# NOTICE OF SIXTIETH ($60^{TH}$) ANNUAL GENERAL MEETING

MAHLE

**MAHLE ANAND Filter Systems Private Limited**
38th Milestone, NH-8
Behrampur Road, Khandsa,
Gurugram-122 001, Haryana, India
Email: mafs.contact@mahle.com
CIN: U74899DL1966PTC004919
Phone +91 124-4501200, 4501201
www.mahleanandfiltersystems.com

Notice is hereby given that the Sixtieth (60TH) Annual General Meeting ("AGM") of the Members of MAHLE ANAND Filter Systems Private Limited will be held on Monday, 10th August 2026 at 11:00 A.M. at the Registered Office of the Company at 1, Sri Aurobindo Marg, New Delhi-110016, India to transact the following businesses:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March 2026, comprising of Balance Sheet, Statement of Profit & Loss, Statement of Changes in Equity, Cash Flow Statement and Notes annexed thereto for the financial year ended on that date and the Report of the Auditors and Board of Director's thereon.

2. To declare final dividend for the financial year 2025-26.

3. To appoint Price Waterhouse Chartered Accountants LLP as Statutory Auditors of the Company for a term of five years and fixation of their remuneration.

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

**"RESOLVED THAT** pursuant to the provisions of Section 139, Section 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, Price Waterhouse Chartered Accountants LLP (ICAI Firm Registration Number: 012754N/N500016), be and is hereby appointed as Statutory Auditors of the Company for a term of five (5) consecutive years, to hold office from the conclusion of the Sixtieth (60th) Annual General Meeting till the conclusion of the Sixty Fifth (65th) Annual General Meeting, on such remuneration as may be mutually agreed between the Company and the Statutory Auditors.

Vijay Tanwani

MAHLE ANAND FILTER SYSTEMS PVT. LTD.

**RESOLVED FURTHER THAT** any Director or the Company Secretary of the Company be and are hereby authorized, severally, to file the requisite forms with the Registrar of Companies and to do all such acts, deeds and things as may be necessary to give effect to this resolution.**”**

**SPECIAL BUSINESS:**

**4.** Ratification of remuneration payable to the Cost Auditors

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

**“RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder, the Members of the Company hereby ratify the remuneration payable to M/s Jitender Navneet & Co., Cost Accountants, New Delhi (Firm Registration No. 000119) (appointed to conduct the audit of Cost records for the financial year 2026-27) amounting to INR 3,10,000/- (Rupees Three Lakh Ten Thousand only) plus GST as applicable and re-imbursement of out of pocket expenses incurred by them.

**RESOLVED FURTHER THAT** all the Director(s) or Company Secretary or Head-Finance of the Company be and are hereby severally authorized to do all such acts as may be necessary from time to time to make the resolution effective.**”**

**By order of the Board of Directors of**
**MAHLE ANAND Filter Systems Private Limited**

Vijay Tanwani

MAHLE ANAND FILTER SYSTEMS PVT. LTD.

**Vijay Tanwani**
**Company Secretary**
**ICSI Membership No:** A31639
**Address:** 38th Milestone, NH-8,
Behrampur Road, Khandsa,
Gurugram, Haryana - 122001

**Date:** 16th July 2026
**Place:** Gurugram

Registered Office :
1, Sri Aurobindo Marg, Hauz Khas,
New Delhi–110 016, India

**NOTES:**

1. A Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his behalf. A proxy need not be a Member of the Company. The instrument appointing a proxy, in order to be effective, must be duly filled, stamped and signed and must reach the Registered Office of the Company not later than forty-eight hours before the commencement of the AGM. A blank Proxy Form MGT-11 is enclosed.

2. A person can act as a proxy on behalf of Members not exceeding fifty in number and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or Member.

3. Corporate Members are requested to send to the Company a duly certified copy of the Board Resolution pursuant to Section 113 of the Companies Act, 2013 authorizing their representative to attend and vote on their behalf at the AGM.

4. Members are requested to bring their Attendance Slip duly filled and signed mentioning therein details of their DP ID and Client ID/ Folio No. The attendance slip for AGM is enclosed in the Annual Report.

5. All the documents referred to in the Notice shall be open for inspection at the Head Office of the Company at $38^{th}$ Milestone, National Highway No. 8, Behrampur Road, Khandsa, Gurugram, Haryana – 122001, India on all working days except Saturdays and Sundays, between 9:00 A.M. and 6:00 P.M. up to the date of the AGM.

6. Explanatory Statements pursuant to Section 102 of the Companies Act, 2013 in relation to Item No. 4 of the Notice are annexed hereto.

7. The Company has sent the Annual Report only in electronic form at the registered Email addresses of the Members.

8. Final Dividend, as may be declared by the Members at AGM, will be paid to those Members whose names stand on the Company's Register of Members as on the date of AGM i.e., $10^{th}$ August 2026.

9. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate the risks associated with maintaining physical shares and for ease of portfolio management.

MAHLE ANAND FILTER SYSTEMS PVT. LTD.

Vijay Tanwani

**10.** 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 at the Meeting.

**11.** Members are requested to:

(i) Notify immediately the updated Email Id for receiving electronic communications from the Company.

(ii) Notify immediately of any change in their address to the Company.

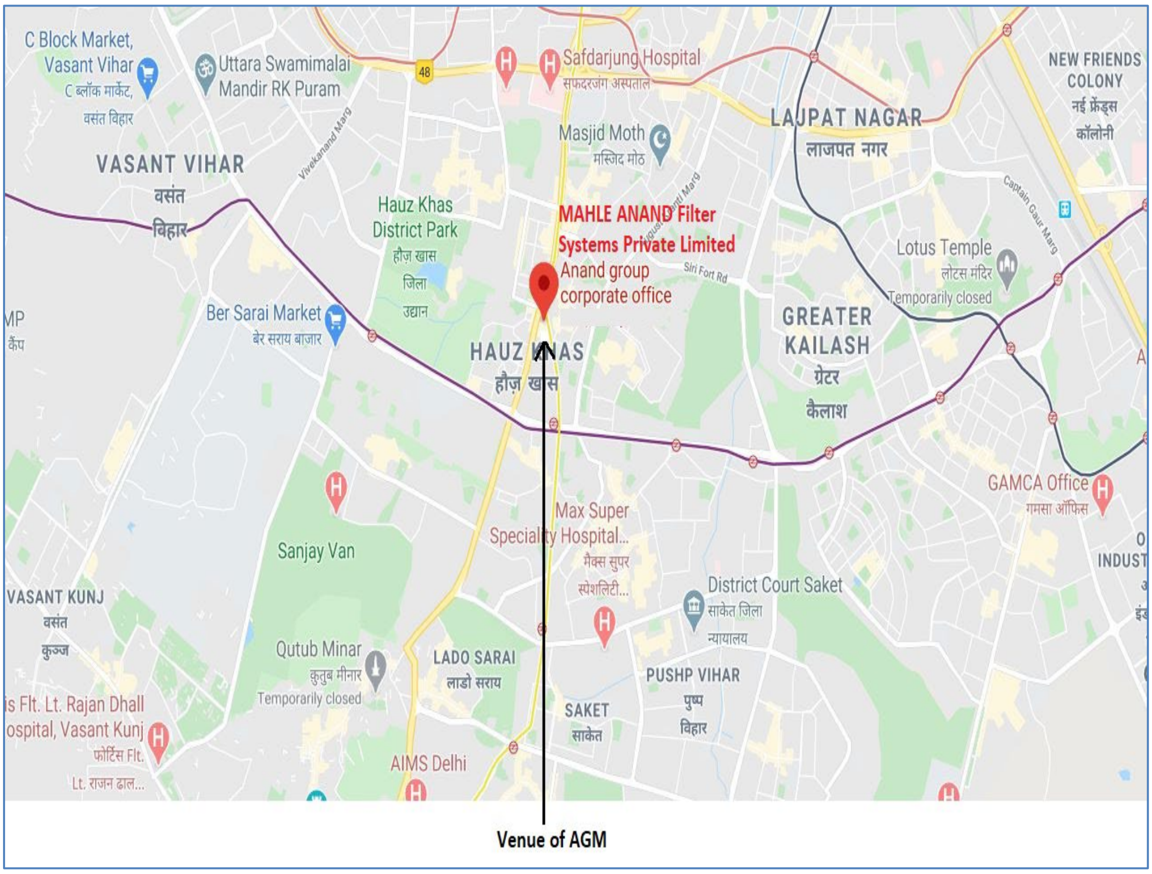
(iii) Quote their Folio no. / Demat Account no. in all correspondences with the Company.

Vijay Lanwani

MAHLE ANAND FILTER SYSTEMS PVT. LTD.

# ROUTE MAP TO THE AGM VENUE

## Venue: 1, Sri Aurobindo Marg, New Delhi-110016, India

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**EXPLANATORY STATEMENTS**

(Pursuant to Section 102 of the Companies Act, 2013 and Rules made thereunder)

The following explanatory statements set out all material facts relating to the Special Business mentioned in the notice of Sixtieth (60th) Annual General Meeting:

**Item No. 4: Ratification of remuneration payable to the Cost Auditors.**

The Board of Directors, based upon the recommendation of the Audit Committee, has appointed M/s Jitender Navneet & Co., Cost Accountants, New Delhi (Firm Registration No. 000119) as Cost Auditors, in Board meeting held on 11th June 2026, to conduct the audit of Cost records of the Company at the Factories situated at Gurugram, Parwanoo, Pune, and Chennai for the financial year 2026-27, on the remuneration of INR 3,10,000/- (Rupees Three Lakh Ten Thousand only) plus GST as applicable and re-imbursement of out of pocket expenses incurred by them. In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Rules made thereunder, the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company. Accordingly, consent of the Members is sought to pass an Ordinary Resolution as set out at Item no. 4 of the Notice for ratification of remuneration payable to the Cost Auditors for the financial year 2026-27.

The Board recommends ratification of remuneration payable to the Cost Auditors and passing of the resolution set out at Item No. 4 of the Notice.

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the said resolution.

**By order of the Board of Directors of**
**MAHLE ANAND Filter Systems Private Limited**

Vijay Tanwani

MAHLE ANAND FILTER SYSTEMS PVT. LTD.

**Vijay Tanwani**
**Company Secretary**
**ICSI Membership No:** A31639
**Address:** 38th Milestone, NH-8,
Behrampur Road, Khandsa,
Gurugram, Haryana - 122001

**Date:** 16th July 2026
**Place:** Gurugram

**Form No. MGT-11**

**Proxy Form**

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

**CIN:** U74899DL1966PTC004919
**Name of the Company**: MAHLE ANAND FILTER SYSTEMS PRIVATE LIMITED
**Registered office:** 1, SRI AUROBINDO MARG, NEW DELHI-110016, INDIA

**Name of the Member(s): ____________________________________________________**

**Registered Address: ________________________________________________________**

**E-mail Id: _______________________________________________________________**

**Folio No/ Client Id: _______________________________________________________**

**DP ID: __________________________________________________________________**

**I/ We, being the Member(s) and holding _________________________________________ shares of the above named Company, hereby appoint:**

1. **Name: ____________________________________________________**
   **Address: __________________________________________________**
   **E-mail Id: _________________________________________________**
   **Signature: ____________________________, or failing him**

2. **Name: ____________________________________________________**
   **Address: __________________________________________________**
   **E-mail Id: ____________________________________________**
   **Signature: ____________________________, or failing him**

Vijay Lanwani

MAHLE ANAND FILTER SYSTEMS PVT. LTD.

3. **Name: ____________________________________________________**

**Address: __________________________________________________**
**E-mail Id: ___________________________________________________**
**Signature: __________________________**

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the Sixtieth (60th) Annual General Meeting of the Company, to be held on Monday, 10th August 2026 at 11:00 A.M. at the Registered Office of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:

**Resolution/ Item No:**

**Ordinary Business:**

**1.** To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March 2026, comprising of Balance Sheet, Statement of Profit & Loss, Statement of Changes in Equity, Cash Flow Statement and Notes annexed thereto for the financial year ended on that date and the Report of the Auditors and Directors' thereon.

**2.** To declare final dividend for the financial year 2025-26.

**3.** To appoint Price Waterhouse Chartered Accountants LLP as Statutory Auditors of the Company for a term of five years and fixation of their remuneration.

**SPECIAL BUSINESS:**

**4.** Ratification of remuneration payable to the Cost Auditors.

Signed this _____ day of _________, 2026.

**Name and Signatures of Member(s):**

**Name and Signatures of Proxy Holder(s):**

Affix Revenue Stamp

**Note:** This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Vijay Lanwani

**MAHLE ANAND Filter Systems Private Limited**
**CIN:** U74899DL1966PTC004919
**Registered Office:** 1, Sri Aurobindo Marg, New Delhi - 110016, India
**Head Office:** 38th Milestone, NH-8, Behrampur Road,
Khandsa, Gurugram, Haryana - 122001, India
**Web:** www.mahleanandfiltersystems.com

## Attendance Slip

(Members attending the Meeting in person or by proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting hall)

I/ We hereby record my/ our presence at the Sixtieth (60th) Annual General Meeting of the Members of the Company at 1, Sri Aurobindo Marg, New Delhi–110016, India, being held on Monday, 10th August 2026 at 11:00 A.M.

No. of Shares held: ____________________________________________________________

___________________________________ ___________________________

Full name of Member Signatures
(in block capital letters)

Folio No. ______/ DP ID No.* ________________ & Client ID No.*_______________
*Applicable for Members holding shares in demat form.

___________________________________ ___________________________


Full name of Proxy Signatures