

NOTICE

NOTICE is hereby given that the 12th Annual General Meeting of the Members of TIRUPATI REELS PRIVATE LIMITED will be held on Wednesday 24th June, 2026 at 4:00 PM at Registered office E-107, FIRST FLOOR, GREATER KAILASH, NEW DELHI, South Delhi, Delhi, India, 110048 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Financial Statements of the company for the period ended 31st March, 2026 together with Report of the Board of Directors and Auditors thereon:

“RESOLVED THAT the Audited Financial Statements as on 31st March, 2026 together with Directors’ Report and the Auditor’s Report thereon be and are hereby considered, approved and adopted.”

2. To appoint a Director in place of Mr. Sanjeev Chhabra (DIN 07536941) who retires by rotation at this Annual General Meeting and being eligible offers himself for reappointment:

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions if any, of the Companies Act, 2013, Mr. Sanjeev Chhabra (DIN 07536941), who retires by rotation at this meeting and being eligible has offered himself for re-appointment be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS:

3. Remuneration to Mr. Sanjeev Chhabra, Director for the financial year 2025-26.

To consider and, if thought fit, to pass with or without modification the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013, and subject to such other necessary approval(s), consent(s) or permission(s), as may be required, on the recommendation of the Nomination & Remuneration Committee and approval of Board of Directors, the consent of the Members of the Company be and is hereby accorded to pay Mr. Sanjeev Chhabra (DIN: 07536941), Director remuneration of Rs.5,00,000/- (Rupees Five Lakh only) even in case of absence of adequate profits during the financial year 2025-26.”

“RESOLVED FURTHER THAT the Board of Directors of the Company, be and is/are hereby authorized, singly and/or jointly to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution.

4. Remuneration to Mr. Rishikesh Suresh Rajurkar, Director for the financial year 2025-26.

To consider and, if thought fit, to pass with or without modification the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013, and subject to such other necessary approval(s), consent(s) or permission(s), as may be required, on the recommendation of the Nomination & Remuneration Committee and approval of Board of Directors, the consent of the Members of the Company be and is hereby accorded to pay Mr. Rishikesh Suresh Rajurkar (DIN: 07109072), Director, remuneration of Rs.5,00,000/- (Rupees Five Lakh only) even in case of absence of adequate profits during the financial year 2025-26.”

“RESOLVED FURTHER THAT the Board of Directors of the Company, be and is/are hereby authorized, singly and/or jointly to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution.

5. Remuneration to Mr. Pratik Jajodia, Director for the financial year 2026-27.

To consider and, if thought fit, to pass with or without modification the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and subject to such other necessary approvals, consents, or permissions as may be required, the consent of the Members of the Company be and is hereby accorded to the payment of remuneration to Mr. Pratik Jajodia (DIN: 06392340), Director of the Company, for the financial year 2026–27, comprising fixed remuneration of ₹ 4,608,000- (Rupees forty six lakh eight thousand only) and variable remuneration of ₹ 1,152,000/- (Rupees eleven lakh fifty two thousand only), notwithstanding the absence or inadequacy of profits in the said financial year, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally or jointly authorized to do all such acts, deeds, matters, and things as may be necessary, desirable, or expedient to give effect to this resolution, including filing necessary forms and returns with the Registrar of Companies and obtaining all necessary approvals as may be required.”

6. Remuneration to Mr. Nikhil Jajodia, Chief Operating Officer for the financial year 2026-27.

To consider and, if thought fit, to pass with or without modification the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 188(1)(f) of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014, and any other applicable provisions, if any (including any statutory modifications or re-enactments thereof for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, the consent of the members of the Company be and is hereby accorded to pay remuneration to Mr. Nikhil Jajodia, son of Mr. Suresh Kumar Jajodia and brother of Mr. Pratik Jajodia, Directors of the Company, who is holding an office or place of profit as the Chief Operating Officer of the Company, comprising fixed remuneration of ₹ 4,608,000- (Rupees forty six lakh eight thousand only) and variable remuneration of ₹ 1,152,000/- (Rupees eleven lakh fifty two thousand only) for the financial year 2026-27.”

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally and/or jointly authorized to do all such acts, deeds, matters, and things as may be necessary, desirable, or expedient to give effect to this resolution."

**By Order of the Board of Directors
For TIRUPATI REELS PRIVATE LIMITED**

x 

**Pratik Jajodia
DIN : 06392340**

Director

Address : Plot-107 Oslo Sector-3 Gujarat India 370201

Date: 21/04/2026

Place: Gandhidham

TIRUPATI REELS PRIVATE LIMITED

Registered Office:- E-107, FIRST FLOOR, GREATER KAILASH, NEW DELHI, South Delhi, Delhi, India, 110048

E-mail ID: info@ttplgroup.in, Contact No.: 9054921142, Website:

<https://www.tirupatireels.com/>

CIN: U20232DL2015PTC275797

NOTES:

1. Members are requested to notify immediately any change of address to the Company at its Registered Office, quoting their folio number.
2. 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 physical form can submit their PAN details to the Company.
3. Members holding shares in physical mode are requested to register their email IDs with the Registrar & Share Transfer Agents of the Company and Members holding shares in demat mode are requested to register their e mail ID's with their respective DP in case the same is still not registered. Members are also requested to notify any change in their email ID or bank mandates or address to the Company and always quote their Folio Number or DP ID and Client ID Numbers in all correspondence with the Company. In respect of holding in electronic form, Members are requested to notify any change of email ID or bank mandates or address to their Depository Participants.
4. Members who still hold share certificates in physical form are advised to dematerialise their shareholding to avail the benefits of dematerialisation, which include easy liquidity, since trading is permitted in dematerialised form only, electronic transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.
5. Members can avail of the nomination facility by filing Form SH-13, as prescribed under Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, with the Company. Blank forms will be supplied on request.

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

Item No.03 - Remuneration to Mr. Sanjeev Chhabra, Director for the financial year 2025-26:

The Board, on the recommendation of the Nomination and Remuneration Committee, at its meeting held on 21st April, 2026. has approved payment of remuneration to Mr. Sanjeev Chhabra (DIN: 07536941), Director, of Rs. 5,00,000/- (Rupees Five Lakh only) for the financial year 2025-26, for which approval the members are required.

The remuneration proposed to be paid to Mr. Sanjeev Chhabra (DIN: 07536941), Director, has been recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.

Keeping in view, time devoted by Mr. Sanjeev Chhabra (DIN: 07536941), Director, the Board of Directors has approved the payment of remuneration for the financial year 2025-26 of Rs. 5,00,000/- (Rupees Five Lakh only). The Board recommends the above resolution for the approval of the members as a special resolution.

None of the Directors of the Company including their relatives are in any way concerned or interested in the resolution.

Details of Directors seeking appointment and re-appointment and/or fixation of remuneration of Directors at the forthcoming Annual General Meeting [Pursuant to Secretarial Standard 2 on General Meetings]

Name of Director	Mr. Sanjeev Chhabra
DIN	07536941
Nationality	Indian
Date of Birth:	08/03/1972
Date of Appointment on the Board	10/07/2024
Qualification	M.com
Expertise in specific functional area	Finance, treasury, marketing and risk management
Number of shares held in the Company	Nil
List of directorships held in other Companies	01.Techno Electromech Private Limited
Number of Board Meeting attended during the financial year 2025-26	5 of 5
Number of Committee Meeting attended during the financial year 2025-26	NA
Chairman/Member in the Committees of the board of companies in which he is a Director	NA

Relationship between Directors inter-se	N.A.
Terms and Conditions of Appointment	Non-Executive, liable to retire by Rotation
Past Remuneration	Remuneration of Rs.3,75,000/- (Applicable Taxes) for the Financial Year 2024-25
Remuneration details (Including Sitting Fees & Commission)	Remuneration of Rs.5,00,000/- (Applicable Taxes) for the Financial Year 2025-26

Item No.04 - Remuneration to Mr. Rishikesh Suresh Rajurkar, Director for the financial year 2025-26:

The Board, on the recommendation of the Nomination and Remuneration Committee, at its meeting held on 21st April, 2026. has approved payment of remuneration to Mr. Rishikesh Suresh Rajurkar (DIN: 07109072), Director of Rs. 5,00,000/- (Rupees Five Lakh only), for the financial year 2025-26, for which approval the members are required.

The remuneration proposed to be paid to Mr. Rishikesh Suresh Rajurkar (DIN: 07109072), Director, has been recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.

Keeping in view, time devoted by Mr. Rishikesh Suresh Rajurkar (DIN: 07109072), Director, the Board of Directors has approved the payment of remuneration for the financial year 2025-26 of Rs.5,00,000/-.

The Board recommends the above resolution for the approval of the members as a special resolution.

None of the Directors of the Company including their relatives are in any way concerned or interested in the resolution.

Details of Directors seeking appointment and re-appointment and/or fixation of remuneration of Directors at the forthcoming Annual General Meeting [Pursuant to Secretarial Standard 2 on General Meetings]

Name of Director	Mr. Rishikesh Suresh Rajurkar
DIN	07109072
Nationality	Indian
Date of Birth:	25/12/1973
Date of Appointment on the Board	11/10/2024
Qualification	BTech
Expertise in specific functional area	Technical
Number of shares held in the Company	Nil
List of directorships held in other Companies	01.Steel Matrix Private Limited 02.Uniglobus Electricals And Electronics Private Limited
Number of Board Meeting attended during the financial year 2025-26	4 of 5
Chairman/Member in the Committees of the board of companies in which he is a Director	Member in the following committees of Tirupati Reels Private Limited: 1) Audit Committee 2) CSR Committee 3) Nomination and Remuneration Committee

Number of Committee Meetings attended during the financial year 2025-26	Audit Committee	4 of 4
	CSR Committee	2 of 2
	NRC Committee	2 of 2
Relationship between Directors inter-se	N.A.	
Terms and Conditions of Appointment	Non-Executive, liable to retire by Rotation	
Past Remuneration	Rs.2,50,000/- (Applicable Taxes)	
Remuneration details (Including Sitting Fees & Commission)	Rs.5,00,000/- (Applicable Taxes) for the year 2025-26	

Item No.05 - Remuneration to Mr. Pratik Jajodia, Director for the financial year 2026-27:

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, at its meeting held on April 21, 2026, approved the payment of annual remuneration to Mr. Pratik Jajodia (DIN: 06392340), Director, comprising a fixed component of ₹ 46,08,000/- and variable component of ₹ 1,152,000/- for the financial year 2026-27.

The remuneration has been duly recommended by the Nomination and Remuneration Committee and approved by the Board of Directors after considering the time and efforts devoted by Mr. Pratik Jajodia towards the functioning and growth of the Company.

Except for Mr. Suresh Kumar Jajodia, Mr. Nikhil Jajodia (Chief Operating Officer), who is the brother of Mr. Pratik Jajodia and son of Mr. Suresh Kumar Jajodia, none of the other Directors, Key Managerial Personnel, or their relatives are in any way, financially or otherwise, concerned or interested in the proposed resolution.

The Board recommends the passing of the following resolution as a Special Resolution for approval by the members:

Details of Directors seeking appointment and re-appointment and/or fixation of remuneration of Directors at the forthcoming Annual General Meeting [Pursuant to Secretarial Standard 2 on General Meetings]

Name of Director	Mr. Pratik Jajodia
DIN	06392340
Nationality	Indian
Date of Birth:	01-10-1987
Date of Appointment on the Board	07-02-2015
Qualification	BTech
Expertise in specific functional area	Administration & Finance.
Number of shares held in the Company	N.A.
List of directorships held in other Companies	01.Tirupati Tradelinks Private Limited 02.Tirupati Timber Industries Private Limited
Number of Board Meeting attended during the financial year 2025-26	5 of 5
Chairman/Member in the Committees of the board of companies in which he is a Director	Chairman-CSR Committee (Tirupati Reels Private Limited)
Number of CSR Committee Meeting attended during the financial year 2025-26	2 of 2

Relationship between Directors inter-se	Suresh Kumar Jajodia (Father)
Terms and Conditions of Appointment	Executive, liable to retire by Rotation
Remuneration details (Including Sitting Fees & Commission)	₹46,08,000/- fixed and ₹1,152,000/- variable (Applicable taxes) for the Financial Year 2026-27

Item No.06 - Remuneration to Mr. Nikhil Jajodia, Chief Operating Officer for the financial year 2026-27:

In accordance with the provisions of Section 188(1)(f) of the Companies Act, 2013, which regulates related party transactions, it is mandatory for a company to obtain prior approval of the Board of Directors and its members for the appointment of a related party to any office or place of profit in the company.

Mr. Nikhil Jajodia, son of Mr. Suresh Kumar Jajodia and brother of Mr. Pratik Jajodia, has been appointed as the Chief Operating Officer of the Company, thereby holding an office or place of profit under Section 188(1)(f) of the Companies Act, 2013.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on 21st April 2026 approved the remuneration of Mr. Nikhil Jajodia comprising of fixed component of ₹ 46,08,000/- and variable component of ₹ 1,152,000/- for the financial year 2026-27.

Except for Mr. Pratik Jajodia and Mr. Suresh Kumar Jajodia, Directors of the Company no other Directors, Key Managerial Personnel, or their relatives are, in any way, financially or otherwise, concerned or interested in the proposed resolution.

The Board recommends the resolution for the approval of the members as a Special Resolution.

Details of Directors/Relative of director Holding an office / place of profit seeking appointment and reappointment and/or fixation of remuneration at the Annual General Meeting [Pursuant to Secretarial Standard 2 on General Meetings and Companies Act 2013]

Name of Director/Relative	Mr. Nikhil Jajodia
Nationality	Indian
Date of Birth:	30/09/1989
Qualification	B.com
Expertise in specific functional area	Production & Planning
Number of shares held in the Company	Nil
List of directorships held in other Companies	01.Tirupati Tradelinks Private Limited 02.Tirupati Timber Industries Private Limited
Position in the company	Holding an office / place of profit, as Chief Operating Officer of the company.
Relationship between Directors inter-se	Son of Mr. Suresh Kumar Jajodia & Brother of Mr. Pratik Jajodia, directors of the company.
Remuneration details	₹46,08,000/- fixed and ₹1,152,000/- variable (Applicable taxes) for the Financial Year 2026-27
Tenure of Contract	NA

**By Order of the Board of Directors
For TIRUPATI REELS PRIVATE LIMITED**

x 

Pratik Jajodia
DIN : 06392340
Director
Address : Plot-107 Oslo Sector-3 Gujarat India 370201

Date: 21/04/2026

Place: Gandhidham

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: U20232DL2015PTC275797

Name of the Company: TIRUPATI REELS PRIVATE LIMITED

Registered office: E-107, FIRST FLOOR, GREATER KAILASH, NEW DELHI, South Delhi, Delhi, India,
110048

Name of the Member(s):	
Registered address:	
Email address:-	
No. of shares held:-	
Folio No/ Client Id:-	
DP ID:-	

I/We, being the member of TIRUPATI REELS PRIVATE LIMITED holding {No of Share} shares of the
above named company, hereby appoint

Name:	
Address:	
Email address:-	
Signature:-	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at Annual General
Meeting of the Company, to be held on the 24th day of June, 2026 at 4:00 PM at E-107, FIRST
FLOOR, GREATER KAILASH, NEW DELHI, South Delhi, Delhi, India, 110048 and at any adjournment
thereof in respect of such resolutions as are indicated below:

Resolution No.

Ordinary Business:

1. To receive, consider, and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Directors and the Auditors thereon.
2. To appoint a director in place of Mr. Sanjeev Chhabra (DIN 07536941), who retires by rotation and, being eligible, offers himself for re-appointment.
3. Remuneration to Mr. Sanjeev Chhabra, Director for the financial year 2025-26
4. Remuneration to Mr. Rishikesh Suresh Rajurkar, Director for the financial year 2025-26.
5. Remuneration to Mr. Pratik Jajodia, Director for the financial year 2026-27.
6. Remuneration to Mr. Nikhil Jajodia, Chief Operating Officer, for the financial year 2026-27.

Signed on this ___ day of _____

Signature of Shareholder

**Signature of Proxy
holder(s)**

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.

Attendance Slip

12th Annual General Meeting. Wednesday, 24th June, 2026 AT 4:00 PM

Folio No. / DP ID Client ID No.	
Name of First named Member/Proxy/ Authorised Representative	
Name of Joint Member(s), if any:	
No. of shares held	

I certify that I am a registered shareholder/proxy for the registered shareholder of the Company and hereby record my presence at the 12th Annual General Meeting of the Company on Wednesday, 24th June, 2026 at 4:00 PM at E-107, FIRST FLOOR, GREATER KAILASH, NEW DELHI, South Delhi, Delhi, India, 110048

Member's/Proxy's name in Block Letters

**Member's/Proxy's
Signature**

Note(s): 1. Please sign this attendance slip and hand it over at the Attendance Verification Counter at the MEETING VENUE.

2. Only shareholders of the Company and/or their Proxy will be allowed to attend the Meeting.

TIRUPATI REELS PRIVATE LIMITED

Registered Office:- E-107, FIRST FLOOR, GREATER KAILASH, NEW DELHI, South Delhi, Delhi, India, 110048

E-mail ID: info@ttplgroup.in, Contact No.: 9054921142, Website:

<https://www.tirupatireels.com/>

CIN: U20232DL2015PTC275797

Route Map

TIRUPATI REELS PRIVATE LIMITED

E-107, FIRST FLOOR, GREATER KAILASH, NEW DELHI, South Delhi, Delhi, India, 110048

