir Pravin Sanghvi
Chairman & Director
DIN: 00198441

Address: 1802/1803, Green Ridge Tower CHSL, Tower-II, Chikuwadi,
Link Road, Borivali (West), Mumbai 400092

Date: 18th October, 2022

Place: Mumbai

**FORM NO. MGT-11
PROXY FORM**

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the
Companies (Management and Administration) Rules, 2014)

Name of the Member(s) : _____

Registered Address : _____

Email Id : _____

Folio No. : _____

I/ We, being the member(s) of _____ Equity Shares of the above-named
Company, hereby appoint:

(1) Name: _____
Address: _____
E-mail: _____

Signature: _____

or failing him/her

(2) Name: _____
Address: _____
E-mail: _____

Signature: _____

or failing him/her

(3) Name: _____
Address: _____
E-mail: _____

Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra-
Ordinary General Meeting of the Company, to be held on Friday, 18th November, 2022 at
11.00 A.M. at the registered office of Company situated at 406, Western Edge II, A Wing,
Western Express Highway, CCI Compound, Borivali East Mumbai 400066, and at any
adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Vote (Optional see Note 2)	
		For (Assent)	Against (Dissent)
1.	To approve limits for investments/loans under Section 186 of the Company Act, 2013.		

Signed this day of 2022

Affix revenue stamp of not less than Rs.1

.....
Signature of the proxy holder(s)

.....
Signature of the Member

Notes:

1. This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the Extra-Ordinary General Meeting.
2. It is optional to indicate your preference. If you leave the 'for' or 'against' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

ATTENDANCE SLIP

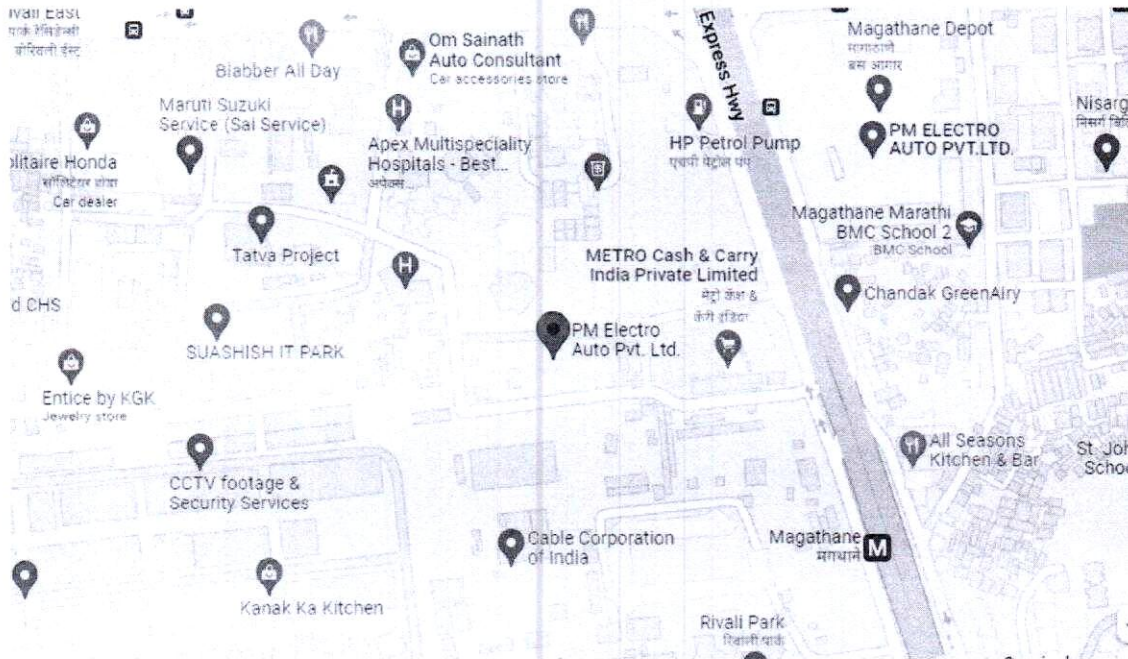
1ST EXTRA-ORDINARY GENERAL MEETING DATED 18TH NOVEMBER, 2022

Folio No.:	
Name & Address of the sole member:	
Name of Joint Holder(s):	
No. of Shares held:	

I/we certify that I/we am/are a member/proxy for the member of the Company. I/we hereby record my/our presence at the 1st Extra-Ordinary General Meeting of the Company to be held on Friday, 18th November, 2022 at 11.00 A.M. at the Registered Office of Company situated at 406, Western Edge II, A Wing, Western Express Highway, CCI Compound, Borivali East, Mumbai-400066.

Member/Proxy's Signature

ROUTE MAP



Registered Office Address: 406, Western Edge II, A Wing, Western Express Highway,
CCI Compound, Borivali (East), Mumbai-400066, MH.

Landmark: Behind Metro Mall, Borivali (East).