MV ELECTROSYSTEMS LIMITED
CIN: U31401HR2009PLC140536
Regd. & Corp. Office : Plot No. 7, Site - 2, 14/3 Mathura Road, Faridabad-121003 (Haryana) INDIA
Tel.: 0129-2990297
E-mail : info@mvelectrosystems.com
Website : www.mvelectrosystems.com

September 03, 2026

To **National Stock Exchange of India Limited** Exchange Plaza, C-1, Block G Bandra Kurla Complex Bandra (E), Mumbai – 400 051	**To** **BSE Limited** Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400 001
NSE SYMBOL: MVELECTRO	**SCRIP CODE: 544851**

Sub.: Notice of 17th Annual General Meeting and E-Voting Schedule

Respected Sir/ Madam,

Pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform that the 17th Annual General Meeting ("AGM") of the Company will be held on Tuesday, September 29, 2026 at 11.00 A.M. through Video Conference/Other Audio Visual Means (VC/OAVM), without the physical presence of members at a common venue, in accordance with the applicable circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India. A detailed notice of the Annual General Meeting along with an explanatory statement is enclosed herewith.

The notice of the 17th AGM is also being made available on the website of the company www.mvelectrosystems.com, websites of the stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of Central Depository Services (India) Limited ('CDSL') at www.evotingindia.com.

Pursuant to the Regulation 36(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Notice convening the AGM and Annual report 2025-26 are being sent, by e-mail, to those members who have registered their e-mail address with the Bank / its Registrar and Share Transfer Agent / Depository Participants. Further, a letter providing the web-link giving the exact path where complete details of the Notice of AGM and the Annual Report 2025- 26 are available, is being sent to those members who have not registered their e-mail addresses.

Further, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration Rules), 2014 and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is pleased to provide the facility to its members holding shares on cut-off date i.e. Tuesday, September 22, 2026 to exercise their right to vote at ensuing AGM by electronic means on all or any of the business specified in the Notice convening the Annual General Meeting. The Company has engaged the services of Central Depository Services (India) Limited ('CDSL') to provide the e-voting facility.

The remote e-voting period commences on Saturday, September 26, 2026 at 10:00 A.M and ends on Monday, September 28, 2026 at 05:00 P.M. Members present at the meeting through VC/OAVM facility and who had not cast their votes on the resolutions through remote e-voting and otherwise not barred from doing so, shall also be eligible to vote through e-voting during the Annual General Meeting.

We request you to kindly take the same on record.

Thanking You,
FOR MV ELECTROSYSTEMS LIMITED

Sourabh Bansal

Digitally signed by Sourabh Bansal
Date: 2026.09.03 18:45:18 +05'30'

Sourabh Bansal
Company Secretary and Compliance Officer
Enclosed: As Above

NOTICE OF THE 17th ANNUAL GENERAL MEETING ("AGM")

To
The Members,

NOTICE is hereby given that the 17th Annual General Meeting of the Members of **MV ELECTROSYSTEMS LIMITED** will be held on Tuesday, 29th September, 2026 at 11:00 A.M. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) ("hereinafter referred to as electronic mode") to transact the following businesses:

ORDINARY BUSINESS:

1. **TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENT OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31ST, 2026 TOGETHER WITH THE REPORT OF THE AUDITORS' THEREON AND THE REPORT OF BOARD OF DIRECTORS.**

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

   "RESOLVED THAT the Audited Financial Statements of the Company for the Financial Year ended March 31st, 2026 and the reports of the Auditors thereon and the reports of the Board of Director , placed before the 17th Annual General Meeting, be and are hereby received, considered and adopted."

2. **TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. MOHIT VOHRA (DIN: 02534402) AS A DIRECTOR OF THE COMPANY, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.**

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

   "**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Mohit Vohra (DIN: 02534402) who retires by rotation at this Annual General Meeting and being eligible, offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

3. **TO CONSIDER AND APPROVE THE APPOINTMENT OF MR. SUMIT DHAWAN (DIN: 08260657) AS A DIRECTOR OF THE COMPANY, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.**

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

   "RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Sumit Dhawan (DIN: 08260657) who retires by rotation at this Annual General Meeting and being eligible, offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS

4. **APPOINTMENT OF M/S TARUNA KALRA & ASSOCIATES, PRACTISING COMPANY SECRETARY AS SECRETARIAL AUDITOR AND FIX THEIR REMUNERATION**

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

   "RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 ('Act') read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')[including any statutory modification(s) or re-enactment(s) thereof for the time being in force], **and based on the Recommendations of the Audit Committee of the Company**, M/s. Taruna Kalra & Associates, Company Secretary in Practice (Membership Number- F-6603, COP No: 7129), who have confirmed their eligibility to be appointed as the Secretarial Auditors of the Company in terms of Regulation 24A (1A) of the SEBI Listing Regulations, be and are hereby appointed as the Secretarial Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of 22nd Annual General Meeting to be held in the year 2031,covering the period from the financial year ending 31st March 2027 till the financial year ending 31st March 2031, at such remuneration as maybe determined by the Board of Directors of the Company, from time to time, in consultation with the Secretarial Auditors.

   RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, things and deeds and take all such steps as may be necessary, proper or expedientto give effect to this resolution.

5. **TO APPROVE THE 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 ("Act"), read with the Companies (Meetings of Board and its Powers) Rules, 2014, Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), and subject to such other approvals, consents, permissions and sanctions as may be necessary and **based on the Recommendations of the Audit Committee** of the Company, consent of the Members of the Company be and is hereby accorded to the Company for entering into and/or continuing with related party transactions and/or contracts/arrangements with the related parties of the Company, as detailed in the Explanatory Statement annexed to this Notice, for an aggregate value not exceeding the respective limits specified therein, during the financial year 2026-27, on such terms and conditions as may be mutually agreed between the Company and the respective related parties.

RESOLVED FURTHER THAT the consent of the members of the company be and is hereby accorded in pursuance to Rule 6A of the Companies (Meetings of Board and its Powers) Rules, 2014, where Related Party Transaction cannot be foreseen and transaction details are not available, on the basis of approval of audit committee and upon approval of board, board is authorized to enter into related transactions in under the category of Other development activities exigencies subject to value not exceeding Rs. 1,00,00,000/- (One Crore only) per transaction during the financial year 2026-27;

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof), be and is hereby authorised to do all such acts, deeds, matters and things and to finalise the terms and conditions of the aforesaid transactions, as may be necessary, expedient or desirable in connection with or incidental to giving effect to this resolution;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to delegate all or any of the powers conferred upon it by this resolution to any Director(s), Key Managerial Personnel or other officer(s) of the Company, as it may deem appropriate."

By order of Board of Directors
For **MV ELECTROSYSTEMS LIMITED**

Sd/-
Sourabh Bansal
Company Secretary & Compliance Officer

Date: 25.08.2026
Place: Faridabad

Notes:

CDSL e-Voting System – For e-voting and Joining Virtual meetings.

1. Pursuant to General Circular Nos. 14/2020, 17/2020, 20/2020, 22/2020, 33/2020, 02/2021, 19/2021, 21/2021, 02/2022, 10/2022, 11/2022, 09/2023, 9/2024 and 03/2025 dated 8 April, 2020, 13 April, 2020, 5 May, 2020, 15 June, 2020, 28 September, 2020, 13 January, 2021, 8 December, 2021, 14 December, 2021, 5 May, 2022, 28 December, 2022, 25 September, 2023, 19 September, 2024 and 22 September, 2025 respectively, issued by the Ministry of Corporate Affairs (hereinafter collectively referred as 'MCA Circulars') and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12 May, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15 January, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13 May, 2022, Circular No. SEBI/HO/CFD/PoD-2/CIR/P/2023/4 dated 5 January, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7 October, 2023 and SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated 3 October, 2024 issued by the Securities and Exchange Board of India ('SEBI Circulars') and in compliance with the provisions of the Companies Act, 2013 ('the Act') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR'), the 17th Annual General Meeting of the Company ('AGM' or 'Meeting') is being conducted through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') facility, which does not require physical presence of the Members at a common venue. Hence, the Members are requested to attend and participate at the ensuing AGM through VC / OAVM facility being provided by the Company in the given notice. The deemed venue for the AGM shall be the Registered Office of the Company.

2. The quorum for the AGM, as provided in Section 103 of the Act, is thirty (30) members (including a duly authorized representative of a body corporate) and Members present in the meeting through VC/OAVM shall be counted for the purpose of reckoning the quorum pursuant to MCA Circulars and other applicable circulars. The Members can join the AGM in the VC/OAVM mode 30 minutes before the scheduled time of the commencement of the AGM. The Company may close the window for joining the VC/OAVM facility 15 minutes after the scheduled time of start of the AGM. Instructions for Members to attend the AGM through VC/OAVM are given in Note No. 12 of this Notice.

3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

4. The explanatory statement as required under Section 102(1) of the Companies Act, 2013 ("the Act") setting out the material facts concerning the businesses under Item No. 4 and 5 of this Notice, proposed to be transacted at the AGM is annexed hereto and forms part of this notice. The relevant details as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, of the person seeking appointment/re-appointment as Director under Item No. 2 & 3 of the Notice are also annexed to the notice.

5. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at www.mvelectrosystems.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. www.evotingindia.com.

6. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

7. In continuation to this Ministry's **General Circular No. 20/2020** dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 10/2022 dated 28.12.2022 and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2023 or 2024, to conduct their AGMs through VC or OAVM on or before 30th September, 2024 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on September 26, 2026 at 10.00 AM (IST) and ends on September 28, 2026 at 05:00 PM (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date September 22, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular**,** Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	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 to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 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 or joining virtual meeting & voting during the meeting. 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 & My Easi New (Token) 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 with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is 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 3) 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'

Type of shareholders	Login Method
	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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name- MV Electrosystems Limited or e-Voting service provider- CDSL** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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. CDSL and NSDL

Login type	Helpdesk details
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
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 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,

   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant MV ELECTROSYSTEMS LIMITED on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/ POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@mvelectrosystems.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.

4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at CS@MVELECTROSYSTEMS.COM. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at CS@MVELECTROSYSTEMS.COM. These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the AGM/ EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 Company at cs@mvelectrosystems.com or to RTA at einward.ris@kfintech.com.**

2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**

3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository**.

   If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

   All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

By order of Board of Directors
For **MV ELECTROSYSTEMS LIMITED**

Sd/-
Sourabh Bansal
Company Secretary & Compliance Officer

Date: 25.08.2026
Place: Faridabad

For Item No. 2 and 3

Particulars of Directors seeking appointment /re-appointment in this annual general meeting

S. No.	1	2
Name of Director	Mr. Mohit Vohra	Mr. Sumit Dhawan
Category/Designation	Non- Executive Director	Non- Executive Director
Director Identification No.(DIN)	02534402	08260657
Date of Birth	May 18, 1975	December 1, 1987
Father's/Husband Name	Shri. Vinod Kumar Vohra	Shri. Ravinder Kr. Dhawan
Date of first appointment	July 03, 2009	October 22, 2018
Shareholding (No. of Shares)	5886108	1413934
Relationship with other directors	Cousin of Mr. Amit Dhawan and Mr. Sumit Dhawan	Brother of Mr. Amit Dhawan, Cousin of Mr. Mohit Vohra
Experience	29 years	15 years
Education Qualification	Mechanical Engineer	Bachelor of Computer Application
Brief Resume	Mohit Vohra aged 51 years is a Mechinal Engineer over 29 years of experience and has previously worked with Thermax Limited, Pouyet Communication India Private Limited (then subsidiary of 3M India Limited) and Tyco Electronics Corporation India Private Limited. Skilled in the Company's overall strategic direction and vision and provides guidance and mentorship to the management team, particularly with respect to capability building, team strengthening and the development of future projects.	Sumit Dhawan aged 38 years is a Bachelor of computer application with 15 years of experience and has previously worked with AM Speciality Materials Private Limited. Skilled in strategic, sourcing and supplier management operations.
Number of Board Meeting attended in the last financial year	10	10
Last Remuneration	Nil	Nil
Remuneration sought to be paid	Nil	Nil
Other directorship	-Quadrant Future Tek Limited -MV Mobility Limited -Iboard India Limited	- MV Mobility Limited
Committee Membership	Nil	Member in Stakeholder Relationship Committee of MV Electrosystems Ltd.

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

The following Explanatory Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

ITEM NO. 4: Appointment of Secretarial Auditors and Fixing of Remuneration

Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 (Listing Regulations),every listed entity shall undertake Secretarial Audit by a Secretarial Auditor who shall be a Peer Reviewed Company Secretary and shall annex a Secretarial Audit Report in such form as specified, with the annual report of the listed entity and the company can appoint or re-appoint a Secretarial Audit firm as Secretarial Auditor for not more than two terms of five consecutive years, with the approval of its shareholders in its Annual General Meeting. An individual Company Secretary in Practice may be appointed as Secretarial Auditor for not more than one term of five consecutive years.

The Audit Committee has recommended the appointment of M/s Taruna Kalra & Associates, Practicing Company Secretaries, as the Secretarial Auditors of the Company for consideration and approval of the Board of Directors and the Members of the Company. The Board of Directors, based on the recommendation of the Audit Committee, has approved the appointment of M/s. Taruna Kalra & Associates, Company Secretary in Practice (Membership Number- F-6603, COP No: 7129) as Secretarial Auditors of the Company for a term of five (5) consecutive financial years commencing from FY 2026–27 to FY 2030-31, under Section 204 of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of SEBI LODR Regulations, 2015 (including latest amendments).

M/s Taruna Kalra & Associates is a firm of Practicing Company Secretaries registered with the Institute of Company Secretaries of India (ICSI). The firm has experience of more than 20 years in dealing with carrying out the various activities pertaining to the Secretarial Audit and other allied matters.

The firm has accorded its consent to the aforesaid proposed appointment, and confirmed that their appointment, if made, shall be within the limits laid down by/under the Listing Regulations and guidelines issued by ICSI in this regard. They have also confirmed that they hold a valid peer review certificate issued by the ICSI and are eligible for appointment as Secretarial Auditor and not disqualified for the proposed appointment, under the Act read with the rules made thereunder, Listing Regulations and applicable SEBI circulars.

The Board seeks the approval of the shareholders for the appointment and also authorisation to fix their remuneration and reimbursement of applicable taxes and out-of-pocket expenses, in accordance with law.

None of the Directors, Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.

ITEM NO. 5: APPROVAL FOR RELATED PARTY TRASNACTIONS

Pursuant to Section 102 of the Companies Act, 2013 ("Act") and Regulation 23 of the SEBI LODR Regulations, the following statement sets out the material facts relating to the proposed resolution.

The Company, in the ordinary course of its business, enters into various transactions with its related parties, including transactions for purchase/sale of goods and services, availing/ providing of services, reimbursement of expenses, leasing arrangements, provision of corporate support services and other transactions, as may be applicable to the Company from time to time.

The proposed transactions are expected to be undertaken on an arm's length basis and in the ordinary course of business and are in the interest of the Company.

Pursuant to Regulation 23 of the SEBI LODR Regulations, all Related Party Transactions require prior approval of the Audit Committee. Further, material Related Party Transactions require prior approval of the Members of the Company. The Audit Committee, after reviewing the proposed Related Party Transactions to be entered into with the related parties, approved the same and recommended the Transactions for consideration and approval of the Board of Directors and the Members of the Company. Based on the recommendation of the Audit Committee, the Board of Directors considered and approved the proposed Related Party Transactions and recommended the same for approval of the Members of the Company.

Accordingly, approval of the Members is sought for entering into and/or continuing with the proposed Related Party Transactions with the related parties during the financial year 2026-27, within the limits specified below.

Nature of Transaction	Estimated Maximum Value during FY 2026-27	Name of Related Party	Nature of Relationship
Sales /Purchase	14.5 crores	MV MOBILITY LIMTED	A public company in which a director is a director or holds along with his relatives, more than two per cent. of its paid-up share capital
Sales/ Purchase	14.5 crores	PRIME ELECTRONICS	A partnership firm, in which a director, or his relative is a partner;
Sales/Purchases	14.5 crores	QUADRANT FUTURE TEK LIMITED	A public company in which a director is a director or holds along with his relatives, more than two per cent. of its paid-up share capital
Purchases	14.5 crores	RR ELECTRICAL AND ALLIED INDUSTRIES	A Sole-Proprietorship Firm in which Mr. Rahul Dhawan is a sole proprietor.
Sales/ Rent	14.5 crores	IBOARD INDIA LIMITED	A public company in which a director is a director or holds along with his relatives, more than two per cent. of its paid-up share capital
Sales /Purchase	14.5 crores	MV GREENTECH PRIVATE LIMITED	A private company in which relative of Director is a Director.

The Audit Committee has reviewed and approved the proposed transactions and has taken into consideration, inter alia, the nature, material terms and conditions, pricing methodology and other relevant factors.

The transactions proposed to be entered into with the related parties are expected to be on an arm's length basis and in the ordinary course of business. The Company will ensure that the transactions are undertaken in accordance with the applicable provisions of the Act, SEBI LODR Regulations and other applicable laws.

The Board of Directors recommends the resolution set out at Item No. 5 of this Notice for approval of the Members.

Except for Mr. Mohit Vohra, Mr. Amit Dhawan, Mr. Sumit Dhawan and Mr. Rahul Dhawan, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in this resolution.

By order of Board of Directors
For **MV ELECTROSYSTEMS LIMITED**

Sd/-

Date: 25.08.2026
Place: Faridabad

Sourabh Bansal
Company Secretary & Compliance Officer