NOTICE OF 32ND ANNUAL GENERAL MEETING

NOTICE

(PURSUANT TO SECTION 101 OF THE COMPANIES ACT, 2013)

NOTICE IS HEREBY GIVEN THAT THE 32ND ANNUAL GENERAL MEETING OF THE MEMBERS OF PAVNA INDUSTRIES LIMITED TO BE HELD AT PAVNA INTERNATIONAL SCHOOL, ALIGARH—AGRA HIGHWAY, NEAR MANGALAYATAN, MANDIR, SASNI, HATHRAS, ALIGARH, UTTAR PRADESH, 204216, INDIA ON MONDAY, SEPTEMBER 21, 2026 AT 09:00 A.M TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

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

   To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

   "**RESOLVED THAT** the Audited Standalone and Consolidated Financial Statements of the Company comprising of the balance sheet as at March 31, 2026, the statement of profit and loss, cash flow statement and statement of equity, for the financial year ended on March 31, 2026, together with the notes thereto, report of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. **To Approve Re-appointment of Mrs. Asha Jain (DIN: 00035024), who retires by rotation as a Director at this Annual General Meeting and being eligible, offers herself for re-appointment.**

   To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of section 152 of the Companies Act, 2013, Mrs. Asha Jain (DIN: 00035024) who retires by rotation and being eligible offers herself for re-appointment, be and is hereby re-appointed as a director of the company."

SPECIAL BUSINESS:

3. **To Approve Disinvestment of 100% Investment Held in Swapnil Switches Private Limited (SSPL), a subsidiary of the Company.**

   To consider and if thought fit, to pass, the following resolution as Special Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Sections 179, 180(1)(a), 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), the Memorandum and Articles of Association of the Company and subject to such approvals, permissions, sanctions and consents as may be necessary, consent of the members of the Company be and is hereby accorded to the Board of Directors for sale, transfer, disposal and/or disinvestment of 3,00,901 (Three Lakhs Nine-Hundred One) fully paid-up equity shares of INR 10 (Indian Rupees Ten only) constituting 50.74% of the Company's equity stake held in **Swapnil Switches Private Limited (SSPL)** ("Subsidiary"), together with all rights attached thereto, to the purchased and at the consideration not less than the amount as mentioned below and on such terms and conditions as may be determined by the Board of Directors:

S. No.	Name of the Purchaser	Number of Shares purchased	Fair Value of Share (INR)	Consideration payable (INR)
1	Mrs. Asha Jain	1,03,001	81.81	84,26,511.81
2	Mrs. Priya Jain	1,03,000	81.81	84,26,430.00
3	PJ Wealth Management and Consultant Private Ltd.	1,03,000	81.81	84,26,430.00
	Total	**3,09,001**		**2,52,79,371.81**

RESOLVED FURTHER THAT upon completion of the proposed transaction, **Swapnil Switches Private Limited (SSPL)** cease to be a subsidiary of the Company, as applicable.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any committee thereof) be and is hereby authorized to negotiate, finalize, execute and deliver definitive agreements, deeds, disclosures, certificates and such other documents as may be necessary; to determine the final consideration, timing, manner and other terms of the transaction; and to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for giving effect to this resolution.

RESOLVED FURTHER THAT all the Directors (excluding Independent Directors) & Company Secretary of the Company, be and are hereby jointly and/or severally authorized to make requisite disclosures and filings with the stock exchanges, Registrar of Companies and any other regulatory authority and to settle any questions, difficulties or doubts that may arise in connection with the implementation of this resolution."

4. **To Approve Disinvestment of 100% Investment Held in Pavna Auto Engineering Private Limited (PAEPL), a subsidiary of the Company.**

To consider and if thought fit, to pass, the following resolution as Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Sections 179, 180(1)(a), 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), the Memorandum and Articles of Association of the Company and subject to such approvals, permissions, sanctions and consents as may be necessary, consent of the members of the Company be and is hereby accorded to the Board of Directors for sale, transfer, disposal and/or disinvestment of 30,901 (Thirty Thousand Nine-Hundred One) fully paid-up equity shares of INR 100 (Indian Rupees Hundred only) constituting 50.74% of the Company's equity stake held in **Pavna Auto Engineering Private Limited (PAEPL)** ("Subsidiary"), together with all rights attached thereto, to **Mrs. Priya Jain** as identified by the Board, for an aggregate consideration of upto INR 8.80 crores and on such terms and conditions as may be determined by the Board of Directors.

RESOLVED FURTHER THAT upon completion of the proposed transaction, **Pavna Auto Engineering Private Limited (PAEPL)** cease to be a subsidiary of the Company, as applicable.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any committee thereof) be and is hereby authorized to negotiate, finalize, execute and deliver definitive agreements, deeds, disclosures, certificates and such other documents as may be necessary; to determine the final consideration, timing, manner and other terms of the transaction; and to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for giving effect to this resolution.

RESOLVED FURTHER THAT all the Directors (excluding Independent Directors) & Company Secretary of the Company, be and are hereby jointly and/or severally authorized to make requisite disclosures and filings with the stock exchanges, Registrar of Companies and any other regulatory authority and to settle any questions, difficulties or doubts that may arise in connection with the implementation of this resolution."

5. **To Approve the Related Party Transactions of the Company.**

To consider and if thought fit, to pass, the following resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and in terms of applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended till date, and pursuant to the consent of the Audit Committee and Board vide resolutions passed in their respective meetings,, approval of Shareholders be and is hereby accorded to the Board of Directors of the Company to enter into contract(s)/ arrangement(s)/ transaction(s) as entered by the company with the related parties within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations during Financial Year 2026-27 as per details set out under item no. 5 of the Explanatory Statement annexed to this Notice provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at arm's length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT Board of Directors (hereinafter referred to as the "Board" which term shall be deemed to include any Committee thereof) be and are hereby authorized to perform and execute all such deeds, matters and things including delegation of authority as may be deemed necessary or expedient to give effect to this resolution and for the matters connected therewith or incidental thereto".

By order of the Board of Directors
Pavna Industries Limited

Sd/-
Swapnil Jain
Managing Director
DIN:01542555

Date: August 24, 2026
Place: Aligarh

Registered Office: Vimlanchal, Hari nagar Aligarh, Uttar Pradesh-202001,India
Corporate Office: Sushayat Khurd Aligarh-Agra Road, Near Mangalayatan Mandir, Sasni, Hathras, Aligarh, Uttar Pradesh, India, 204216.
CIN: L34109UP1994PLC016359
Mobile No. +91-8006409332
Website: www.pavna.in
Email:cs@pavnagroup.com

NOTES

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy/ proxies to attend and vote instead of himself/herself. the proxy need not be a member of the company.

   The instrument of Proxy in order to be effective and valid, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form MGT -11 is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

   Members are requested to note that a person can act as a proxy on behalf of Members not exceeding 50 members provided shareholding of those members in aggregate should not be more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

2. Corporate members intending to send their authorized representatives to attend the meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the Board resolution authorizing their representatives to attend and vote on their behalf at the meeting.

3. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto. The relevant details, pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this Annual General Meeting ("AGM") is also annexed.

4. Members are requested to bring their attendance slip along with copy of the report and accounts to Annual General Meeting. Duplicate attendance slips shall not be issued.

5. Relevant documents referred to in the accompanying Notice & Explanatory Statement would be available for inspection by the members at the Corporate Office of the Company on all working days, except Saturday / Sunday & Public Holidays, between 11.00 a.m. to 1.00 p.m. up to the date of the Annual General Meeting.

6. Members are requested to notify immediately any changes, if any, in their registered addresses at an early date to the Registrar and Share Transfer Agent, quoting their folio numbers/client ID/ DP ID in all correspondence, so as to enable the Company to address any future communication at their correct address.

7. Members holding shares in dematerialised mode are requested to intimate all changes pertaining to their bank details/NECS/ mandates, nominations, power of attorney, change of address/ name, Permanent Account Number ('PAN') details, etc. to their Depository Participant only and not to the Company's RTA. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and its RTA provide efficient and better service to the members.

8. Members attending the meeting are requested to complete the enclosed attendance slip and deliver the same at the entrance of the meeting Venue.

9. Members desirous of seeking any information concerning the Accounts of the Company are requested to address their queries in writing to the Company at least seven days prior to the Annual General Meeting so that the requested information can be made available at the time of the meeting.

10. In case of joint holders attending the meeting, only such joint holders who are higher in the order of names will be entitled to vote.

11. No gifts/cash/reimbursement of fare shall be provided to members before during or after the AGM.

12. Rule 11 of the Companies (accounts) Rules, 2014 permits circulation of Annual Report through electronic means to such of the shareholders whose e-mail addresses are registered with NSDL or CDSL or the shareholders who have registered their e-mail IDs with the Company to receive the documents in electronic form and physical copies to those shareholders whose e-mail IDs have not been registered either with the Company or with the depositories. To support "Green Initiative in Corporate Governance" Electronic copy of the Annual Report is being sent to all the members who's Email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report is being sent in the permitted mode.

13. Members are requested to address all correspondence pertaining to their securities mentioning Client ID or DP ID numbers, as applicable, including any change of address, if any, to the Registrar and Transfer Agent of the Company viz.:

    MUFG INTIME INDIA PRIVATE LIMITED,
    (Formerly Link Intime India Private Limited)
    C-101, 1 Floor, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai, Maharashtra, I/ndia, 400083
    Tel: +91 18001020878
    Fax No.: +91 22 4918 6767
    Email: mumbai@in.mpms.mufg.com
    Website: https://in.mpms.mufg.com/

14. Members are requested to support this green initiative by registering / updating their e-mail addresses, in respect of shares held in dematerialized form with their respective Depository participants. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts.

15. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, Companies can serve Annual Reports & other communications through electronic mode to those members whose email IDs are registered with the Company. As per provisions of Section 20 of the Companies Act, 2013 read with Rules made there under, a document may be served on any member by sending it to him/her by post or by registered post or by speed post or by courier or by delivering at his/her office/home address or by such electronic mode as may be prescribed including by facsimile telecommunication or to electronic mail address, which the member has provided to the Company from time to time for sending communications, provided that a member may request for delivery of any document through a particular mode, for which he/she shall pay such fees as may be determined by the Company in its Annual General Meeting. For members who have not registered their email address with the Company, the service of documents will be affected by other

modes of services as provided in Section 20 of the Companies Act, 2013 read with the relevant Rules there under. Printed copies of the Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of voting along with Attendance Slip and Proxy Form is being sent to all members in the permitted mode.

16. Members may also note that the Notice of the Annual General Meeting and the Annual Report for 2025-26 will also be available on the Company's website **www.pavna.in** for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered/ Corporate Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, free of cost. For any communication, the shareholders may also send requests to the Company's designated email id: mail to**:cs@pavnagroup.com.**

17. The Board has appointed Mr. Shantanu Jain, S.B. Jain and Associates (Advocate), as the scrutinizer ("Scrutinizer") for conducting remote e- voting & Ballot paper process in a fair and transparent manner

18. The Company provides a voting facility at the venue of the AGM. Members who have not cast their vote through remote e-voting may cast their vote at the AGM through the ballot paper facility provided by the Company. However, members who have already cast their vote through remote e-voting shall not be entitled to vote again at the AGM, and their remote e-voting vote shall prevail.

19. The Scrutinizer will submit his report to the Chairperson of the Company, or any person authorized by the Chairperson upon completion of the scrutiny of the votes cast through remote e-voting and ballot paper. **The results of the 32nd AGM will be announced on or before on Wednesday, September 23, 2026 on Company, NSE and BSE Website.**

20. VOTING SYSTEM:

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Friday, September 18, 2026 at 09:00 A.M. and ends on Sunday, September 20, 2026 at 05:00 P.M. 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 14, 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 14, 2026.

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

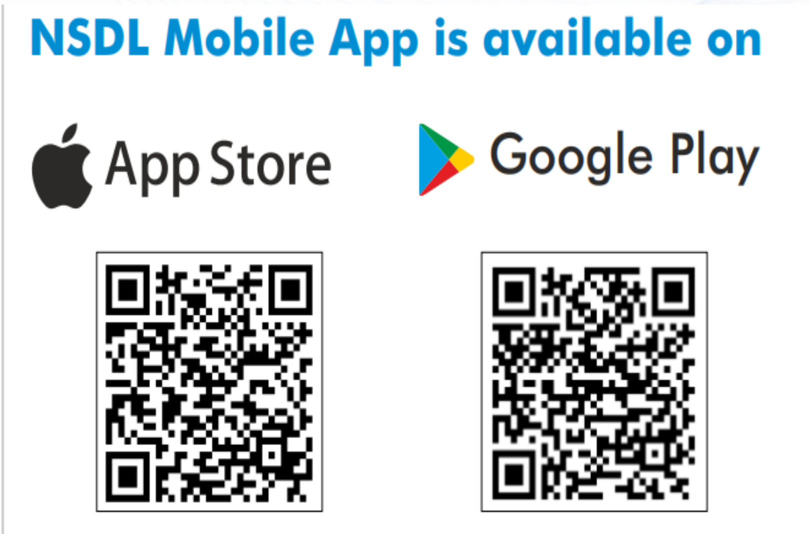
The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 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. 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 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
	2. 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. 3. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. 

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 user 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. 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.

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. 1800-21-09911

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

<u>How to Log-in to NSDL e-Voting website?</u>

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 101456 then user ID is 101456001***

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 on NSDL e-Voting system.

How to cast your vote electronically 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 is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
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

1. 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 shantanu@sbjainassociates.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.

2. 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.

3. 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 Mr. Kaushal Kumar 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 cs@pavnagroup.com.
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 cs@pavnagroup.com. If you are an Individual shareholders 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 for Individual shareholders holding securities in demat mode**.
3. 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.
4. In terms of SEBI circular dated December 9, 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.

Statement Provided Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Para 1.25 Of Secretarial Standard on General Meetings (SS-2) Issued by the Institute of Company Secretaries of India:

Name of Director	**Mrs. Asha Jain**
DIN	00035024
Date of Birth & Age (Years)	17/08/1951 & 75 years
Date of Appointment	19/04/1994
Qualifications	Undergraduate
Expertise in specific Functional Areas	She has more than four (4) decades of work experience in the Automobile Industry. She has contributed significantly in her role as a Chairperson to the Company. She is associated with the Company since the inception in the Administrative and management role.
Terms and Conditions of Appointment/ Re-appointment	In terms of Sec 152(6) of the Companies Act, 2013 she is liable to retire by rotation and being eligible offer herself for re-appointment.
List of outside Directorship held excluding Alternate Directorship and Private Companies.	Nil
Chairman/ Member of the Committee of the Board of Directors of the Company	Refer to Director's Report

Last drawn remuneration details along with Remuneration sought to be paid	Nil
Relationship with other Directors and KMP	Mother of Mr. Swapnil Jain (Managing Director)
Shares in the Company as at 31st march, 2026	5,82,19,600
Directorships held in other Listed Companies as on March 31, 2026 (Other than Pavna Industries Limited)	Nil
Directorship in other Companies	Pavna Marketing Private Limited Swapnil Switches Private Limited Pavna Sunworld Autotech Private Limited Pavna Sports And Entertainment Private Limited (*Formerly known as Pavna Sports Venture Private Limited)* Pavna SMC Private Limited Pavna Auto Engineering Private Limited
Information as required pursuant to Per Exchange Circular No. LIST/COMP/14/2018-19 Dated June 20, 2018 w.r.t. Enforcement of SEBI Orders Regarding Appointment of Directors by Listed Companies	She is not debarred from holding the office of Director by virtue of any order of SEBI or any such authority.
Names of Listed entities from which the person has resigned in the past three years	Nil

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

ITEM NO.3

The Company presently holds 50.74 % of the equity share capital of Swapnil Switches Private Limited (SSPL), which is engaged in the business of manufacturing of Electro mechanical Switches and automobile parts.

As part of the Company's strategic review of its business portfolio and capital allocation objectives, the Board of Directors and Audit Committee at its respective meeting held on August 24, 2026 approved, subject to shareholders' approval and other applicable approvals, the proposed sale/disinvestment of its investment in the Subsidiary.

The information/details pursuant to Regulation 37A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), are set forth below:

Object for divestment & Commercial rationale: The proposed transaction is expected to:

* unlock value for shareholders;

* optimize the Company's investment portfolio;

* improve capital efficiency and liquidity;

* enable redeployment of resources toward core business operations and strategic growth initiatives; and

* strengthen the Company's balance sheet.

End Use of proceeds: The proceeds from the sale of SSPL shall be utilized by the Company in strengthening its core business and can be reinvested in higher-growth two-wheeler or three-wheeler auto industry opportunities, ultimately benefiting the shareholders.

The proposed consideration for the transaction is expected as mentioned in the below table and has been determined on the basis of negotiations, valuation reports, market assessment and other relevant factors considered by the Board and the Audit Committee.

S. No.	Name of the Purchaser	Number of Shares purchased from PIL	Fair Value of Share (INR)	Consideration payable (INR)
1	Mrs. Asha Jain	1,03,001	81.81	84,26,511.81*
2	Mrs. Priya Jain	1,03,000	81.81	84,26,430.00
3	PJ Wealth Management and Consultant Private Limited	1,03,000	81.81	84,26,430.00
	Total	**3,09,001**		**2,52,79,371 .81**

* Amount will be subject to Closing adjustments and Round off.

Mrs. Asha Jain, Mrs. Priya Jain and M/s PJ Wealth Management and Consultant Private Limited are the existing shareholders of the M/s Swapnil Switches Private Limited and also part of the Promoter and Promoter Group Category of the Pavna Industries Limited. Their Shareholding will be as follows purchasing the shares.

S. No.	Name	Pre-Transaction shares in SSPL @Rs.10/-	Pre-Transaction % %	Additional Shares to be Purchased	Post Transaction Total Shares in SSPL	Post Transaction %
1	Mrs. Asha Jain	1,16,509	19.13%	**1,03,001**	2,19,510	36.04%
2	Mrs. Priya Jain	1,22,480	20.11%	**1,03,000**	2,25,480	37.02%
3	PJ Wealth Management and Consultant Private Limited	55,000	9.03%	**1,03,000**	1,58,000	25.94%

Upon completion of the transaction, the Company's shareholding in the Subsidiary reduce from 50.74% to 0%, and consequently the Subsidiary cease to be a subsidiary of the Company.

The Audit Committee, after reviewing valuation and fairness reports; strategic rationale of the transaction; impact on consolidated financial statements; impact on minority shareholders; and arm's length nature of the proposed transaction, has recommended the transaction to the Board. The Board is of the opinion that the proposed transaction is in the best interests of the Company and its shareholders.

None of the Directors and/ or Key Managerial Personnel of the Company and/ or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 except the Promoter and Promoter Group i.e Mr. Swapnil Jain, Mrs. Asha Jain, Mrs. Priya Jain, Pawan Jain HUF and PJ Wealth Management and Consultant Private Limited. The Transaction would fall within related party transactions.

And it's done on Arm length Basis and as per valuation report. So, The Board of Directors of the Company recommends the passing of the resolution in Item No. 3 of the notice as Special resolution.

ITEM NO.4

The Company presently holds 50.74 % of the equity share capital of **Pavna Auto Engineering Private Limited (PAEPL)**, which is engaged in the business of manufacturing of Fuel Cocks.

As part of the Company's strategic review of its business portfolio and capital allocation objectives, the Board of Directors and Audit Committee at its respective meeting held on August 24, 2026 approved, subject to shareholders' approval and other applicable approvals, the proposed sale/disinvestment of its investment in the Subsidiary.

The information/details pursuant to Regulation 37A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), are set forth below:

Object for divestment & Commercial rationale: The proposed transaction is expected to:

* unlock value for shareholders;

* optimize the Company's investment portfolio;

* improve capital efficiency and liquidity;

* enable redeployment of resources toward core business operations and strategic growth initiatives; and

* Strengthen the Company's balance sheet.

End Use of proceeds: The proceeds from the sale of PAEPL shall be utilized by the Company in strengthening its core business and can be reinvested in higher-growth two-wheeler or three-wheeler auto industry opportunities, ultimately benefiting the shareholders.

The proposed consideration for the transaction is expected as mentioned in the below table and has been determined on the basis of negotiations, valuation reports, market assessment and other relevant factors considered by the Board and the Audit Committee.

S. No.	Name of the Purchaser	Number of Shares purchased from PIL	Fair Value of Share (INR)	Consideration payable (INR)
1	Mrs. Priya Jain	**30,901**	2846.90	8,79,72,056.90*

*Amount will be subject to Closing adjustments and Round off.

Mrs. Priya Jain is the existing shareholders of the PAEPL and also part of the Promoter Group Category of the Pavna Industries Limited. Her Shareholding in PAEPL will be as follows after purchasing the shares

S. No.	Name	Pre-Transaction shares in PAEPL @Rs.100/-	Pre-Transaction %	Additional Shares to be Purchased	Post Transaction Total Shares in PAEPL	Post Transaction %
1	Mrs. Priya Jain	10	0.00	**30,901**	30,911	50.76

Upon completion of the transaction, the Company's shareholding in the Subsidiary reduce from 50.74% to 0%, and consequently the Subsidiary cease to be a subsidiary of the Company.

The Audit Committee, after reviewing valuation and fairness reports; strategic rationale of the transaction; impact on consolidated financial statements; impact on minority shareholders; and arm's length nature of the proposed transaction, has recommended the transaction to the Board. The Board is of the opinion that the proposed transaction is in the best interests of the Company and its shareholders.

None of the Directors and/ or Key Managerial Personnel of the Company and/ or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 except the Promoter and Promoter Group i.e Mr. Swapnil Jain, Mrs. Asha Jain, Mrs. Priya Jain, Pawan Jain HUF. The Transaction would fall within related party transactions and it's done on Arm length Basis and as per valuation report. So, The Board of Directors of the Company recommends the passing of the resolution in Item No. 4 of the notice as Special resolution.

ITEM NO.5

The Company is engaged in manufacturing of wide range of automotive components for reputed Original Equipment Manufacturers (OEMs) as per their requirements primarily catering to various vehicle segments, including, passenger vehicles, two-wheelers, three-wheelers, heavy and light commercial vehicles and off-road vehicles, Electric Vehicles. The annual consolidated turnover of the Company as on March 31, 2026, is Rs 29704.34 (In Lakh).

All related party transactions of the Company and its subsidiaries are at arm's length and in the ordinary course of business.

Further, all related party transactions of the Company are undertaken after obtaining prior approval of the Audit Committee. All related party transactions as set out in this Notice have been unanimously approved by the Audit Committee after satisfying itself that the related party transactions are at arm's length and in the ordinary course of business. The Audit Committee of the Company reviews on a quarterly basis, the details of all related party transactions entered into during the previous quarter, pursuant to its approvals.

Effective from November 18, 2025 a transaction with a related party shall be considered as material if the transaction(s) to be entered into, either individually or taken together with previous transactions during a financial year exceed(s) 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity.

Any subsequent material modification in the transactions, as defined by the Audit Committee as a part of the Company's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions, shall be placed before the members for approval, in terms of Regulation 23(4) of the Listing Regulations.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve the resolution.

Mr. Swapnil Jain, Mrs. Priya Jain, Mrs. Asha Jain and their relatives are deemed to be concerned or interested in this resolution. None of the other Directors or key managerial personnel of the Company or their relatives is, in anyway, concerned or interested, financially or otherwise, in the proposed resolution as set out in Item no. 5 of this Notice.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 ("SEBI Master Circular") along with details as required under the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards") are set forth below:

S. No.	Particulars	A	B	C	D

1	Name of the related party, its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise), shareholding of the listed entity / subsidiary whether direct or indirect, in the related party and shareholding of the related party, whether direct or indirect, in the listed entity / subsidiary	**Name of the Related Party** Mrs. Asha Jain **Relationship and shareholding** Mrs. Asha Jain is the Executive Director (Chairperson) of the Company. She holds 5,82,19,600 in the Company.	**Name of the Related Party** Mrs. Priya Jain **Relationship and shareholding** Mrs. Priya Jain is the Executive Director of the Company. She holds 40,40,000 in the Company.	**Name of the Related Party** Mr. Swapnil Jain **Relationship and shareholding** Mr. Swapnil Jain is the Executive Director (Managing Director) of the Company. He holds 1,35,65,600 in the Company.	**Name of the Related Party** Swapnil Switches Private Limited (SSPL) **Relationship and shareholding** SSPL is a subsidiary of the Company. The Company holds 50.74% of paid-up equity share capital of SSPL. SSPL does not hold any shareholding in the Company.
2	Name of Director(s) or Key Managerial Personnel who is related, if any	Not Applicable	Not Applicable	Not Applicable	Mrs. Asha Jain and Mrs. Priya Jain
3	Type, tenure, basis of determination of price, bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services and other material terms and particulars	1. Loan is taken by PIL from Mrs. Asha Jain. Interest rate-As charged in compliance with the provisions of Companies Act, 2013.Nature-Unsecured. Tenure- Five Years. 2. Building Rent paid to Mrs. Asha Jain. 3. Lease Rent Paid to Mrs. Asha Jain.	Loan is taken by PIL from Mrs. Priya Jain. Interest rate-As charged in compliance with the provisions of Companies Act, 2013.Nature-Unsecured. Tenure-Five Years.	1. Loan is taken by PIL from Mr. Swapnil Jain. Interest rate-As charged in compliance with the provisions of Companies Act, 2013. Nature-Unsecured. Tenure- Five Years. 2. Remuneration to be provided to Mr. Swapnil Jain.	1. Contract for purchase of auto components parts from SSPL. 2.Contract for sale of Hardware Locks to SSPL is on continuous basis.
4	Value of the transaction	1. Loan is taken by PIL from Mr. Asha Jain of Rs.10 Crores. Interest rate-As charged in compliance with the provisions of Companies Act, 2013. Nature-Unsecured. Tenure-Five Years. 2. Building Rent-Rs.2.5 Crores per annum. 3. Lease Rent- Rs. 2.00 Crores per annum.	Loan is taken by PIL from Mr. Priya Jain of Rs.10 Crores. Interest rate-As charged in compliance with the provisions of Companies Act, 2013.Nature-Unsecured. Tenure-Five Years	1. Loan is taken by PIL from Mr. Swapnil Jain of Rs.50 (Fifty) Crores. Interest rate-As charged in compliance with the provisions of Companies Act, 2013. Nature-Unsecured. Tenure- Five Years. **2.** Remuneration up to Rs 5.00 crores per annum. (Already taken approval from Shareholders by Special Resolution)	1. Contract for purchase of Auto Components parts from SSPL. Monetary value of proposed aggregate transactions during financial year 2026-27 is expected to be Rs. 15(fifteen) Crores. 2.Contract for sale of Hardware locks to SSPL is on continuous basis. Monetary value of proposed aggregate transactions during financial year 2026-27 is expected to be Rs. 15(fifteen) Crores. The above transactions will be at arm's length price and in the ordinary course of business.

5	Value of the transaction as a percentage of (i) Listed entity's annual consolidated turnover for the immediately preceding financial year (FY 25-26) (ii) the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available (FY 25-26)	i. The estimated transaction value at 4(a) above for FY 2026-27 represents: a. 3.36 % of annual consolidated turnover of the Company b. NA ii. The estimated transaction value at 4(b) above for FY 2026-27 represents: a. 0.84 % of annual consolidated turnover of the Company b. NA iii. The estimated transaction value at 4(c) above for FY 2026-27 represents: a. 0.67 % of annual consolidated turnover of the Company b. NA	The estimated transaction value at 4(a) above for FY 2026-27 represents: a. 3.36 % of annual consolidated turnover of the Company b. NA	i. The estimated transaction value at 4(a) above for FY 2026-27 represents: a. 3.36 % of annual consolidated turnover of the Company b. NA ii. The estimated transaction value at 4(b) above for FY 2026-27 represents: a. 1.68 % of annual consolidated turnover of the Company b. NA	i. The estimated transaction value at 4(a) above for FY 2026-27 represents: a. 5.04 % of annual consolidated turnover of the Company b. 607.28% of annual Standalone turnover of SSPL ii. The estimated transaction value at 4(b) above for FY 2026-27 represents: a. 5.04 % of annual consolidated turnover of the Company b. 607.28% of annual Standalone turnover of SSPL
6	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year and in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought **(Amount in lakh)**	1) Loan Taken-Nil 2) Building Rent-Rs. 89.18 3) Lease Rent-Rs. 15	Loan Taken-Nil	1) Loan Taken-Rs 1000.00 2) Remuneration-Rs.297.00	1) Purchase- Rs 0.66 2) Sale- Rs. 317.73
7	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following: a. Amount of Trade advance b. Tenure c. Whether same is self-liquidating?	Not applicable	Not applicable	Not applicable	Not applicable
8	Justification as to why the RPT is in the interest of the listed entity	1. Loan is taken to cater to the Working Capital requirements of the Company. 2. Building Rent is provided to Mrs. Asha Jain for using her property. 3. Lease Rent is provided to Mrs. Asha Jain for using her property.	Loan is taken to cater to the Working Capital requirements of the Company	1. Loan is taken to cater to the Working Capital requirements of the Company 2. Remuneration paid for providing the service as Managing Director to the Company.	PIL will leverage SSPL's strengths in sourcing auto components Parts at competitive prices. SSPL will leverage PIL's strength in sourcing of Hardware Locks Parts at competitive prices.
9	Any valuation or other external report relied upon by the listed entity in relation to the transactions	Not Applicable	Not Applicable	Not Applicable	Not Applicable

10	Any other information that may be relevant (Date of Board Meeting and Audit Committee Approval)	28.05.2026	28.05.2026	28.05.2026	28.05.2026

S. No.	Particulars	E	F	G	H	I
1	Name of the related party, its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise), shareholding of the listed entity / subsidiary whether direct or indirect, in the related party and shareholding of the related party, whether direct or indirect, in the listed entity / subsidiary	**Name of the Related Party** Pavna Auto Engineering Private Limited (PAEPL) **Relationship and shareholding** PAEPL is a subsidiary of the Company. The Company holds 50.74% of paid-up equity share capital of PAEPL. PAEPL does not hold any shareholding in the Company.	**Name of the Related Party** Pavna Sunworld Autotech Private Limited (PSAPL) **Relationship and shareholding** PSAPL is a subsidiary of the Company. The company holds 71.50 % of paid-up equity share capital of PSAPL. PSAPL does not hold any shareholding in the Company.	**Name of the Related Party** Pavna Marketing Private Limited (PMPL) **Relationship and shareholding** PMPL is a Wholly owned subsidiary of the Company. The company holds 100 % of paid-up equity share capital of PMPL. PMPL does not hold any shareholding in the Company.	**Name of the Related Party** PJ Wealth Management and Consultant Private Limited (PWMCPL) **Relationship and shareholding** PJ Wealth Management and Consultant Private Limited is a Promoter Group Company of the Company. The company does not hold any shareholding in the PWMCPL. PWMPCL holds 99,70,400 shares in the Company.	**Name of the Related Party** 1. Pavna Aviation Private Limited (PAPL) 2. Pavna Sports and Entertainment Private Limited (Formerly Known as Pavna Sports Venture Private Limited) (PSEPL) 3. Pavna Auto Engineering Private Limited (PAEPL) 4. Pavna SMC Private Limited (PSPL) 5. Pavna Sunworld Autotech Private Limited (PSAPL) 6. PJ wealth Management and Consultant Private Limit. (PWMCPL). The company holds 50.74 % stake in PAEPL , 80% stake in PSPL and 71.50% Stake in PSAPL. **Relationship and Shareholding in the Company** 1. Pavna Aviation Private Limited- Promoter Group (Nil Shareholding) 2. Pavna Sports and Entertainment Private Limited (Formerly Known as Pavna Sports Venture Private Limited) -Promoter Group (Nil Shareholding) 3. Pavna Auto Engineering Private Limited. -Subsidiary (Nil Shareholding)

						4. Pavna SMC Private Limited -Subsidiary company - Nil shareholding 5. Pavna Sunworld Autotech Private Limited- Subsidiary Nil shareholding 6. PJ wealth Management and Consultant Private Limit. - Promoter Group (7.15%)
2	Name of Director(s) or Key Managerial Personnel who is related, if any	Mr. Swapnil Jain, Mrs. Priya Jain and Mrs. Asha Jain	Mr. Swapnil Jain, Mrs. Priya Jain and Mrs. Asha Jain	Mr. Swapnil Jain, Mrs. Priya Jain and Mrs. Asha Jain	Mr. Swapnil Jain	Mr. Swapnil Jain, Mrs. Priya Jain and Mrs. Asha Jain
3	Type, tenure, basis of determination of price, bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services and other material terms and particulars	1. Contract for purchase of Auto Components Parts from PAEPL. 2. Contract for sale of Motor Vehicles Parts to PAEPL is on continuous basis.	1. Contract for sale of Engine components to PSAPL is on continuous basis. 2. Contract for Purchase of Engine Components from PSAPL.	1. Contract for purchase of Finished Goods from PMPL is on continuous basis. 2. Contract for sale of Finished Goods to PMPL is on continuous basis..	Loan is taken by PIL from PWMCPL. Interest rate-As charged in compliance with the provisions of Companies Act, 2013. Nature-Unsecured. Tenure- Five Years.	Providing financial assistance in the form of: • Loan(s), including loans represented by book debt; and/or • Guarantee(s); and/or • Security(ies), in connection with loan(s) and/or credit facilities availed or to be availed by the Related Parties from banks, the company (PIL) or financial institutions.
4	Value of the transaction	1. Contract for purchase of Auto Components parts from PAEPL.Monetary value of proposed aggregate transactions during financial year 2026-27 is expected to be Rs. 25 (Twenty-five) Crores.	1. Contract for sale of Engine components to PSAPL is on continuous basis. Monetary value of proposed aggregate transactions during financial year 2026-27 is expected to be Rs. 60 (Sixty) Crores.	1. Contract for purchase of Finished Goods from PMPL is on continuous basis. Monetary value of proposed aggregate transactions during financial year 2026-27 is expected to be Rs. 15 (Fifteen) Crores.	Loan is taken by PIL from PWMCPL of Rs.20 Crores. Interest rate-As charged in compliance with the provisions of Companies Act, 2013. Nature-Unsecured. Tenure- Five Years.	Aggregate exposure limit: up to ₹500 Crore (Rupees Five Hundred Crore Only) • Pricing / interest / commission: To be determined on a mutually agreed basis, consistent with arm's length principles. • Security / guarantee: As may be required by lenders from time to time. • Interest: It shall not be lower than the prevailing yield of one year, three-year, five year or ten year government security closest to the tenor of the loan,

		2. Contract for sale of Motor Vehicles Parts to PAEPL is on continuous basis. Monetary value of proposed aggregate transactions during financial year 2026-27 is expected to be Rs. 60 (Sixty) Crores. The above transactions will be at arm's length price and in the ordinary course of business.	2. Contract for Purchase of Engine Components from PSAPL. Monetary value of proposed aggregate transactions during financial year 2026-27 is expected to be Rs. 20 (Twenty) Crores. The above transactions will be at arm's length price and in the ordinary course of business.	2. Contract for sale of Finished Goods to PMPL is on continuous basis. Monetary value of proposed aggregate transactions during financial year 2026-27 is expected to be Rs. 70 (Seventy) Crores. The above transactions will be at arm's length price and in the ordinary course of business.		• Utilisation: Exclusively for principal business activities of the Related Parties • Tenure: As may be agreed between the parties, depending upon the nature of facility.
5	Value of the transaction as a percentage of (i) Listed entity's annual consolidated turnover for the immediately preceding financial year (FY 25-26) (ii) the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available (FY 25-26)	i. The estimated transaction value at 4(a) above for FY 2026-27 represents: a. 8.41 % of annual consolidated turnover of the Company b. 163.07% of annual Standalone turnover of PAEPL ii. The estimated transaction value at 4(b) above for FY 2026-27 represents: a. 20.19 % of annual consolidated turnover of the Company b. 391.38 % of annual Standalone turnover of PAEPL	i. The estimated transaction value at 4(a) above for FY 2026-27 represents: a. 20.19 % of annual consolidated turnover of the Company b. 681.04% of annual Standalone turnover of PSAPL ii. The estimated transaction value at 4(b) above for FY 2026-27 represents: a. 6.73 % of annual consolidated turnover of the Company b. 227.01 % of annual Standalone turnover of PSAPL	i. The estimated transaction value at 4(a) above for FY 2026-27 represents: a. 5.04 % of annual consolidated turnover of the Company b. 31.12% of annual Standalone turnover of PMPL ii. The estimated transaction value at 4(b) above for FY 2026-27 represents: a. 23.56 % of annual consolidated turnover of the Company b. 145.22 % of annual Standalone turnover of PMPL	The estimated transaction value at 4(a) above for FY 2026-27 represents: a. 6.73 % of annual consolidated turnover of the Company b. Not Available -PWMCPL (Audit of F.Y 2025-26 is in process)	The estimated transaction value at 4(a) above for FY 2026-27 represents: a. 168.32 % of annual consolidated turnover of the Company b. Not required due to the aggregate value.

6	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year and in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought **(Amount in lakh)**	1) Purchase- Rs 0.32 2) Sale- Rs. 1166.76	1) Purchase- Rs. 1153.67 2) Sale- Rs. 150.34	1) Purchase- Rs. 584.67 2) Sale- Rs. 4605.37	1) Loan Taken- Rs. 100.00	1) Loan Taken from PIL by PAEPL- Rs. 1336.60
7	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following: a. Amount of Trade advance b. Tenure c. Whether same is self-liquidating?	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable
8	Justification as to why the RPT is in the interest of the listed entity	PIL will leverage PAEPL's strengths in sourcing Auto components parts at competitive prices. PAEPL will leverage PIL's strength in sourcing of Motor vehicle parts at competitive prices.	PIL will leverage PSAPL's strength in selling Engine components at competitive and vice versa.	PIL will leverage PMPL's strengths in selling Finished goods under Pavna Brand to distributors at competitive prices.	Loan is taken to cater the working capital requirements of the company.	The transactions are proposed to: • Support group entities in meeting their funding requirements. • Enable operational and financial flexibility. • Strengthen group synergies and business continuity; and • Be in the overall commercial interest of the Company, without any adverse impact on its financial position.
9	Any valuation or other external report relied upon by the listed entity in relation to the transactions	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
10	Any other information that may be relevant (Date of Board Meeting and Audit Committee Approval)	28.05.2026	28.05.2026	28.05.2026	28.05.2026	28.05.2026

The Board has recommended the resolution specified in Item No. 5 to be passed as Special Resolution.

None of the Directors, Key Managerial Personnel or their relatives except Mrs. Asha Jain, Mr. Swapnil Jain and Mrs. Priya Jain, concerned or interested in the proposed resolution as set out in Item No.5 of this Notice.

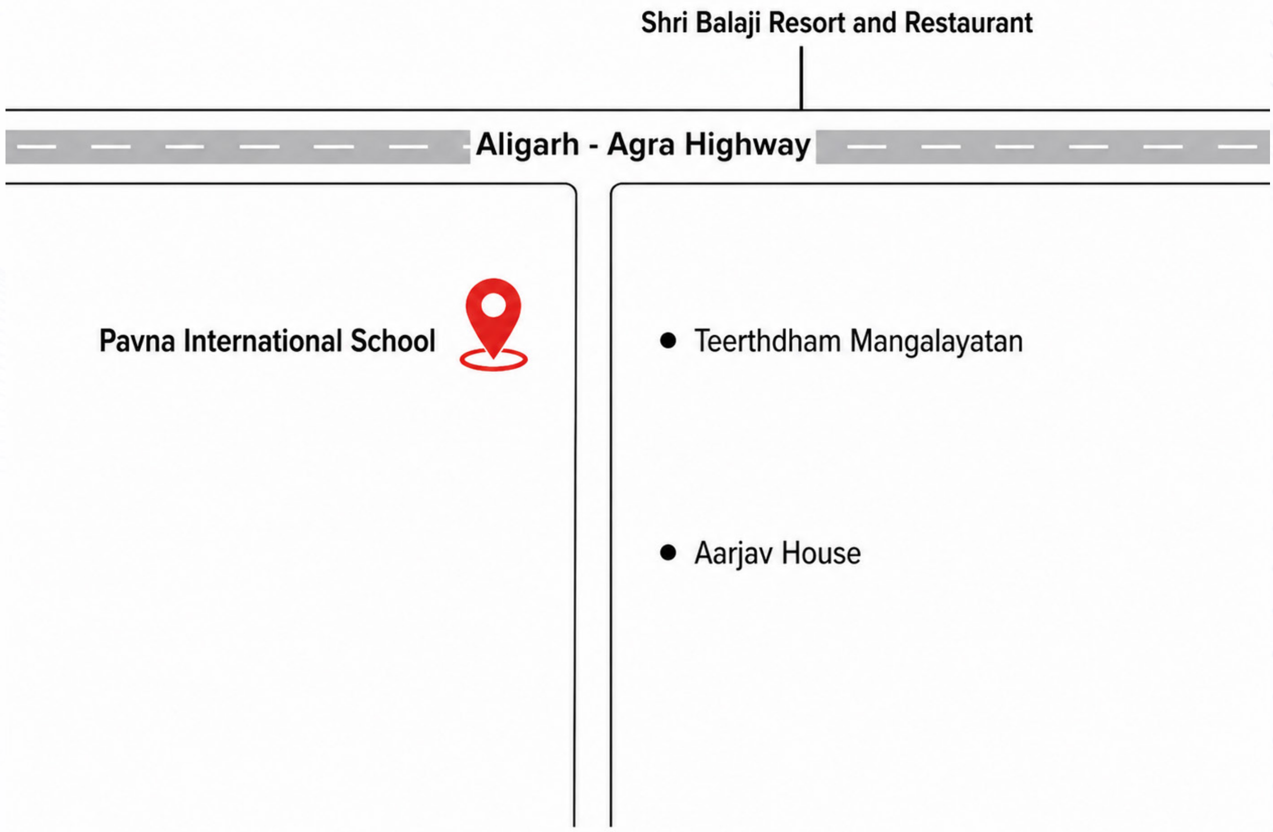
By order of the Board of Directors
Pavna Industries Limited

Sd/-
Swapnil Jain
Managing Director
DIN:01542555

Date: August 24, 2026
Place: Aligarh

Registered Office: Vimlanchal, Hari nagar Aligarh, Uttar Pradesh-202001,India
Corporate Office: Sushayat Khurd Aligarh-Agra Road, Near Mangalayatan Mandir, Sasni, Hathras, Aligarh, Uttar Pradesh, India, 204216.
CIN: L34109UP1994PLC016359
Mobile No. +91-8006409332
Website: www.pavna.in
Email:cs@pavnagroup.com

ROUTE MAP OF PAVNA INTERNATIONAL SCHOOL



ATTENDANCE SLIP

32ND ANNUAL GENERAL MEETING ON MONDAY, 21ST SEPTEMBER, 2026

Client ID	
Name of Shareholder	
Address	
No. of Shares	

I hereby record my presence at the 32nd Annual General Meeting of the Company at Pavna International School, Agra-Aligarh Highway near Mangalayatan, Mandir, Sasni, Hathras, Aligarh, Uttar Pradesh, 204216, India on Monday, 21st September, 2026 at 9.00 A.M.

____

Shareholder / Proxy name in block letters

____

Signature of the Shareholder or Proxy

Email Address:

Note:

A) Shareholders 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.

B) Shareholder/Proxy holder desiring to attend the meeting should bring his copy of the Annual Report for reference at the meeting.

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]

TO,
PAVNA INDUSTRIES LIMITED
VIMLANCHAL, HARI NAGAR
ALIGARH 202001 UP INDIA.
CIN: L34109UP1994PLC016359

Name of the Member(s)	
Registered address	
E-mail Id	
DP. Id	
Client Id	

I/We being a member / members of .... 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

3. Name: ....
   Address:
   E-mail Id:
   Signature:.........., or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 32nd Annual general meeting of the company, to be held on the Monday, 21st September, 2026 at 9.00 A.M. at Pavna

International School, Agra-Aligarh Highway near Mangalayatan, Mandir, Sasni, Hathras, Aligarh, Uttar Pradesh, 204216, India and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No	Description.	No. of shares held	For	Against
1	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on March 31, 2026 together with the Schedules thereon, along with the Reports of the Directors and Auditors thereon.			
2	To Approve Re-appointment of Mrs. Asha Jain (DIN: 00035024) as a director, who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.			
3	To Approve Disinvestment of 100% Investment Held in Swapnil Switches Private Limited (SSPL), a subsidiary of the Company			
4	To Approve Disinvestment of 100% Investment Held in Pavna Auto Engineering Private Limited (PAEPL), a subsidiary of the Company			
5	To Approve the Related Party Transactions of the Company.			

Signed this .... day of.............. 2026

Signature of shareholder

Signature of Proxy holder(s)

Notes: 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.