Dura-Line India Pvt. Ltd.
Registered Office :
Unit No. 308 B, 3rd Floor, Southern Park, D-2
District Centre, Saket, New Delhi 110 017
Tel : +91-11-4240 7700
CIN : U25209DL1996PTC081248
www.duraline.com
duraline@duraline.com

NOTICE IS HEREBY GIVEN THAT THE TWENTY NINTH (29th) ANNUAL GENERAL MEETING OF THE MEMBERS OF DURA-LINE INDIA PRIVATE LIMITED IS SCHEDULED TO BE HELD ON 11 MAY 2026 AT 10.30 AM AT THE OFFICE OF THE COMPANY AT TOWER RAO, NEIL RAO TOWERS, PLOT NO. 117, ROAD NO. 3, EPIP PHASE 1, WHITEFIELD, BENGALURU – 560066 AND THROUGH AUDIO/VIDEO CONERENCING MODE AT SHORTER NOTICE TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS

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

1. **To receive, consider and adopt:**

   a. the Standalone Financial Statements of the Company for the Financial Year ended on 31st March 2025, together with the Reports of the Board of Directors' and the Auditors' thereon; and

   b. the Consolidated Financial Statements of the Company for the financial year ended on 31st March 2025, together with the Reports of the Auditors' thereon.

2. **To ratify the appointment of M/s. Deloitte Haskins and Sells, Chartered Accountants, Chennai (Firm Registration No : 008072S) as the Statutory Auditors of the Company**

   "**RESOLVED THAT** pursuant to the provisions of Sec 139 and all other applicable provisions, if any, of the Companies Act 2013 and Rules framed there under, as amended from time to time, the Company hereby ratifies the appointment of M/s Deloitte Haskins and Sells, Chartered Accountants, Chennai (Firm Registration No : 008072S) as Auditors of the Company to hold office for the 2nd term i.e. from conclusion of this Annual General Meeting (29th AGM) till the conclusion of the next AGM of the Company, at such remuneration plus service tax, out of pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors."

   "**RESOLVED FURTHER THAT** any one of the present Director of the Company be and is hereby authorized to sign the necessary documents, deeds, etc. to give effect the above resolution."

SPECIAL BUSINESS

3. **Ratification of remuneration payable to the Cost Auditor Appointed by the Board of Directors for the Financial Year 2025-26**

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of INR 150,000/- (Rupees One Lakhs Fifty Thousand only) plus GST as applicable to M/s. Yogesh Gupta & Associates, Cost Accountant, Bengaluru for conducting cost audit of the Company for the Financial Year 2025-26 as approved by the board of directors, be and is hereby ratified."

"RESOLVED FURTHER THAT Aldous Kuriachan, Director and Company Secretary be and is hereby authorized to do all acts and take all such steps as may be necessary, proper and expedient to give effect to this resolution."

Place: Bangalore
Date: May 8, 2026

By Order of the Board
For and on behalf of Dura-Line India Pvt. Ltd.

ALDOUS KURIACHAN
Director & Company Secretary
DIN: 08000008
ACS :39506

Registered Office:

Unit No 308 - B
Third Floor, Southern Park
D2, District Center, Saket
New Delhi - 110017

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY OR PROXIS TO ATTEND AND VOTE, INSTEAD OF HIM/HER SELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

2. The instrument appointing proxy in order to be effective **MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

3. Members are requested to bring their duly field in **Attendance Slip** enclosed in the annual repot along with their copy of the annual report to the meeting.

4. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. Provided that a member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder. Proxies submitted on behalf of limited companies etc., must be supported by appropriated resolutions / authority, as applicable, issued on behalf of the nominating organisation.

5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

6. Shareholders seeking any information /details about the accounts, are requested to write to the Company at least ten days before the date of meeting to facilitate satisfactory replies/information.

7. Members /Proxy holders are requested to bring their copies of the notice to the meeting as no further copies would be made available.

8. All Relevant Documents referred to in the accompanying notice and in the Explanatory Statement shall be open for inspection by the Members at the Registered Office of the Company during Office hours (11.00 a.m. to 5.00 P.m.) on all working days during business hours, upto the date of ensuing Annual General Meeting at the meeting,.

9. The Register of Director and Key Managerial Personnel and their shareholding, maintained under section 170 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.

10. The Register of Contracts or Arrangement in which the Director are interested, maintained under section 189 of the Companies Act,2013 will be available for inspection by the members at the Annual General Meeting.

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11. Corporate Members intending to send their Authorised Representative(s) to attend the Annual General Meeting in terms of Section 113 of the Act, are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorising their representative (s) to attend and vote on their behalf at the Meeting.

12. The statement pursuant to Section 102(1) of Companies Act, 2013 which set out details relating to Special Business to be transacted at the Meeting, is annexed hereto.

13. Route-map to the venue of the meeting is provided at the end of the notice.

Place: Bangalore

Date: May 8, 2026

By Order of the Board
For and on behalf of Dura-Line India Pvt. Ltd.

ALDOUS KURIACHAN
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EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013.

ITEM NO. 1: RATIFICATION OF COST AUDITOR REMUNERATION

The Board of Directors of the Company in their meeting dated 8th May, 2026 have appointed M/s Yogesh Gupta & Associates., Cost Accountants, a Proprietary Firm, who are in Whole Time Practice as Cost Accountants, having Firm Registration No.000373 as the Cost Auditor of the Company to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2026 (2025-2026).

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (as amended from time to time), the remuneration payable to the Cost Auditor has to be ratified by the Members of the Company. The approval of members is sought for ratification of the remuneration of Rs. 150,000 /- (One Lakh Fifty Thousand Rupees Only) payable to the Cost Auditor for conducting audit of the cost records of the Company for the financial year ending 31st March, 2026 (2025-2026).

In context to the afore-mentioned provisions the consent of the Members is sought by way of an Ordinary Resolution and the same is set out at Item No. 03 (Under Special Business) of the Notice.

None of the other Directors, KMP except to the extent of shares being held by them are in any way concerned or interested, financially or otherwise, in this Resolution.

Place: Bangalore

Date: May 8, 2026

By Order of the Board
For and on behalf of Dura-Line India Pvt. Ltd.

ALDOUS KURIACHAN
Director & Company Secretary
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Route Map to the Venue