NOTICE

NOTICE is hereby given that 41st (Forty-First) Annual General Meeting **("AGM")** of the members of Autoriders International Limited **("the Company")** will be held on **Monday, September 28, 2026** at **11.30 a.m.** (IST) through Video Conferencing ('VC') or Other Audio-Visual Means ('OAVM') to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026 together with the Reports of the Board of Directors and the Auditors thereon

2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026 together with the Report of the Auditors thereon.

3. To appoint a director in place of Mrs. Maneka Vijay Mulchandani, (DIN: 00491027), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

4. To consider and approve the Appointment of M/s. HRU and Associates, Practicing Company Secretaries as Secretarial Auditor of the Company:

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

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (including any statutory modification(s) or re-enactments thereof for the time being in force) and pursuant to the recommendation of the Audit Committee and the Board of Directors, M/s. HRU & Associates, Practicing Company Secretaries (Unique Identification No. S2018MH587800/ Peer Review Certificate No. 3883/2023), be and are hereby appointed as the Secretarial Auditors of the Company for a term of five (5) consecutive financial years, commencing from Financial Year 2026-27 to Financial Year 2030-31, to conduct the secretarial audit of the Company at such fees as may be mutually agreed between the Board of Directors and the Secretarial Auditors. .

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to determine roles and responsibilities / scope of work of the Secretarial Auditors, to negotiate, finalize, amend, sign, deliver and execute the terms of appointment and alter or vary the terms and conditions of remuneration arising out of increase in scope of work on account of amendments to the statutory framework, etc; without being required to seek any further consent or approval of the Members of the Company;

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution.".”

5. To consider and approve increase in the limits under section 180 (1) (a) of the Companies Act, 2013 for creation of charge on the assets of the company:

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

"RESOLVED THAT in supersession of all earlier resolutions passed by the members of the Company in this regard and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and the rules notified thereunder (including any statutory modifications or reenactment thereof, for the time being in force), and the Memorandum and Articles of Association, consent of the members of the Company be and is hereby accorded to pledge, mortgage, hypothecate, create lien and/or charge all or any part of the moveable or immovable properties of the Company and the whole or part of the undertaking of the Company of every nature and kind whatsoever and/or creating a floating charge in all or any movable or immovable properties of the Company and the whole of the undertaking of the Company to or in favour of banks, financial institutions, NBFCs, investors and any other lenders to secure the amount borrowed by the Company or any third party from time to time for the due payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company or any third party in respect of such borrowings provided that the aggregate indebtedness secured by the assets of the Company does not exceed a sum of INR. 200 crore (Indian Rupees Two Hundred Crore) for the Company at any time;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

6. To consider and approve increase in overall borrowing limits of the company under section 180 (1) (c) of the Companies Act, 2013:

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

"RESOLVED THAT in supersession of all earlier resolutions passed by the members of the Company in this regard and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and the rules notified thereunder (including any statutory modifications or reenactment thereof, for the time being in force), and the Memorandum and Articles of Association, the consent of the Members of the Company be and is hereby accorded to borrow money, as and when required, from, including without limitation, any banks, financial institutions, NBFCs or any other lenders and/or foreign lender and/or anybody corporate/ entity/entities and/or authority/authorities, either in rupees or in such other foreign currencies as may be permitted by law from time to time, as may be deemed appropriate by the Board for an aggregate amount not exceeding a sum of INR 200 crore (Indian Rupees Two Hundred Crore) for the Company, notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves;

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized and empowered to arrange or settle the terms and conditions on which all such monies are to be borrowed from time to time as to interest, repayment, security or otherwise howsoever as it may think fit and to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required."

7. To consider and approve alteration of Object Clause of Memorandum of Association ("MOA") of the Company and adoption of MOA as per the Companies Act 2013:

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

"RESOLVED THAT pursuant to the provisions of Section 4, 13 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with applicable Rules and Regulations made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to such approvals, permissions and sanctions of Registrar of Companies, appropriate authorities,
departments or bodies as and to the extent necessary, consent of the members of the Company be and are hereby accorded to substitute/adopt the existing Memorandum of Association of the Company with new sets of Memorandum of Association of the Company, aligned with the provisions of the Companies Act, 2013;

RESOLVED FURTHER THAT pursuant to the provisions of Section 4, 13 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with applicable Rules and Regulations made there under (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to such approvals, permissions and sanctions of Registrar of Companies, appropriate authorities, departments or bodies as and to the extent necessary, the consent of the members of the Company be and are hereby accorded to approve the insertion of a new object clause, being existing Clause 76, under the object incidental or ancillary to the attainment of main object clause by inserting following para's after sub clause 5 of the MOA, in Clause III A {Main Objects to be pursued by the Company on its incorporation} as a new clause, and the remaining clauses under the Main Objects and the objects incidental or ancillary to the attainment of the above main objects be renumbered consecutively accordingly;

"RESOLVED FURTHER THAT, upon such insertion, alteration and renumbering, the nomenclature of the Object Clauses of the Memorandum of Association of the Company be and is hereby changed in accordance with the provisions of the Companies Act, 2013, as under:

(a) The title of the existing Clause III(A) be and is hereby amended from The Main objects to be pursued by the Company on its incorporation are" to "The objects to be pursued by the Company on its incorporation are" with new sub clause to be inserted as sub clause 6 as mentioned below and existing Clause III (A) containing the Main Objects sub-clause no. 1 to 5 will remain same:

Sub clause 6:

A. To Carry on the business of Generation, Transmission, distribution, trading and supply of solar, wind hydro energy and other sustainable energy technologies.

B. To establish, develop, operate and maintain power plants, Solar Farms, wind farms, energy storage systems, grid infrastructure, substations and transmission lines for efficient generation and supply of renewable energy.

C. To Manufacture, assemble, trade, import export and deal in solar panels, wind turbines, inverters, batteries and other equipment related to renewal energy project.

D. To Undertake Consultancy, advisory and training services in the field of renewable energy, Sustainability and Environmental Conservation.

The title of the existing Clause III(B) be and is hereby amended from "The Objects incidental or ancillary to the attainment of the Main Objects" to "Matters which are necessary for furtherance of the objects specified in Clause III (A) are".

RESOLVED FURTHER THAT, the existing Clause III (C) containing presently appearing under the head 'Other Objects' in the Memorandum of Association of the Company in Clause III" i.e. from sub clause no. 77 to 119 be and are hereby added, reclassified, deleted, merged and shifted under the head 'Matters which are necessary for furtherance of the objects specified in Clause III (B) and the separate nomenclature of the existing Clause III (C) 'Other Objects' be and is hereby deleted, in line with the provisions of the Companies Act, 2013;

RESOLVED FURTHER THAT, any one of the Director or the Company Secretary of the Company be and is hereby authorised to take all necessary steps, including issuance of notice, filing of forms with the Registrar of Companies, making necessary applications, representations and submissions, and to do all such acts, deeds and things as may be necessary, expedient or incidental to give effect to this resolution."

8. To consider and approve Re-designation of Mrs. Maneka Vijay Mulchandani (DIN: 00491027) as Executive Director in the category of Whole-time Director of the Company and approval of her remuneration:

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 ("Act"), read with the rules made thereunder and Schedule V to the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company, Regulation 17 read with Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the consent of the Members of the Company be and is hereby accorded to the re-designation of Mrs. Maneka Vijay Mulchandani (DIN: 00491027), presently designated as Executive Director, in the category of Whole-Time Director of the Company for a period of three years commencing from August 20, 2026 and ending on August 19, 2029, on the terms and conditions, including remuneration, as set out in the Explanatory Statement annexed to this Notice, with liberty to the Board of Directors (which term shall be deemed to include any Committee thereof) to alter and vary the terms and conditions of the said re-designation and/or remuneration in such manner as may be agreed to between the Board and Mrs. Maneka Vijay Mulchandani, subject to the same being within the overall limits specified under Section 197 read with Schedule V to the Act, or any statutory modification(s) or re-enactment(s) thereof;

RESOLVED FURTHER THAT pursuant to the provisions of Section 197 read with Schedule V of the Act, the remuneration payable to Mrs. Maneka Vijay Mulchandani, in her capacity as Whole-Time Director, shall be up to a maximum of ₹ 50,00,000/- (Rupees Fifty Lakh only) per annum, with the actual remuneration payable for each financial year to be determined by the Board of Directors on the recommendation of the Nomination and Remuneration Committee, subject to the aforesaid maximum and the applicable provisions of the Act and Schedule V thereto;

RESOLVED FURTHER THAT in the event of any loss, absence or inadequacy of profits of the Company in any financial year during the tenure of Mrs. Maneka Vijay Mulchandani as Whole-Time Director, the remuneration set out above be paid to her as minimum remuneration, subject to compliance with the conditions specified in Schedule V to the Act, or such other approval(s) as may be necessary;

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such documents, instruments and writings as may be considered necessary, expedient or desirable to give effect to this resolution, and to settle any question, difficulty or doubt that may arise in this regard."

For and on Behalf of
Autoriders International Limited

Priyanshi Joshi
Company Secretary & Compliance Officer
ACS 77367

Date: August 20, 2026
Place: Mumbai

Registered office:
4A, Vikas Center, 104, S V Road,
Santacruz (West), Mumbai- 400 054
CIN: L70120MH1985PLC037017

Notes:

1. The Ministry of Corporate Affairs has, vide its Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 5, 2022, Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023 and Circular No. 09/2024 dated September 19, 2024, and the latest being General Circular No. 03/2025 dated September 22, 2025, read with the relevant circulars issued by the Securities and Exchange Board of India, including SEBI Circular No. SEBI/HO/CFD/CFDPoD2/P/CIR/2024/133 dated October 3, 2024 (collectively referred to as the "Circulars"), have permitted companies to convene the Annual General Meeting **("AGM")** through Video Conferencing **("VC")** or Other Audio-Visual Means **("OAVM"),** without the physical presence of Members at a common venue. In accordance with the aforesaid Circulars and applicable provisions, if any, of the Companies Act, 2013 **("the Act")** read with Rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, **("SEBI Listing Regulations")** the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company situated at 4A, Vikas Center, 104 S V Road, Santacruz (West) Mumbai- 400 054.

2. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secret arial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI Listing Regulations (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has engaged the services of National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL. The procedure for participating in the Meeting through VC/OAVM is explained at Note No.15 below.

4. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts in respect of special businesses of the Notice of the AGM, is annexed hereto. Details pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of the Directors seeking appointment/re-appointment at this AGM are also annexed as Annexure A.

5. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA circulars and SEBI circulars

through VC/ OAVM, the requirement of physical attendance of the Members at a common venue has been dispensed with. Accordingly, in terms of the MCA circulars, the facility for appointment of proxies by the members will not be available for this AGM and hence the proxy form, attendance slip and route map of AGM venue are not annexed to this Notice.

6. Pursuant to the abovementioned MCA Circulars, physical attendance of the Members is not required at the AGM and the attendance of the Members through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

7. Corporate/Institutional Members are encouraged to attend and vote at the 41st AGM through VC/OAVM facility. Corporate/ Institutional Members intending to appoint their authorised representatives pursuant to Section 113 of the Act, to attend the AGM through VC/OAVM or to vote through remote e-voting as the case may be, are requested to send a certified scanned copy of the Board Resolution/Authorisation letter to the Scrutinizer by email at team@cskda.com with a copy marked to company at evoting@nsdl.com and complianceofficer@autoriders.in. Such authorisation should contain necessary authority in favour of its authorised representative(s) to attend the AGM.

8. **ELECTRONIC DISPATCH OF NOTICE AND ANNUAL REPORT:**

In accordance with the MCA circular No. 17/2020 dated April 13, 2020, and SEBI Circular, the Notice of the AGM along with the Annual Report 2025-26 is being sent by electronic mode to Members whose e-mail id is registered with the Company or the Depository Participants (DPs). Physical copy of the Notice of the 41st AGM along with Annual Report for the Financial Year 2025-26 shall be sent to those Members who request for the same by sending the request to the company's email address at complianceofficer@autoriders.in by mentioning the Folio number/DP ID and Client ID. Further, pursuant to Regulation 36(1)(b) of Listing Regulations, a letter providing the weblink of annual report has been sent to those shareholders who have not registered their email id's. Members may note that the AGM Notice and Annual Report for Financial Year 2025-26 will also be available on the Company's website at www.autoriders.in, websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also available on the website of NSDL at www.evoting.nsdl.com.

Members are requested to support the Green Initiative by registering/updating their e-mail addresses with their Depository Participant (in case of Shares held in dematerialised form) or with MUFG Intime India Private Limited (Formerly Link Intime India Private Limited), Registrar and Share Transfer Agent **("RTA or MUFG")** (in case of Shares held in physical form).

9. **TRANSFER OF SHARES PERMITTED IN DEMAT FORM ONLY:**

SEBI vide its Circular Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024 has mandated the Listed Companies to issue securities in demat form only while processing service requests viz. Issue of duplicate securities certificate; claim from Unclaimed Suspense Account; Renewal/ Exchange of securities certificate; Endorsement; Sub-division/ Splitting of securities certificate; Consolidation of securities certificates/ folios; Transmission and Transposition. Accordingly, members are requested to make service requests by submitting a duly filled and signed Form ISR – 4 or Form ISR - 5, as applicable, the format of which is available on the Company's website at www.autoriders.in.

In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or RTA for assistance in this regard.

10. NOMINATION:

As per the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, as amended, Members holding shares in physical form may file nomination in the prescribed Form SH-13 with Company's Registrar and Transfer Agent, MUFG. In respect of shares held in dematerialised form the nomination form may be filed with the respective Depository Participant. If a member desires to cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form SH-14.

11. UPDATION OF MEMBERS' DETAILS SHARES IN PHYSICAL FORM:

SEBI vide its Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7th May, 2024 has specified common and simplified norms for processing investor's service requests. The members holding shares in physical form are mandatorily required to furnish their PAN, KYC i.e. postal address with PIN and mobile number, bank account details and specimen signature etc. along with nomination details with the Company/ Registrar and Share Transfer Agents (RTA) of the Company. Further, the security holders (holding securities in physical form), whose folio(s) do not have PAN or contact details or mobile number or bank account details or specimen signature updated, shall be eligible to lodge any grievance or avail any service only after furnishing PAN, KYC details and nomination. Further, they shall be eligible for any payment including dividend, interest or redemption in respect of such folios, only through electronic mode, upon furnishing all the aforesaid details in entirety.

For the purpose of updation of KYC details against your folio, you are requested to send the details to Company's RTA, MUFG Intime India Private Limited (Formerly Link Intime India Private Limited), C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai, Maharashtra, India, 400083.

a) Through 'In Person Verification' (IPV) by furnishing the original documents; or
b) Through post by sending hard copies at above which should be self -attested and dated; or
c) Through electronic mode, provided that they are sent through e-mail id of the holder registered with RTA and all documents should be electronically/digitally signed by the shareholder and in case of joint holders, by first joint holder; or

d) Through web portal of Company's RTA, MUFG Intime India Private Limited (Formerly Link Intime India Private Limited) - www.in.mpms.mufg.com.

Members can download Form ISR-1 and Form ISR- 2 on the website of MUFG at https://web.in.mpms.mufg.com/KYC-downloads.html.

Form ISR-1 duly filled in along with self-attested supporting documents for updation of KYC details. Form ISR-2 duly filled in for banker attestation of signature along with original cancelled cheque with your name(s) printed thereon or self-attested copy of bank passbook/ statement.

To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant **("DP")** and holdings should be verified from time to time.

12. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:

Pursuant to Section 124 and 125 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 **('the IEPF Rules')** notified by the Ministry of Corporate Affairs with effect from 7th September, 2016, as amended up to date, all unclaimed/ unpaid dividend remaining unpaid or unclaimed for a period of 7 (seven) consecutive years from the date of transfer to the Company's unpaid account are required to be transferred to the Investor Education and Protection Fund **("IEPF")** administered by the Central Government.

Further, pursuant to Section 124 of the Act read with the IEPF Rules all shares on which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to IEPF Authority as notified by the Ministry of Corporate Affairs.

Interim Dividend for Financial Year 2023-24, and shares on which dividend remains unpaid or unclaimed for a continuous period of seven years, will be transferred to IEPF during FY 2030-31.

Dividends for the financial year ended March 31, 2025, and shares on which dividend remains unpaid or unclaimed for a continuous period of seven years, will be transferred to IEPF during FY 2031-32. Members who have not claimed their dividend for the above-mentioned year are requested to make their claim to the Company's Registrar & Share Transfer Agent, MUFG Intime India Pvt Ltd. Detailed information on Unclaimed Dividend is available on the Company's website https://autoriders.in/ for the benefit of members.

The details of the dates of the dates of declaration of various dividends and the corresponding last dates for claiming outstanding unclaimed dividends are set out below:

Financial Year	Date of declaration	Last date for claiming unclaimed dividend*
2023-24 – Interim Dividend	March 1, 2024	April 1, 2031
2024-25 – Final Dividend	September 29, 2025	October 29, 2032

* Members are requested to submit the requisite documents at least 15 days prior to the last date of claim to facilitate timely processing of outstanding dividend claims.

To claim the above outstanding dividend(s), please submit the below documents to RTA:

For shares held in Demat mode-

Copy of the updated Demat Account Statement (Client Master List) showing registered name, address, demat and bank account details (Bank name, branch, account number, IFSC code and MICR)

For Shares held in Physical mode -
Original cancelled cheque leaf bearing the name of the first shareholder
Investor Service Request Form (ISR-1, ISR-2)

All correspondences with regard to dividends and matters related therewith may be addressed directly to the Company's RTA at: M/s. MUFG Intime India Pvt Ltd
C-101, Embassy 247, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083.
Phone: 022 - 4918 6000/ E-Mail: mumbai@in.mpms.mufg.com.

13. PROCEDURE FOR INSPECTION OF DOCUMENTS:

The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and relevant documents referred to in this Notice of AGM and Explanatory Statement will be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice up to the date of the AGM i.e. **Monday, September 28, 2026**. Members seeking to inspect such documents can send an email to Company's investor email id: complianceofficer@autoriders.in.

14. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

15. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

REMOTE E-VOTING:

The remote e-voting period begins on **Thursday, September 24, 2026 at 09.00 a.m. and ends on Sunday, September 27, 2026 at 05:00 p.m. (both days inclusive**) for the purpose of this AGM. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. **Monday, September 21, 2026**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **Monday, September 21, 2026.**

SCRUTINIZERS AND ITS REPORT:

The Company has appointed Mr. Kaushal Dalal, Partner of M/s. KDA & Associates, Practicing Company Secretaries (Membership No. FCS 7141 and CP No. 7512) to act as a Scrutiniser to scrutinise remote e-voting process and voting at the 41st AGM in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the same purpose.

The Consolidated Results of remote e-voting and voting at the 41st AGM shall be declared within 2 (two) working days of the conclusion of 41st AGM of the Company. The results declared along with the Scrutiniser's Report shall be placed on the Company's website at www.autoriders.in and on the website of NSDL at www.evoting.nsdl.com and the same shall also be communicated to BSE Limited where the shares of the Company are listed.

Any person, who acquires shares of the Company and becomes Member of the Company after dispatch of the Notice of 41st AGM along with Annual Report as on the cut-off date may obtain the login ID and password by sending a request at evoting@nsdl.com or at rnt.helpdesk@in.mpms.mufg.com.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system:

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated 9th December, 2020 on e-Voting facility provided by Listed Companies, 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 in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner**" icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. 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 and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.

	NSDL Mobile App is available on App Store Google Play
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL

Login type	Helpdesk details
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.com 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. 1800-021-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 141733 then user ID is 141733001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8-digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

a. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to team@cskda.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their

Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

b. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.

c. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to NSDL at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to complianceofficer@autoriders.in
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to complianceofficer@autoriders.in
3. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A**) i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.
4. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
5. In terms of SEBI circular dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at complianceofficer@autoriders.in. The same will be replied by the company suitably.

6. Members who would like to express their views or ask questions during the AGM may register themselves as speakers by writing to complianceofficer@autoriders.in. before 5.00 p.m. on September 24, 2026. Only those Members who have registered will be allowed to express their views or ask questions. The Company reserves the right to restrict the number of questions and the number of speakers, depending upon the availability of time as appropriate for the smooth conduct of the AGM.

Additional Information with respect to Item No. 2:

Details of Director(s) seeking re-appointment at the forthcoming Annual General Meeting:

In terms of the provisions of Section 152(6) of the Act, Mrs. Maneka Vijay Mulchandani (DIN: 00491027), Director of the Company, is liable to retire by rotation and being eligible, has offered herself for re-appointment.

Additional information in respect of Maneka Vijay Mulchandani pursuant to Regulation 36(3) of the SEBI Listing Regulations and the Secretarial Standards on General Meetings (SS-2) is given as part of "**Annexure A"** to this Notice.

None of the directors, key managerial personnel of the Company or their relatives are, in any way concerned or interested financially or otherwise in the Resolution set out at Item No. 2 of the Notice except to the extent of their shareholding in the Company, if any.

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("Act") and additional information as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Circulars issued there under

Item No. 4: Appointment of M/s. HRU and Associates., Practicing Company Secretaries as Secretarial Auditor of the Company:

The Board at its meeting held on Thursday, August 20, 2026, based on recommendation of the Audit Committee, after evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., has approved the appointment of M/s. HRU and Associates., Company Secretaries ('HRU'), (Unique Identification No. S2018MH587800/ Peer Review Certificate No. 3883/2023), as Secretarial Auditors of the Company for a one term of five consecutive financial years commencing from Financial Year 2026-27 till Financial Year 2030-31, subject to approval of the Members of the Company on following terms.

Terms of Appointment:	For five consecutive years commencing from Financial Year 2026-27 to Financial Year 2030-31.
Proposed Fees:	As may be mutually agreed between the Board of Directors and the Secretarial Auditors.
Rationale for proposed appointment and fees:	The Audit Committee and the Board of Directors of the Company have taken into consideration various factors such as Independence, Technical Knowledge and Expertise, Industry Acumen, Quality of the Engagement Team and the Audit Reports, while considering the appointment.
Brief Profile:	M/s. HRU & Associates is a sole proprietorship firm of Practicing Company Secretary led by Mr. Himanshu Rohit Upadhyay, an Associate Member of the Institute of Company Secretaries of India, holding Membership No. A46800 and Certificate of Practice No. 20259. The firm provides professional services in the areas of corporate laws, securities laws, corporate governance, secretarial audit and related compliance matters. HRU & Associates, is Peer Reviewed Certified Mumbai based firm of Practicing Company Secretaries having specialization in a wide array of corporate laws, including the Companies Act, LLP Act, SEBI regulations, and offers legal and regulatory guidance to help businesses operate efficiently and compliantly in a dynamic environment.

HRU has given their consent for the appointment as Secretarial Auditors and confirmed their eligibility and are not disqualified for the proposed appointment as Secretarial Auditors. They hold a valid certificate of peer review issued by the Institute of Company Secretaries of India.

The appointment of Secretarial Auditors shall be in terms of the amended Regulation 24A (1) of the SEBI Listing Regulations vide SEBI Notification dated December 12, 2024, and provisions of Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The Board recommends the resolution set out at Item No. 4 of the accompanying Notice for approval of the
Members by way of an Ordinary Resolution.

None of the Directors, Manager, Key Managerial Personnel of the Company, and their relatives are in any way concerned or interested, financially or otherwise, in the Resolution set out in Item No. 4 of this Notice

Item No. 5 and 6:

To consider and approve increase in the limits under section 180 (1) (a) of the Act for creation of charge on the assets of the Company and to consider and approve increase in overall borrowing limits of the Company under section 180 (1) (c) of the Act:

In order to carry out the Car rental business smoothly and to meet the working Capital requirements, the Board of Directors at their meeting held on Thursday, August 20, 2026 has given their approval and recommended the same to shareholders to increase the existing borrowing limit from Rs. 100 Crores (approved by members of the Company passed by way of Postal Ballot on December 13, 2025) to Rs. 200 Crores as required u/s 180(1)(c) of the Act and rules made there under.

The Board has further given their approval at their meeting held on Thursday, August 20, 2026 to increase the existing limit from Rs. 100 Crores to Rs. 200 Crores for creating, pledging, mortgaging, hypothecating, or otherwise charging its movable and/or immovable properties or undertakings as security for borrowings, where the aggregate amount of money to be borrowed, together with the money already borrowed, exceeds the aggregate of its paid-up share capital, free reserves and securities premium, apart from temporary loans obtained from the Company's bankers in the ordinary course of business.

Considering the Company's growth plans, operational expansion, and enhanced funding requirements, the board has now proposed to revise and increase the existing limit for creation of charge and security on the assets of the Company from INR 100 Crore (Indian Rupees One Hundred Crores) to INR 200 Crore (Indian Rupees Two Hundred Crore) in terms of provisions of Section 180(1)(a) of the Act and 180(1)(c) of the Act.

In view of above, Members are requested to pass special resolutions pursuant to Section 180(1)(a) & (c) of the Companies Act, 2013 authorizing the Board of Directors to borrow monies and to create charge/security on assets of the Company, which are in the ordinary course of lending business of the Company

The Board, accordingly, recommends the passing of the Special Resolutions as set out at Item No. 5 & 6 of this Notice, for the approval of the Members.

None of the Directors, Manager, Key Managerial Personnel of the Company, and their relatives are in any way concerned or interested, financially or otherwise, in the Resolution set out in Item No. 5 and 6 of this Notice

Item no. 7:

To consider and approve alteration of Memorandum of Association of the Company and adoption of MOA as per the Companies Act 2013:

In order to make the main object clause of the Memorandum of Association (MOA) comprehensive and to include new activities to be undertaken by Company as main object as mentioned in the resolution above, it is proposed to alter the Main Object Clause of the MOA by inserting a new object clause and re-classifying and renumbering the existing object clauses, in line with the requirements of the Act.

Therefore, there is need to alter the present objects mentioned in Main Object Clause III of MOA by inserting a new object clause, being existing Clause 76, under the clause (The objects to be pursued by the company on its incorporation are- "**Main Objects**") by inserting the same below Clause 5 as a new clause, and the remaining clauses under the Main Objects and the objects incidental or ancillary to the attainment of the above main objects be altered, modified, renumbered consecutively accordingly.

Also, upon such insertion, alteration and renumbering, the nomenclature of the Object Clauses of the Memorandum of Association of the Company will be changed in accordance with the provisions of the Companies Act, 2013.

The existing main objects of the Company, as set out In Clause III(A) of the MOA, are proposed to be augmented by inserting the following new sub-clauses after the existing sub-clause (5), namely sub-clauses (6), to enable the Company to diversify and expand its business activities.

Sub clause 6:

A. To Carry on the business of Generation, Transmission, distribution, trading and supply of solar, wind hydro energy and other sustainable energy technologies.

B. To establish, develop, operate and maintain power plants, Solar Farms, wind farms, energy storage systems, grid infrastructure, substations and transmission lines for efficient generation and supply of renewable energy.

C. To Manufacture, assemble, trade, import export and deal in solar panels, wind turbines, inverters, batteries and other equipment related to renewal energy project.

D. To Undertake Consultancy, advisory and training services in the field of renewable energy, Sustainability and Environmental Conservation.

Pursuant to Section 13 of the Companies Act, 2013, the alteration of the Object Clause of the MOA requires the approval of the shareholders by way of a Special Resolution.

A copy of the existing MOA and the proposed amendments is available for inspection by the shareholders at the Registered Office of the Company during business hours on any working day up to the date of the general meeting and will also be available during the meeting.
The Board recommends passing of the resolution set out at Item No. 7 as a Special Resolution.

None of the Directors, Manager, Key Managerial Personnel of the Company, and their relatives are in any way concerned or interested, financially or otherwise, in the Resolution set out in Item No. 7 of this Notice

Item no. 8:

To consider and approve Re-designation of Mrs. Maneka Vijay Mulchandani (DIN: 00491027) as Executive Director in the category of Whole-time Director of the Company and approval of her remuneration:

Mrs. Maneka Vijay Mulchandani (DIN: 00491027) was serving as Executive director on the board of directors of the Company. Pursuant to the performance evaluation of Mrs. Maneka Vijay Mulchandani as a Member of the Board and considering her background, experience and contribution, which would be beneficial to the Company, the Board of Directors **("Board"),** upon the recommendation of the Nomination and Remuneration Committee at its meeting held on 20th August, 2026 re-designated Mrs. Maneka Vijay Mulchandani (DIN: 00491027) as the Executive director, in the category of Whole Time Director of the Company for a period of 3 (three) years with effect from August 20 2026 upto August 19, 2029, subject to the approval of the Members on the terms and conditions as specified in the resolution. The terms and conditions have been approved by the Nomination and Remuneration Committee **("NRC")** and the Board of the Company.

The Company has, in terms of Section 160(1) of the Act received in writing a notice from a Member, proposing her candidature for the office of Director.

The Company has received from Mrs. Maneka Vijay Mulchandani (i) Consent to act as a Director & Key Managerial Personnel (KMP) in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 (the Rules); (ii) Intimation in Form DIR-8 in terms of the Rules to the effect that she is not disqualified under the provisions of Section 164(2) of the Act; (iii) Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018 that she has not been debarred from holding office of a Director by virtue of any order passed by Securities and Exchange Board of India or any other such authority.

Further, on the recommendation of the NRC, the Board at its meeting held on August 20, 2026, approved the terms and conditions of re-designation of Mrs. Maneka Vijay Mulchandani, subject to the approval of the Members.

A brief profile of Mrs. Maneka Vijay Mulchandani is given below:

Mrs. Maneka Vijay Mulchandani has been associated with the Company since June 2002 and is presently designated as Executive Director of the Company. She has been actively involved in the management and affairs of the Company and is responsible for managing its day-to-day business affairs as well as planning and achieving its long-term strategic growth. Her responsibilities include formulation and implementation of strategic business plans, designing and implementing an effective organizational structure, enhancing the Company's visibility with external customers and partners, establishing robust business and operational processes, overseeing risk management and ensuring compliance with applicable laws and regulations. She has over two decades of experience and has made significant contributions to the affairs, operations and growth of the Company.

Broad particulars of the terms of appointment and remuneration payable to Mrs. Maneka Vijay Mulchandani are as follows:

a. Period: 3 (Three) Years w.e.f. August 20, 2026 up to August 19, 2029.

b. Proposed Remuneration per annum:

Salary	₹ 50,00,000/- (Indian Rupees Fifty Lakhs Only)- per annum including Bonus, Perquisites and Allowances.

The annual increments which will be effective April 1, each year, will be decided by the Board based on recommendation of the Committee and will be merit-based and taking into account the Company's performance as well.

c. Minimum Remuneration: Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of the Mrs. Maneka Vijay Mulchandani as the Executive director, in the category of Whole Time Director, the Company has no profits, or its profits are inadequate, the Company will pay to the remuneration by way of Salary, Benefits, Perquisites and Allowances as specified above.

d. The terms and conditions of the res-designation of Mrs. Maneka Vijay Mulchandani as the Executive director, in the category of Whole Time Director and/or the Agreement may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act or any amendments made hereafter in this regard in such manner as may be agreed to between the Board and Mrs. Maneka Vijay Mulchandani subject to such approvals as may be required.

e. When in any financial year, the Company has no profits or its profits are inadequate, the Remuneration including the performance linked bonus and allowances and reimbursements as aforesaid will be paid to Mrs. Maneka Vijay Mulchandani as minimum remuneration for that year and in accordance with the applicable provisions of the Act, Rules thereunder and Schedule V to the Act, and subject to the approval of the Central Government, if required and subject to such conditions and modifications as may be prescribed or imposed by the Central Government while granting such approval, as applicable.

The Memorandum of Terms of re-designation of Mrs. Maneka Vijay Mulchandani setting out the terms of re-designation is available for inspection at the registered office of the Company.

The proposed remuneration is commensurate with her professional qualification, relevant industry experience, size of the Company and the current remuneration standards for such senior executive positions in the industry.

The Board of Directors of the Company recommends the passing of the Resolution set out in Item No. 8 of this Notice as Special Resolution, for approving the re-designation of Mrs. Maneka Vijay Mulchandani as the Executive Director, in the capacity of whole-time director of the Company under the provisions of Sections 196, 197, 203 and other applicable provisions of the Act, read with Schedule V to the Act, and Regulation 17(1C) of the Listing Regulations, and the terms of re-designation Executive Director, in the capacity of whole-time director as specified above are now being placed before the Members for their approval by way of Special Resolution.

Other than of Mrs. Maneka Vijay Mulchandani and his relatives, none of the other Directors or Key Managerial Personnel (KMP) of the Company or their respective relatives are concerned or interested in the Resolution at Item No. 8 of the accompanying Notice. Mrs. Maneka Vijay Mulchandani is not related to any other Director or KMP of the Company.

Details pursuant to the provisions of (i) Listing Regulations and (ii) Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India are given in “Annexure A”.
Mrs. Maneka Vijay Mulchandani satisfies all the conditions set out in Part –I of Schedule V to the Act as also conditions set out under Section 196(3) of the Act for being eligible for reappointment. she is not disqualified from being a Director in terms of Section 164 of the Act. Necessary disclosures as required under Schedule V of the Act are given in “Annexure B”.

For and on Behalf of
Autoriders International Limited

Priyanshi Joshi
Company Secretary & Compliance Officer
ACS 77367

Date: August 20, 2026
Place: Mumbai

Registered office:
4A, Vikas Center, 104, S V Road,
Santacruz (West), Mumbai- 400 054
CIN: L70120MH1985PLC037017

Annexure A

Information as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standard on General Meetings ('SS-2') is given hereunder:

Name of the Director	Mrs. Maneka Vijay Mulchandani
Director Identification Number	00491027
Date of birth and age	March 27, 1957 and Age –69 years
Date of Appointment/Re-appointment	June 25, 2002
Date of first appointment on the Board	June 25, 2002
Brief experience/ Resume	Extensive experience in the Car renting industry, along with a strong understanding of accounts and business marketing
Qualifications	Graduate
Expertise in specific functional areas	Experience and knowledge of working in Tours and travels companies over long period.
Last drawn remuneration for FY 2025-26	₹ 31.53 Lakhs
Remuneration sought to be paid	Not exceeding ₹ 50,00,000/- (Indian Rupees Fifty Lakhs Only)- per annum including Bonus, Perquisites and Allowances.
Directorship in other Indian Companies other than Autoriders International Limited	V-Explore Travel Management Private Limited Solareco Energy Private Limited
Committee positions held in other Companies	None
Shareholding details in the Company, including shareholding as beneficial owner	Nil
Name of the Listed entity from which the person has resigned in the past three year	Nil
No. of Board Meeting attended during the financial year ended March 31, 2026	7 out of 7
Period of Appointment	Three (3) years commencing from August 20, 2026, to August 19, 2029, (both days inclusive), liable to retire by rotation.
Relationship between Directors, Manager and other Key Managerial Personnel Inter-se	Mrs. Maneka Vijay Mulchandani is not related to any other Directors, Manager and other Key Managerial Personnel of the Company
Terms and conditions of appointment or re-appointment	Re-appointment in terms of section 152(6) of the Companies Act, 2013

Annexure B

The information as required to be disclosed with provisions of Schedule V to the Act is provided below:

I. General Information

1.	Nature of industry	The Company is engaged in the business of Car rental business along the Travel and Tourism industry.
2.	Date or expected date of commencement of commercial production	Not applicable as the Company in operation since 1985
3.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable
4.	Financial performance based on given indicators	As on March 31, 2026 Total revenue from Operations – ₹ 10,172.85 Lakhs Profit Before Tax – ₹ 1214.11 Lakhs Profit After Tax – ₹ 903.76 Lakhs
5.	Foreign Investments or collaborations, if any	There are no foreign investments or collaboration

II. Information about the appointee:

1.	Background details	Mrs. Maneka Vijay Mulchandani has been associated with the Company since June 2002 and is presently designated as Executive Director of the Company. She has been actively involved in the management and affairs of the Company and is responsible for managing its day-to-day business affairs as well as planning and achieving its long-term strategic growth. Her responsibilities include formulation and implementation of strategic business plans, designing and implementing an effective organizational structure, enhancing the Company's visibility with external customers and partners, establishing robust business and operational processes, overseeing risk management and ensuring compliance with applicable laws and regulations. She has over two decades of experience and has made significant contributions to the affairs, operations and growth of the Company.
2.	Past remuneration	**Financial Year**: 2025-26 **Salary**: ₹ 31.53 Lakhs
3.	Recognition or awards	-
4.	Job profile and her suitability	Mrs. Maneka Vijay Mulchandani is the Executive Director and is in-charge of the day-to-day affairs of the Company, business development.

<table>
<tr><td>5.</td><td>Remuneration proposed</td><td><table><tr><th>Financial Year</th><th>2026-27</th><th>2027-28</th><th>2029-30</th></tr><tr><td>Salary including Bonus, Perquisites and Allowances.</td><td>Not exceeding ₹ 50,00,000 per annum</td><td>Not exceeding ₹ 50,00,000 per annum</td><td>Not exceeding ₹ 50,00,000 per annum</td></tr></table></td></tr>
<tr><td>6.</td><td>Comparative remuneration profile with respect to industry, size of the company, profile of the position and person</td><td>Taking into consideration the qualification, knowledge, experience and the responsibilities shouldered by said Directors, remuneration paid to them are commensurate with remuneration of similar senior levels in similar sized domestic companies.</td></tr>
<tr><td>7.</td><td>Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any</td><td>She has no pecuniary relationship directly or indirectly with the Company or managerial personnel.</td></tr>
</table>

III. Other Information

<table>
<tr><td>1.</td><td>Reason of Inadequate Profits</td><td>The Company is engaged in the car rental business and the travel and tourism industry. The Company's profitability has been impacted by fluctuations in business volumes, competitive pressures, operating costs and prevailing market conditions affecting the travel, tourism and mobility sectors, resulting in inadequate profits for the purpose of determining managerial remuneration under Section 197 read with Schedule V of the Companies Act, 2013.

During the current financial year, the Company is also expanding its business activities into the generation, transmission, distribution, trading and supply of solar, wind, hydro energy and other sustainable energy technologies. The initial stage of development and establishment of this new business segment is expected to require investment in resources, infrastructure and business development, which may also affect the Company's profitability during the initial period.</td></tr>
<tr><td>2.</td><td>Steps taken or proposed to be taken for improvement</td><td>The Company is focusing on strengthening and expanding its existing car rental and travel and tourism operations through improved operational efficiency, better utilisation of resources, cost optimisation and expansion of its customer base.

The Company is also taking steps to develop and establish its new renewable and sustainable energy business, including exploring business opportunities and establishing the necessary operational capabilities and strategic relationships for undertaking activities relating to solar, wind, hydro and other sustainable energy technologies. The Company intends to leverage opportunities in the</td></tr>
</table>

		growing sustainable energy sector to diversify its revenue streams and improve its overall financial performance.
3.	Expected productivity increase in and profits in measurable terms	The measures undertaken by the Company are expected to improve operational efficiency, optimise costs, increase business volumes and strengthen revenue generation from its existing operations. The proposed entry into the renewable and sustainable energy sector is also expected to provide additional opportunities for revenue generation and business growth over the medium to long term. The Company expects these initiatives to contribute to improvement in productivity, revenues and profitability; however, the quantum of increase cannot be reasonably quantified at this stage, as it will depend upon the scale of operations, business opportunities, market conditions, demand and the pace of development of the new business segment.