



Emmforce Autotech Limited

(CIN - U29301HR2023PLC115705)

Regd. Office: Plot No. 287, Industrial Area, Phase II, Industrial Estate Panchkula-134113 Haryana

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POSTAL BALLOT NOTICE

Pursuant to Section 110 of the Companies Act, 2013 ('Act') read with the Companies (Management and Administration) Rules, 2014 ('Rules') each as amended, and the applicable Circulars issued by the Ministry of Corporate Affairs ('MCA'), Government of India, from time to time.

VOTING STARTS ON	VOTING ENDS ON
31 st of October 2025	29 th of November, 2025

Dear Member(s),

Notice is hereby given to the Members of Emmforce Autotech Limited ('the Company') that pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Secretarial Standard on General Meetings issued by Institute of Company Secretaries of India ('SS-2') and the Circulars issued by the Ministry of Corporate Affairs ('MCA') and pursuant to other applicable laws and regulations, the ordinary resolution(s), as set out in this Notice are proposed for consideration by the Members of the Company for passing by means of Postal Ballot by voting through electronic means ('remote e-Voting').

The proposed resolution(s) along with the Statement pursuant to Section 102 of the Act, setting out the material facts thereto are annexed herewith.

The Company has appointed Mr. Kanwaljit Singh (Certificate of Practice No. 5870), Practicing Company Secretary, as Scrutiniser for conducting the Postal Ballot through remote e-Voting process in a fair and transparent manner.

In conformity with the applicable provisions of the Act and the Rules made thereunder read with General Circular No(s) 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, and 9/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024, issued by the MCA (collectively 'MCA Circulars') and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and as amended from time to time), Members can vote only through remote e-Voting, for which purpose, they are requested to carefully read the instructions given in the notes forming part of this Notice.

Remote e-Voting will commence on 31st October 2025, from 9.00 A.M. and will end on 29th November, 2025 at 5.00 P.M.

The Company has engaged the services of MUFG Intime India Private Limited ('MIPL') as the agency to provide

remote e-Voting facility.

Based on the Scrutiniser's Report, the Results of Remote e-Voting will be declared by the Chairman of the Company or in his absence, any person authorised by him in writing within 2 (two) working days from the conclusion of the Remote e-Voting period. The results declared along with the Scrutiniser's report shall be placed on the website of the Company at www.emmforce.com.com and on the website of MIPL at www.in.mpms.mufg.com and shall simultaneously be forwarded to BSE Limited where the shares of the Company are listed. The results of remote e-Voting along with the Scrutiniser's report will also be displayed at the Notice Board at the Registered Office and at the Corporate Office of the Company.

The resolution, if approved by the requisite majority, shall be deemed to have been passed on the last date of remote e-voting i.e. Saturday, 29th November, 2025, in terms of the Secretarial Standards on General Meeting (SS-2) issued by The Institute of Company Secretaries of India.

SPECIAL BUSINESS:

1. TO APPROVE MATERIAL TRANSACTIONS WITH RELATED PARTIES

To Consider and, if thought fit, to pass with or without modifications, the following resolution as Ordinary Resolution:

“RESOLVED that pursuant to the provisions of section 188 of the Companies act 2013, Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and other applicable provisions, if any, [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force], the Company's Policy on Materiality of and Dealing with Related Party Transactions, and subject to such approval(s), consent(s), permission(s) as may be necessary from time to time and based on the approval/ recommendation of the Audit Committee and the Board of Directors of the Company, approval of the Members be accorded to the Material Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) falling within the definition of ‘Related Party Transaction’ under Regulation 2(1)(zc) of the Listing Regulations to be entered into by the related parties of the Company as detailed in the explanatory statement to this Resolution on such material terms and conditions as mentioned therein and as may be mutually agreed between the parties, for a period commencing for one year from the date of approval, provided that the said contract(s)/ arrangement(s)/ agreement(s) / transaction(s) shall be carried out in the ordinary course of business and at an arm's length basis.

FURTHER RESOLVED that the Board of Directors of the Company (including any Committee thereof) be authorised to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalising and executing necessary contract(s), scheme(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this Resolution, for and on behalf of the Company and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions with regard to the powers herein conferred to, without being required to seek further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution.

FURTHER RESOLVED that all actions taken by the Board of Directors of the Company (including any Committee thereof) in connection with any matter referred to or contemplated in this Resolution, be approved, ratified and confirmed in all respects.”

FURTHER RESOLVED THAT Mr. Ashok Mehta, Managing Director (DIN: 00058188) and/ or Mr. Azeez Mehta, Wholtime Director (DIN: 10353827) of the company be and is hereby authorised to sign and execute the

necessary loan agreement, or any other deeds, documents and papers as may be required and to do all such acts, things and deeds as may be required to give effect to this resolution.”

Place: Panchkula

Date: 29.10.2025

By order of the Board of Directors
EMMFORCE AUTOTECH LIMITED

Sd/-
Ashok Mehta
Managing Director
DIN: 00058188

NOTES:

1. The Statement pursuant to Section 102 read with Section 110 of the Act in respect of Item No. 1 and 2 of the Notice set out above, is annexed hereto and forms part of this Notice.
2. In conformity with the applicable provisions of the Act, the Rules made thereunder and MCA Circulars, the Notice of Postal Ballot is being sent only through electronic mode to those Members whose names appear in the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited ('CDSL') ('Depositories') as on 24.10.2025, ('cut-off date') and who have registered their e-mail addresses with MUFG Intime India Private Limited (MIPL), Registrar and Share Transfer Agent (RTA) of the Company or the Depositories. Members who may not have received this Notice due to non-registration of their e-mail Id with the Company's RTA/Depositories shall be entitled to vote in accordance with the process given in this Notice. In terms of the said MCA Circulars, the requirement of sending the physical Notice of Postal Ballot along with the Postal Ballot Form in physical form has been dispensed with. Accordingly, the Company has not dispatched physical copies of Notice of Postal Ballot and Postal Ballot Form to any Member. Dispatch shall be deemed to be completed on the day on which MIPL sends out communication for Postal Ballot by e-mail to the Members of the Company.
3. In compliance with provisions of Section 108 and Section 110 and other applicable provisions of the Act read with the Companies (Management & Administration) Rules, 2014, the Company is pleased to offer e-voting facility to all the Members of the Company. For this purpose, the Company has availed the service of MUFG Intime India Private Limited (MIPL), Registrar and Share Transfer Agents (RTA) of the Company for facilitating e-voting to enable the Members to cast their votes electronically.
4. The Notice of Postal Ballot is available on the website of the Company at www.emmforce.com and on the website of MIPL at www.in.mpms.mufig.com and on the website of BSE at www.bseindia.com
5. Voting rights of the Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. 24.10.2025 and only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes. A person who is not a member as on the cut-off date should treat the Notice for information purpose only.
6. Pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Act read with the Companies (Management and Administration) Rules, 2014, assent or dissent of the Members of the Company in respect of the resolution(s) contained in the Notice of Postal Ballot dated October 29, 2025 is being taken through remote e-Voting only.
7. All the material documents referred to in the Notice and Explanatory Statement will be available for inspection in electronic mode upto the last date specified for casting vote through Remote e-Voting. Members

seeking to inspect such documents can send e-mail to info@emmforce.com mentioning their name, DP ID and Client ID and the documents they wish to inspect with a self-attested copy of their PAN Card attached to the email.

8. The Scrutiniser's decision on the validity of the votes cast through Postal Ballot will be final. Voting Right in the Postal Ballot can not be exercised by proxy.

9. The results of the Postal Ballot shall be declared within 2 (two) working days from the conclusion of remote e-Voting i.e on or before 1st December, 2025. The resolutions set out in the Notice of Postal Ballot, if passed by requisite majority, shall be deemed to have been passed on the last date specified for remote e-Voting i.e. on 29th November, 2025.

10. The declared results along with the Report of the Scrutinizer shall be forwarded to the BSE Limited and shall be uploaded on the website of the Company i.e., www.emmforce.com and website of MIPL at www.in.mpms.muvg.com.

11. REMOTE E-VOTING PROCEDURE:

PROCEDURE FOR REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS:

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - Individual Shareholders registered with NSDL IDeAS facility

Shareholders who have registered for NSDL IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "Login".
- b) Enter User ID and Password. Click on "Login"
- c) After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

Shareholders who have not registered for NSDL IDeAS facility:

- a) To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Proceed with updating the required fields.
- c) Post successful registration, user will be provided with Login ID and password.
- d) After successful login, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - Individual Shareholders directly visiting the e-voting website of NSDL

- a) Visit URL: <https://www.evoting.nsdl.com>
- b) Click on the “Login” tab available under ‘Shareholder/Member’ section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- a) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.
- b) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 – Individual Shareholders registered with CDSL Easi/ Easiest facility

Shareholders who have registered/ opted for CDSL Easi/ Easiest facility:

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com.
- b) Click on New System Myeasi Tab
- c) Login with existing my easi username and password
- d) After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime, for voting during the remote e-voting period.
- e) Click on “Link InTime/ MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

Shareholders who have not registered for CDSL Easi/ Easiest facility:

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided username and password.
- d) After successful login, user able to see e-voting menu.
- e) Click on “Link InTime / MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - Individual Shareholders directly visiting the e-voting website of CDSL

- a) Visit URL: <https://www.cdslindia.com>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) After successful authentication, click on “Link InTime / MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, user shall navigate through “e-voting” option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) After successful authentication, click on “Link InTime / MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for InstaVote as under:

- a) Visit URL: <https://instavote.linkintime.co.in>

Shareholders who have not registered for INSTAVOTE facility:

- a) Click on “**Sign Up**” under ‘SHARE HOLDER’ tab and register with your following details:

A. User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

B. PAN:

Enter your 10-digit Permanent Account Number (PAN)

(Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI:

Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number:

Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

Shareholders holding shares in **NSDL form, shall provide ‘D’ above*

***Shareholders holding shares in **physical form** but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above*

❖ Set the password of your choice

(The password should contain minimum 8 characters, at least one special Character (!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).

❖ Enter Image Verification (CAPTCHA) Code

❖ Click “Submit” (You have now registered on InstaVote).

Shareholders who have registered for INSTAVOTE facility:

- a) Click on **“Login”** under ‘SHARE HOLDER’ tab.
 - A. User ID: Enter your User ID
 - B. Password: Enter your Password
 - C. Enter Image Verification (CAPTCHA) Code
 - D. Click “Submit”
- b) Cast your vote electronically:
 - A. After successful login, you will be able to see the “Notification for e-voting”.
 - B. Select ‘View’ icon.
 - C. E-voting page will appear.
 - D. Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
 - E. After selecting the desired option i.e. Favour / Against, click on ‘Submit’.

A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

Guidelines for Institutional shareholders (“Custodian / Corporate Body/ Mutual Fund”)

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on **“Sign Up”** under “Custodian / Corporate Body/ Mutual Fund”
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person’s email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on **“Investor Mapping”** tab under the Menu Section
- c) Map the Investor with the following details:
 - A. ‘Investor ID’ –
 - i.NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID *i.e.*,
IN00000012345678
 - ii.CDSL demat account – User ID is 16 Digit Beneficiary ID.
 - B. ‘Investor’s Name - Enter Investor’s Name as updated with DP.
 - C. ‘Investor PAN’ - Enter your 10-digit PAN.
 - D. ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

**File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.*

E. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the “Report Section”.

STEP 3 – Voting through remote e-voting

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “**Votes Entry**” tab under the Menu section.
- c) Enter the “**Event No.**” for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under “On-going Events”.
- d) Enter “**16-digit Demat Account No.**” for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
- f) After selecting the desired option i.e. Favour / Against, click on ‘Submit’.
A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

OR

METHOD 2 - VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will be able to see the “Notification for e-voting”.
- c) Select “**View**” icon for “**Company’s Name / Event number**”.
- d) E-voting page will appear.
- e) Download sample vote file from “**Download Sample Vote File**” tab.
- f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under “**Upload Vote File**” option.
- g) Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.
(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
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Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on “Login” under ‘SHARE HOLDER’ tab.
- Click “forgot password?”
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%), at least one numeral, at least one alphabet and at least one capital letter.*

User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on ‘Login’ under “Custodian / Corporate Body/ Mutual Fund” tab
- Click “forgot password?”
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on “SUBMIT”.

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

EXPLNATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

As per amended Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), in case of companies listed on SME platform, prior approval of the shareholders is required for Related Party Transactions exceeding the threshold of lower of Rs. 50 crores (Rupees one thousand crores) or 10% (ten per cent) of the annual consolidated turnover as per the last audited financial statements of the listed entity. The approval is required even if the transactions are in the ordinary course of business and at an arm's length basis.

Given the nature of the Company's business, the Company works closely with its related parties and subsidiary company to achieve its business objectives and enters into various operational transactions with its related parties, from time to time, in the ordinary course of business and on an arm's length basis.

Amongst the transactions that the Company enters into with its related parties, the estimated value of the contract(s)/ arrangement(s)/ agreement(s)/ transaction(s) of the Company with the Related Party mentioned below and also the 'Related Party Transactions' under Regulation 2(1)(zc) of the Listing Regulations pertaining to Subsidiary of the Company, may exceed the threshold of Material Related Party Transactions within the meaning of Regulation 23(1) of the Listing Regulations i.e. 10% (ten per cent) of the annual consolidated turnover of the Company as per the last audited financial statements of the Company. The maximum annual value of the proposed transactions with the related parties is estimated based on the Company's current transactions with them and future business projections.

Under the Listing Regulations, in addition to the approval and reporting for transactions by the Company with its own Related Party(ies), the scope extends to transactions by the Company with Related Party(ies) of any subsidiary(ies) of the Company or transactions by a subsidiary(ies) of the Company with its own Related Party(ies) or Related Party(ies) of the Company or Related Party(ies) of any subsidiary(ies) of the Company.

The proposed related party transactions are duly approved by the audit committee and also recommended by the Board of directors. While approving the related party transactions the audit committee has reviewed the certificated provided by Managing Director and CFO as required under the provision of LODR.

Considering the quantum of the transactions, approval of the Members is being sought pursuant to Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") for the specific Material Related Party Transactions, the details of which are provided in **Annexure-1**, in accordance with SEBI Circular dated February 14, 2025, issued by the Securities and Exchange Board of India (SEBI).

ANNEXURE 1

As per SEBI Circular No. SEBI/HO/CFD/CFD-P0D-2/P/CIR/2025/18 dated February 14, 2025, issued by the Securities and Exchange Board of India (SEBI) titled "Industry Standards on Minimum information to be provided for review of the audit Committee and shareholders for approval of a related party transaction."

A (1)

Basic details of the related party

S.NO	Particulars of the Information	Information to be provided BY management	Information to be provided BY management	Information to be provided to BY management
1	Name of the related party	Emmbros Automotives Private Limited	PROSPEEDWAYS LLC	Emmforce Mobility Solutions Private Limited

2	Country of incorporation of the related party	India	USA	India
3	Nature of business of the related party	Purchase/sale	Sale	Sales/Purchase/Unsecured Loan

A(2)

Relationship and ownership with related party

S.NO	Particulars of the information	Emmbros Automotives Private Limited	PROSPEEDWAYS LLC	Emmforce Mobility Solutions Private Limited
1	Relationship between the listed entity/subsidiary¹ (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following: 1. Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. 2. Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary). 3. Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving then subsidiary).	Promoter Directors of the company are director and member in the related party holding 100% shares. Related party has nil shareholding in the company.	The promoter directors of the company are partners in the related party with 100% holding. Related party has nil shareholding in the company.	The related party is subsidiary of the company with 80% Shareholding. Rest of the holding is with promoter directors of the company. Related party has nil shareholding in the company.

A(3)

Detail of Previous transactions with Related Party

S.NO	Particulars of information	Emmbors Automotives Private Limited (Figure in Rupees)	PROSPEEDWAYS LLC (Figure in Rupees)	Emmforce Mobility Solutions Private Limited (Figure in Rupees)
1	Total amount of all transactions undertaken by the listed entity with subsidiary with the related party during the last financial year: • Nature of transaction	Sale of Goods Rs. 19,79,588.00 Purchase of goods Rs. 19,16,67,461.40	Sale of Goods Rs. 8,19,47,890.22	Sale of Goods Rs. 20,72,125.00 Purchase of goods Rs. 55,60,112.00 Loans Rs. 17,53,60,530.00
2	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought	APRIL 25 TO SEPT 2025 Rs. 6,78,88,610.00 purchase	APRIL 25 TO SEPT 2025 Rs. 5,16,80,911.87 sale	APRIL 25 TO SEPT 2025 Rs. 1,53,36,249.62 purchase Loans Rs. 9,52,25,987.00
3	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	Not Applicable	Not Applicable	Not Applicable

A(4)

Amount of the proposed Transaction(s) (EAL):-

S.no	Particulars of the information	Emmbros Automotives Private Limited (*)	PROSPEEDWAYS LLC	Emmforce Mobility Solutions Private Limited
1	Amount of the proposed transactions being placed for approval in the meeting	<u>Transactions with Emmforce Autotech Limited (EAL)</u>	Sale Rs. 40.00 Crores	Purchase Rs. 5.00 Crores Sales: 1.00 crore

	of the Audit Committee/ shareholders.	Purchase Rs. 20.00 Crores Sales Rs. 1.00 crore <u>Transactions with Emmforce Mobility Solutions Private Limited (EMSPL)-</u> Purchases:- 50 Lacs Sales:- 1.50 Crores		Loan Rs. 35.00 crores Guarantee 10.00 crores
2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes	Yes	Yes
3	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	23.55%	44.86%	62.81%
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	<u>For EAL:-</u> 2592.59% <u>For EMSPL:-</u> 222.22%	4938.27%	6913.58%
5	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party)	39.49%	438.24%	6913.58%

	for the immediately preceding financial year, if available.			
6	Financial performance of related party for the immediately Preceding financial year: • Turnover • Profit after Tax • Net worth	• 50.64 Cr. • 2.65 Cr. • 17.22 Cr.	• 9.13 Cr. • 0.14 Cr. • 0.83 Cr.	• 0.89 Cr. • (0.25) Cr. • 0.13 Cr,

(*) The proposed transactions of Emmbros Automotives Private Limited are mentioned for Emmforce Autotech Limited as well as for its subsidiary Emmforce Mobility Solutions Private Limited.

A(5)

Basic Details of the proposed Transaction

S.NO	Particular of the Information	Emmbors Automotives Private Limited (*)	PROSPEEDWAYS LLC	Emmforce Mobility Solutions Private Limited
1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Purchase and sale of Goods	Sales of Goods	Purchase of Goods Sales of good, making of loan and providing corporate guarantee
2	Details of each type of the proposed transaction	<u>For EAL:-</u> Purchase Rs. 20.00 Crores Sales Rs. 1 crore <u>For EMSPL:-</u> Purchases:- 50 Lacs Sales:- 1.50 Crores	Sale Rs. 40.00 Crores	Purchase Rs. 5.00 Crores Sales: 1 crore Loan Rs. 35 crores Guarantee 10 crores
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	12 Months	12 Months	12 Months
4	Whether omnibus approval is being sought?	No	No	No

5	Value of the proposed transaction during a financial year.	Purchase: Rs. 20.00 Crores Sales: Rs. 1.00 crore	Sale: Rs. 40.00 Crores	Purchase: Rs. 5.00 Crores Sales: Rs. 1.00 crore Loan: Rs. 40.00 crores Guarantee: Rs. 10.00 crores
6	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	Export Customers of Listed Company & Related Party is common & to give the benefit of lower logistic cost to customer all the export sales of related Party routed through the Listed Entity. The Company ensures that the related party transactions are done on arms' length basis which are established taking into account various factors including comparable with unrelated parties or on cost plus reasonable margin basis or market price basis, where available.	Related Party is mainly the warehousing company used for the customers who don't want to import the material directly in their name as well as some customers ask the warehousing facility to avoid the higher transit time due to which these transactions happen. The Company ensures that the related party transactions are done on arms' length basis which are established taking into account various factors including comparable with unrelated parties or on cost plus reasonable margin basis or market price basis, where available.	Forging division of Related party is the backward integration for the Listed company where the Forgings of the Related party is the RM of Listed company. The Company ensures that the related party transactions are done on arms' length basis which are established taking into account various factors including comparable with unrelated parties or on cost plus reasonable margin basis or market price basis, where available.
7	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.			
	a. Name of the director / KMP	1. Ashok Mehta 2. Neetu Mehta	1. Ashok Mehta 2. Neetu Mehta	1. Ashok Mehta 2. Neetu Mehta
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	1. Ashok Mehta 18.09% 2. Neetu Mehta 81.91%	1. Ashok Mehta 50.00% 2. Neetu Mehta 50.00%	1. Ashok Mehta 10.00% 2. Neetu Mehta 10.00%

8	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA	NA	NA
9	Other information relevant for decision making.	NA	NA	NA

(*) The proposed transactions of Emmbros Automotives Private Limited are mentioned for Emmforce Autotech Limited as well as for its subsidiary Emmforce Mobility Solutions Private Limited.

B(1).

Disclosure of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

S. No.	Particulars of the information	Emmbors Automotives Private Limited	PROSPEEDWAY S LLC	Emmforce Mobility Solutions Private Limited
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Other Process	Other Process	Other Process
2.	Basis of determination of price.	Transfer Pricing	Transfer Pricing	Transfer Pricing
3.	In case of Trade advance (<i>of upto 365 days or such period for which such advances are extended as per normal trade practice</i>), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	NA	NA	NA
	a. Amount of Trade advance			
	b. Tenure			
	c. Whether same is self-liquidating?			

B(2).

Disclosure of transactions relating to loans and advances given to its subsidiary Emmforce Mobility Solutions Private Limited

S. No.	Particulars of the information	Information to be provided by the management
1.	Source of funds in connection with the proposed transaction. <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/housing finance companies.</i>	Internal Accruals and proceeds of issue

2.	Where any financial indebtedness is incurred to give loan, inter- corporate deposit or advance, specify the following:	Nil
	<i>Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.</i>	
	a. Nature of indebtedness	
	b. Total cost of borrowing	
	c. Tenure	
	d. Other details	
3.	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. <i>Note:</i> <i>(1) This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.</i> <i>(2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.</i>	Currently it is 7.55%, but it is fluctuating
4.	Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	Same as Bank Rate
5.	Maturity / due date	4 Years
6.	Repayment schedule & terms	4 Years
7.	Whether secured or unsecured?	Unsecured
8.	If secured, the nature of security & security coverage ratio	NA
9.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	The financial assistance is given to subsidiary to meet its working Capital requirement and increasing the operational efficiency. This will ensure the safeguarding of investment of company in its subsidiary.

C(1) Disclosure in case of transactions relating to loans and advance given by listed entity to Emmforce Mobility Private Limited

S. No.	Particulars of the information	Information to be provided by the management
1	Latest credit rating	NA
2	Default on borrowings, if any ; In addition, state the following: Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; Whether the related party has been declared a “wilful defaulter” by any of its bankers and whether such status is currently subsisting; Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	Nil No No No No

B(4)

Disclosure of providing corporate guarantee by the listed entity for its subsidiary Emmforce Mobility Solutions Private Limited

S. No.	Particulars of the information	Information provided by the management
1.	(a) Rationale for giving guarantee (b) Whether it will create legal binding/obligation on the company	The subsidiary company has taken loan for meeting its working capital requirement and increase its operational efficiency. The holding company is providing guarantee to loan sanctioned to subsidiary, which will ensure safeguarding the investment of the holding company as same will ensure timely and appropriate credit assistance to subsidiary.

		This is a contingent liability and obligation to repayment only arise in case of default by subsidiary.
2.	Material covenant of the proposed transaction including: (a) Commission to be received by listed entity (b) Contractual provisions on how listed entity shall recover money	NA
3.	The value of obligations undertaken by the listed entity or any of its subsidiary, for which guarantee has been provided. Additionally any provisions required to be made in the books of accounts of the listed entity or any of its subsidiary.	10 crores Nil

C(3)

Disclosure *only* in case of transactions relating to any guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary

S. No.	Particulars of the information	Information provided by the management
1	If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party	Credit rating not applicable
2	Details of solvency status and going concern status of the related party during the last three financial years:	Related party is solvent and going concern.
3	The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee) surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	Rs. 10.00 crores No provision required to be made
4	Default on borrowings, <i>if any</i> , over the last three financial years, by the related party from the listed entity or any other person. In addition, state the following:	Nil

	Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; Whether the related party has been declared a “wilful defaulter” by any of its bankers and whether such status is currently subsisting; Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	No No No No