

NOTICE OF ANNUAL GENERAL MEETING

Dear Members,

Notice is hereby given that the Annual General Meeting of the Members of Aditya Forge Limited will be held on Friday, 30th September 2023 at 11:30 a.m. to transact the following businesses:

ORDINARY BUSINESS:

Item No. 1. Adoption of Financial Statements

To consider and adopt the Audited Financial Statements of the Company for the Financial year ended on 31st March 2023, together with the Report of the Board of Directors' and Auditors' and in this regard pass the following resolution as Ordinary Resolution:

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended on March 31, 2023, and the reports of the Board of Directors and Auditors' thereon laid before this meeting be and are hereby adopted."

Item No. 2. To Appoint M/S. M A A K & Associates, Chartered Accountants, F.R.N.: 135024W, as a Statutory Auditor of The Company And To Fix Their Remuneration

To appoint Statutory Auditor for the period of five years, pass the following resolution as Ordinary Resolution:

"RESOLVED THAT pursuant to Section 139, 142 and all 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) and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. M A A K & Associates, Chartered Accountants, F.R.N.: 135024W be and are hereby appointed as the Statutory Auditors of the Company for term of five consecutive years, who shall hold office for the Financial year 2023-24, 2024-25, 2025-26, 2026-27 and 2027-28 i.e. from the conclusion of 30th Annual General Meeting till the conclusion of the 35th Annual General Meeting to be held in the year 2028 on such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company."

Item No. 3. Re-appointment of Director

To appoint a Director in place of MR. VISHNUBHAI INDUBHAI PATEL (DIN: 00070985), who retires by rotation at this Annual General Meeting, in terms of section 152(6) of the Companies Act, 2013 and, being eligible, has offered himself for re-appointment and in this regard, pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 (6) of the Companies Act, 2013, MR. VISHNUBHAI INDUBHAI PATEL (DIN: 00070985), who retires by rotation at this Annual General Meeting and being eligible has offered himself for reappointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

Date: 21st August, 2023

**By Order of the Board of Directors of
Aditya Forge Limited**

**NITIN RASIKLAL PAREKH
(DIN: 00219664)
Chairman**

Notes:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its General Circular No. 2/2022 dated 5th May, 2022 read with Circular No. 21/2021 dated December 14, 2021, Circular No. 19/2021 & 20/2021 dated December 08, 2021, Circular No. 02 dated 13th January, 2021, Circular No. 20 dated May 5, 2020, Circular No. 17 dated April 13, 2020 & Circular No. 14 dated April 8, 2020 (hereinafter collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 and SEBI/HO/DDHS/P/CIR/2022/0063 dated 13th May, 2022 (collectively referred to as "SEBI Circulars") permitted the holding of General Meeting through VC or OAVM without the physical presence of Members at a common venue.
2. in compliance with the above-mentioned Circulars and the relevant provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 37th Annual General Meeting of the Members of the Company is being held through VC/ OAVM on Friday, 30th September 2022 at 4:30 p.m. IST. The Registered office of the Company shall be deemed to be venue of the AGM.
3. The Explanatory Statement pursuant to Section 102(1) of the Act, with respect to the Ordinary/ Special Business to be transacted at the meeting set out in the Notice is annexed hereto. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Annual General Meeting and hence the Proxy Form and Attendance Slip are not annexed to the Notice.
4. The Notice of the Annual General Meeting along with the Annual Report for the financial year 2022-23 is being sent only by electronic mode to those Members whose email addresses are registered with the Company/Depositories in accordance with the aforesaid MCA Circulars and circular issued by SEBI. Members may note that the Notice of Annual General Meeting and Annual Report for the financial year 2022-23 will also be available on the Company's website www.adityaforge.com; websites of the Stock Exchange i.e., BSE Limited at www.bseindia.com respectively. Members can attend and participate in the Annual General Meeting through VC/OAVM facility only.
5. Members attending the meeting through VC/OAVM shall be counted for the purposes of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. The Register of Members and Share Transfer Books for the Equity Shares of the Company shall remain closed from Wednesday, 23rd September 2023 to 29th September 2023 both days inclusive, in connection with the AGM.

Date: 21st August, 2023

By Order of the Board of Directors of
Aditya Forge Limited

NITIN RASIKLAL PAREKH
(DIN: 00219664)
Chairman