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NOTICE

SHORTER NOTICE is hereby given that the **17th Annual General Meeting** of Members of Renold Chain India Private Limited (the 'Company') will be held on Tuesday, the 30th day of September 2025 at 10:00 Hrs IST at the Registered Office of the Company at 568/1A, 569/1&2, D.Gudalur Post, Guziliamparai Taluk, Dindigul District – 624 620, TamilNadu to transact the following businesses:

ORDINARY BUSINESS

Item No. 1 – Adoption of Audited Financial Statements

To receive, consider and adopt the audited financial statements of the Company along with the statement of cash flows for the financial year ended 31st March 2025 together with the notes and reports of the Board of Directors and Auditors thereon.

SPECIAL BUSINESS:

Item No 2 – Ratification of remuneration payable to the Cost Auditor

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

RESOLVED THAT pursuant to section 148 (3) and other applicable provision if any of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force) the remuneration of Rs.50,000/- (Rupees Fifty Thousand Only) excluding all taxes and reimbursement of out of pocket expenses to Mr B Venkateswar, Cost Accountant (Membership Number: 27622) who has been appointed by the board of Directors as Cost Auditor to conduct the audit of cost records of the Company for the financial year ending 31st March 2026 be and is hereby ratified and approved.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

Item No:3 – Approval of Related Party Transactions:

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

"**RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the Company be and is hereby accorded to the Board of Directors to enter into transaction between the Company and the related parties on the terms and conditions, as detailed below:

Registered Office & Factory:
Renold Chain India Private Limited
S.F.No.568/1A,569/1&2, D.Gudalur Post - 624 620, Via Karur, Guziliamparai Taluk, Dindigul District, Tamil Nadu, India.
Tel : +91-4324 302518 Email : indlmktg@renold.com
CIN : U27109TZ2008FTC017737
GSTIN : 33AADCR9839E1Z8

S.No	Name of the Related Party	Name of the Director or KMP who is related	Nature of Relationship	Nature, material terms, monetary value, duration and particulars of the contract or arrangement
1	Jeffrey Chain Corporation	James Robert Haughey	Fellow Subsidiary	Sale/ Purchase of industrial chains and/ or its components and the Monetary value of aggregate transactions does not exceed INR 20 Crores during the financial year 2025-26. All the transactions are in the ordinary course of business and is as per the transfer price.
2	Renold PLC	James Robert Haughey	Ultimate Holding Company	a) Availing of Management related services and/or; b) Availing of IT/ Insurance related services and/ or; c) Availing of M3 Consulting services and/or; d) Purchase of IT Hardware related items and/or; e) Purchase of fixed assets; f) All the transactions are in the ordinary course of business and is as per the transfer price and g) The Monetary value of all above aggregate transactions does not exceed INR 35 Crores during the financial year 2025-26.
3	Renold (China) Transmission Products Co Ltd	Michael Peter Wallwork	Fellow Subsidiary	a) Sale/ Purchase of industrial chains and/ or its components and/or; b) Purchase of fixed assets; c) All the transactions are in the ordinary course of business and is as per the transfer price and d) The Monetary value of aggregate transactions does not exceed INR 5 Crores during the financial year 2025-26.

RESOLVED FURTHER THAT Mr S Ramachandran, Managing Director of the Company be and is hereby authorised to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto , and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper expedient or incidental for giving effect to this resolution.

Date: 26.09.2025
Place: Dindigul

By the Order of Board
Renold chain India Private Limited

Sivavadivelu Ramachandran
Managing Director
DIN No: 03535894
Residential address:
3C, Apple Paradise Apartments,
SF643, Andan Kovil East Po, Reddipalayam
Ponnagar, Andankovil East, Karur
Tamil Nadu – 639002, India

NOTES:

1. A member entitled to attend and vote at the annual general meeting ("the meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the company. A blank proxy form for the AGM is enclosed herewith. The instrument appointing the proxy should, however, be deposited at the registered office of the company or at the Venue of the Meeting before the scheduled time of the commencement of the meeting.

2. Corporate members intending to send their authorized representatives to attend the meeting are requested to send the company a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.

3. Shareholders/proxies/authorized representatives should bring the duly filled attendance slip enclosed herewith to attend the Annual General Meeting.

4. Pursuant to Section 101 of the Companies Act, 2013, shareholders have to submit consent to hold the Annual General Meeting at a shorter notice. Format of consent for shorter notice is annexed herewith and forms a part of this notice. Shareholders/authorized representatives are requested to submit the duly filled consent for shorter notice prior to the date of the Annual General Meeting.

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

Item No:2

The Board of Directors has approved the appointment and remuneration of Mr B Venkateswar, Cost Accountant (Membership No.27622) as Cost Auditor to conduct the audit of the cost records of the Company for the Financial Year 2025-2026. In accordance with the provisions of Section 148 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor must be ratified by the Members of the Company.

Accordingly, the approval of the Members is sought for passing Ordinary Resolution as set out in Item No.2 of the Notice for ratification of the remuneration payable to the Cost Auditor for conducting the Cost Audit of the Company for the Financial Year ending on March 31, 2026. The Board recommends the Ordinary Resolution as set out in Item No.2 of the notice for approval by the Members.

None of the Directors and Key Managerial Personnel of the Company or their relatives, financially or otherwise, is concerned or interested in the proposed Ordinary Resolution as set out at Item No.2 of the Notice.

Item No:3

The Company has been entering into transactions with related parties confirming to prescribe statutory procedure under the Companies Act 2013.

The Company also proposes to enter into such transactions with related parties confirming to the requirements of the Companies Act 2013.

In the above context the necessary resolution is proposed for the approval of the members. The transactions have been approved by the Board of Directors subject to the company passing ordinary resolution as per requirement of the act.

The particulars as to related party transactions are furnished below as per the requirements of the prescribed rules and the grounds for having the transactions.

The details of the related party transaction (s) are furnished below.

S.No	Name of the Related Party	Name of the Director or KMP who is related	Nature of Relationship	Nature, material terms, monetary value, duration and particulars of the contract or arrangement
1	Jeffrey Chain Corporation	James Robert Haughey	Fellow Subsidiary	Sale/ Purchase of industrial chains and/ or its components and the Monetary value of aggregate transactions does not exceed INR 20 Crores during the financial year 2025-26. All the transactions are in the ordinary course of business and is as per the transfer price.

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2	Renold PLC	James Robert Haughey	Ultimate Holding Company	a) Availing of Management related services and/or; b) Availing of IT/ Insurance related services and/ or; c) Availing of M3 Consulting services and/or; d) Purchase of IT Hardware related items and/or; e) Purchase of fixed assets; f) All the transactions are in the ordinary course of business and is as per the transfer price and g) The Monetary value of all above aggregate transactions does not exceed INR 35 Crores during the financial year 2025-26.
3	Renold (China) Transmission Products Co Ltd	Michael Peter Wallwork	Fellow Subsidiary	a) Sale/ Purchase of industrial chains and/ or its components and/or; b) Purchase of fixed assets c) All the transactions are in the ordinary course of business and is as per the transfer price and d) The Monetary value of aggregate transactions does not exceed INR 5 Crores during the financial year 2025-26.

Date: 26.09.2025
Place: Dindigul

By the Order of Board
Renold chain India Private Limit

Sivavadivelu Ramachandran
Managing Director
DIN No: 03535894
Residential address:
3C, Apple Paradise Apartments,
SF643, Andan Kovil East Po
Reddipalayam, Ponnagar,
Andankovil East Karur,
Tamil Nadu – 639002, India

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: U27109TZ2008FTC017737
Name of the company: Renold Chain India Private Limited
Registered office: 568/1A, 569/ 1 & 2 D. Gudalur (P.O), Guziliamparai (T.K) Dindigul, Tamilnadu – 624620, India

Name of the member (s) : **Registered address :** **E-mail Id:** **Folio No/ Client Id :** **DP ID :**

I/We being the Member(s) / Members of ____________________ shares of the above named company, hereby appoint

1. Name: ______________________________
   Address: ______________________________
   E mail ID: ___________________________
   Signature: ___________________________ or failing him/her

2. Name: ______________________________
   Address:______________________________
   E mail ID: ___________________________
   Signature: ___________________________

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Tuesday, September 30, 2025, at 10.00A.M at 568/1A, 569/ 1 & 2 D. Gudalur (P.O.), Guziliamparai (T.K.) Dindigul, Tamil Nadu – 624620, India and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No. 1. Adoption of Audited Financial Statements
Resolution No. 2. Ratification of remuneration of the Cost Auditor
Resolution No. 3. Approval of Related Party Transactions

Signed this...... day of......... 2025.

Please affix Re. 1/- Revenue

____
Signature of Member/s as per specimen signature on Company's record

____
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 or at the venue of the meeting before the commencement of the meeting.

ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF VENUE

Member/Proxy

____

(First) (Middle) (Surname)

I hereby record my presence at the Annual General Meeting of Renold Chain India Private Limited held on Tuesday, September 30, 2025, at 10.00A.M at 568/1A, 569/ 1 & 2 D. Gudalur (P.O.), Guziliamparai (T.K.) Dindigul, Tamil Nadu – 624620, India.

Regd. Folio No. _____________
No. of Shares held ____________

(Signature of Member/s or Proxy)

THE COMPANIES ACT, 2013
Consent by Shareholder for shorter notice
[Pursuant to section 101]

To
The Board of Directors
Renold Chain India Private Limited
568/1A, 569/ 1 & 2 D. Gudalur (P.O),
Guziliamparai (T.K) Dindigul,
Tamil Nadu – 624620, India

I/We, ______________________, resident of/ having office at ______________________, holding __________ equity shares of Rs.10 each, in Renold Chain India Private Limited, hereby give consent, pursuant to section 101 of the Companies Act, 2013, to hold the Annual General Meeting of the Company on Tuesday, September 30, 2025, at 10.00 A.m at 568/1A, 569/ 1 & 2, D.Gudalur (P.O.), Guziliamparai (T.K.) Dindigul, Tamil Nadu – 624620, India at a shorter notice.

____
[Name]

Dated: ____________

Vinoth kumar Thiyagarajan

From:	Vinoth kumar Thiyagarajan
Sent:	Monday, September 29, 2025 11:21 AM
To:	Jim Haughey; Mick Wallwork; Ramachandran Sivavadivelu
Cc:	Robert Purcell; Andrew Batchelor
Subject:	Renold India: 17th Annual General Meeting Shorter Notice
Attachments:	Notice of 17th AGM.pdf

Dear Members & Directors

Find attached the Shorter Notice of the 17th Annual General Meeting of the Shareholders of the Company to held on 30th September 2025 at 10:00 am IST at the Registered office of the Company.

Request you to attend for the meeting.

Regards
Vinothkumar T
Company Secretary