



Tunwal
E-Motors Limited

TUNWAL E-MOTORS LIMITED
PREVIOUSLY KNOWN AS TUNWAL E-MOTORS PRIVATE LIMITED
CIN: L34300PN2018PLC180950
GSTIN (RAJASTHAN): 08AAHCT0838P1ZR
GSTIN (MAHARASHTRA): 27AAHCT0838P1ZR
REGISTERED ADDRESS: OFFICE NO 501, 5TH FLOOR, RAMA ICON COMMERCIAL
BUILDING, PLOT NO. 31/11, SADASHIV PETH, PUNE, MAHARASHTRA 411030

Date: 26th August 2025

To,
Listing Department
National Stock Exchange of India
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E), Mumbai -400051

| | | |
|----------------|--------------------|------------|
| Symbol: TUNWAL | ISIN: INE0OXV01027 | Series: SM |
|----------------|--------------------|------------|

Dear Sir/Madam,

Subject: Notice of the 7th Annual General Meeting of the Company and intimation of Record Date.

Pursuant to Regulation 30 read with Schedule III Part A, Para A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), as amended, please find enclosed herewith the Notice of the 7th Annual General Meeting (AGM) of the Company scheduled to be held on Friday, 19th September, 2025 at 4:00 p.m. (IST) through Video Conferencing (VC) /Other Audio Visual Means (OAVM).

The Annual Report of the Company is available on the website of the Company at the link:

<https://www.tunwal.com/media/10-ANNUAL%20REPORT/Annual%20Report%202024-2025.pdf>

The Company has fixed, Friday, 12th September, 2025 as the "Record date /Cut-off date" for the purpose of determining the entitlement of Dividend to Members and to vote on the resolutions set out in the Notice of the AGM.

The schedule of the events for the 7th AGM is set out below:

| Event | Date/Time |
|--|---|
| Cut-off date for remote e-voting and e-voting at the AGM | Friday, 12 th September, 2025 |
| Commencement of remote e-voting | 9:00 a.m. IST on Monday, 15 th September, 2025 |
| End of remote e-voting | 5:00 p.m. IST on Thursday, 18 th September, 2025 |



Factory Address :- Ground floor, Plot no. E123 & 124 Rajasthan State Industrial Dev Invst Corporation Ltd, IID Palsana, Sikar Rajasthan 332402

Contact No.:- +91 202 433 6002 E-mail:- info@tunwal.com / web site:- www.tunwal.com



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This is for your information and records.

Thanking You

For Tunwal E-Motors Limited

Niharika Choudhary
Company Secretary & Compliance Officer
Membership No: A75342

Place: Pune

Tunwal®



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Contact No.:- +91 202 433 6002 **E-mail:-** info@tunwal.com / **web site:-** www.tunwal.com



Notice of 7th Annual General Meeting

Tunwal E-Motors Limited

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TUNWAL E-MOTORS LIMITED

Reg Office: Rama Icon Commercial Building, Office No- 501, S. No. 24/2, C.T.C No. 2164,
Plot No. 31/11 Sadashiv Peth, Pune- 411030

Tel: + 91 020 24336002 **Email:** cs@tunwal.com **website:** www.tunwal.com

CIN: L34300PN2018PLC180950

NOTICE OF 7TH ANNUAL GENERAL MEETING

Notice is hereby given that the 7th Annual General Meeting of the Members of Tunwal E-Motors Limited will be held on **Friday, September 19, 2025, at 4:00 p.m. (IST)** through Video Conferencing / Other Audio-Visual Means, to transact the following business:

Ordinary Business:

Item No. 1 - Adoption of Audited Standalone Financial Statements

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon.

Item No. 2 - Adoption of Audited Consolidated Financial Statements

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Report of the Auditors thereon.

Item No. 3 - Declaration of Dividend

To declare dividend of Rs. 0.10 per Equity Share of Face Value of 2/- (Rupees Two Only) for the Financial Year 2024-25.

Item No. 4 - Re-appointment of a Director

To appoint a Director in place of Mr. Amit Kumar Mali (DIN: 07683275), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, seeks re-appointment.

Special Business:

Item No. 5 - Appointment of Secretarial Auditors

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

“RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), if any, (including any statutory modifications, amendments or re-enactments thereto) each as



Notice of 7th Annual General Meeting
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amended, and based on the recommendation(s) of the Audit Committee and the Board of Directors of the Company ('Board'), M/s Advitiya Vyas & Company, Practicing Company Secretaries (Firm Registration No. S2016DE389400), be and is hereby appointed as the Secretarial Auditors of the Company for a period of five years to hold office from the conclusion of this Annual General Meeting till the conclusion of the Annual General Meeting of the Company to be held in the year 2030, to conduct Secretarial Audit of the Company in terms of Section 204 and other applicable provisions of the Companies Act, 2013 read with Regulation 24A and other applicable provisions of the SEBI Listing Regulations, for the period beginning from the Financial Year 2025-26 through the Financial Year 2029-30, at such remuneration as may be mutually agreed upon between the Board, based on the recommendation(s) of the Audit Committee, and the Secretarial Auditors of the Company.

RESOLVED FURTHER THAT the Board and/or any person authorised by the Board, be and is hereby authorised, severally, to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things, as may be considered necessary, desirable and expedient to give effect to this Resolution and/ or otherwise considered by them to be in the best interest of the Company."

By Order of the Board of Directors
For Tunwal E-Motors Limited

Sd/-
Niharika Choudhary
Company Secretary & Compliance Officer
A75342
Date: 26th August 2025

Registered Office:
RAMA ICON COMMERCIAL BUILDING,
OFFICE NO- 501, S.NO. 24/2, C.T.C NO. 2164,
PLOT NO. 31/11 SADASHIV PETH, PUNE- 411030
Website: www.tunwal.com
Ph number: +91 8448448763
Email: cs@tunwal.com



Notes:

1. **The Statement pursuant to Section 102(1) of the Companies Act, 2013, as amended ('Act'), setting out the material facts concerning the business with respect to Item No. 5 forms part of this Notice.** Further, relevant information pursuant to Regulation(s) 36 and other relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and disclosure requirements in terms of Secretarial Standard on General Meetings ('SS-2') issued by The Institute of Company Secretaries of India, in respect of Director retiring by rotation and seeking re-appointment at this Annual General Meeting ('Meeting' or 'AGM') is furnished as **Annexure to this Notice.**
2. The Ministry of Corporate Affairs ('MCA'), inter alia, vide its General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being General Circular No. 09/2024 dated September 19, 2024 (collectively referred to as 'MCA Circulars'), has permitted the holding of the AGM through Video Conferencing ('VC') or through Other Audio-Visual Means ('OAVM'), without the physical presence of the Members at a common venue.
Further, the Securities and Exchange Board of India ('SEBI') vide its Circular(s) dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 6, 2023, October 7, 2023 and October 3, 2024 ('SEBI Circulars') and other applicable circulars issued in this regard, has provided relaxations from compliance with certain provisions of the SEBI Listing Regulations.
In compliance with the applicable provisions of the Act, SEBI Listing Regulations, MCA Circulars and SEBI Circulars, the 7th AGM of the Company is being held through VC/OAVM on **Friday, September 19, 2025, at 4:00 P.M. (IST)** The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company situated at Rama Icon Commercial Building, Office No 501, S.No24/2, C.T.S No. 2164, Plot No. 31/11 Sadashiv Peth, Pune, Maharashtra.
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 ATTEND AND VOTE ON ITS BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS READ WITH THE SEBI 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 THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**
4. Members can join the AGM in VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the



Notice of 7th Annual General Meeting
Tunwal E-Motors Limited
CIN: L34300PN2018PLC180950

Notice. The Members will be able to view the link on the website of CDSL at www.evotingindia.com

Please note that, the facility for participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first served basis as per the MCA Circulars.

5. Institutional/corporate shareholders (i.e., other than individuals, HUF, NRIs, etc.), are required to send a scanned copy (PDF/JPG Format) of their respective Board or governing body Resolution/Authorisation etc., authorising their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-Voting. The said Resolution/Authorisation shall be sent by e-mail on Scrutiniser's e-mail address at csadvitiyavyas@gmail.com or to info@skylinerta.com
Alternatively, the Corporate Members/Institutional shareholders (i.e., other than individuals, HUFs, NRIs, etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter, etc., by clicking on the "Upload Board Resolution/Authority Letter" displayed under the "e-Voting" tab.
6. The Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. In case of joint holders attending the AGM through VC/OAVM, only such joint holders who are higher in the order of their names as per the Register of Members of the Company, as of the cut-off date i.e., **Friday, September 12, 2025**, will be entitled to vote at the Meeting.
8. In accordance with the aforesaid MCA Circulars and the SEBI Circulars, the Notice of the AGM are being sent ONLY through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent/Depositories/Depository Participants and a letter will be sent by the Company providing the web-link, including the exact path where complete details of the Integrated Report including the Notice of the AGM is available, to those shareholder(s) who have not registered their e-mail address with the Company/Registrar and Transfer Agent/Depositories/Depository Participants. The Company shall send physical copy of the Notice along Annual Report to those Members who request for the same at cs@tunwal.com or raises request with the RTA mentioning their Folio No./DP ID and Client ID. The Notice along with Annual Report is also available on the website of the Company at www.tunwal.com and websites of the Stock Exchange where the securities of the Company are listed, i.e. National Stock Exchange of India Limited at www.nseindia.com respectively and the website of CDSL at www.evotingindia.com

9. Registrar and Transfer Agent

The Registrar and Transfer Agent of the Company is Skyline Financial Services Private Limited. Website: www.skylinerta.com and Email id: info@skylinerta.com



10. Fixing record date for payment of Dividend for FY 2024-25

The Board of Directors of the Company ('Board') at its meeting held on May 26, 2025 recommended a dividend of ₹0.10 per Ordinary (equity) Share of ₹2/- each. Further, the Board has fixed **Friday, September 12, 2025**, as the Record Date for determining the Members entitled to receive dividend for the Financial Year ended March 31, 2025, subject to approval of the shareholders at this AGM.

The dividend, if approved by the Members at the AGM, will be paid subject to deduction of income-tax at source ('TDS') as under:

- **In respect of Ordinary shares held in physical form:** To all the Members, whose names are on the Company's Register of Members, after giving effect to valid transmission and transposition requests lodged with the Company, as on close of business hours of **Friday, September 12, 2025**.
- **In respect of Ordinary Shares held in electronic form:** To all beneficial owners of the shares, as of end of day on **Friday, September 12, 2025**, as per details furnished by the Depositories for this purpose.

TDS on Dividend

Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of shareholders effective April 1, 2020 and the Company is required to deduct tax at source from dividend paid to the Members at the rates prescribed in the Income Tax Act, 1961 ('IT Act'). In general, to enable compliance with the TDS requirements, Members holding shares in demat form are requested to complete and/or update their Residential status, PAN, Category as per the IT Act with their Depository Participants ('DPs') or in case shares are held in physical form, with the Registrar and Transfer Agent ('RTA'), by sending documents through e-mail at info@skylinerta.com or to cs@tunwa.com on or **before Friday, September 12, 2025** to enable the Company to determine the appropriate TDS/ withholding tax rate applicable to the Member, verify the documents and provide exemption.

Mandatory updation of PAN, KYC, Bank details, and Specimen signature prior to processing the payment of Dividend

Pursuant to SEBI Master Circular No. SEBI/HO/MIRSD/ POD-1/P/CIR/2024/37 dated May 7, 2024 issued to the Registrar and Transfer Agents read with SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024, SEBI Circular No. SEBI/ HO/MIRSD/POD-1/P/ CIR/2023/181 dated November 17, 2023, and other related SEBI Circulars, SEBI has mandated that, with effect from April 1, 2024, dividend to the security holders holding shares in physical mode shall be paid only through electronic mode. Such payment to the eligible shareholders holding physical shares shall be made only after they have furnished their PAN, Contact Details (Postal Address with PIN and Mobile Number), Bank Account Details, Specimen Signature,



Notice of 7th Annual General Meeting
Tunwal E-Motors Limited
CIN: L34300PN2018PLC180950

etc., for their corresponding physical folios with the Company or its RTA. Relevant FAQs have been published by SEBI in this regard. The FAQs and the abovementioned SEBI Master Circular and SEBI Circular are available on SEBI's website.

The forms for updation of PAN, KYC, Bank details and Nomination viz. Forms ISR-1, ISR-2, ISR-3 and SH-13 are available on our website at **www.tunwal.com**. In view of the above, we urge Members holding shares in physical form to submit the required forms duly filled up and signed, along with the supporting documents at the earliest to the RTA. Towards this, the Company is sending letters to the Members holding shares in physical form, in relation to applicable SEBI Circular(s). Members who hold shares in dematerialised form and wish to update their PAN, KYC, Bank details and Nomination, are requested to contact their respective DPs. Further, Members holding shares in physical form are requested to ensure that their PAN is linked to their Aadhaar card.

Shares held in electronic form: Members may please note that their bank details as furnished by the respective DPs to the Company will be considered for remittance of dividend as per the applicable regulations of the DPs and the Company will not be able to accede to any direct request from such Members for change/addition/ deletion in such bank details. Accordingly, the Members holding shares in demat form are requested to ensure that their Electronic Bank Mandate is updated with their respective DPs **by Friday, September 12, 2025**. Further, please note that instructions, if any, already given by Members in respect of shares held in physical form will not be automatically applicable to the dividend paid on shares held by the same shareholders in electronic form.

11. **Nomination facility:** As per the provisions of Section 72 of the Act, the facility for making nomination is available to the Members in respect of the shares held by them. Members who have not yet registered their nominations are requested to register the same by submitting Form SH-13. If a Member desires to opt-out or cancel the earlier nomination and record a fresh nomination, the Member may submit the requisite application in Form ISR-3 or Form SH-14, as the case may be.
12. In accordance with Regulation 40 of the SEBI Listing Regulations, as amended, any fresh transfer requests for securities shall be processed in demat/electronic form only. Members holding shares of the Company in physical form are requested to kindly get their shares converted into demat/electronic form to get inherent benefits of dematerialisation.
13. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 read with SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024, as applicable has mandated the listed companies to issue securities in demat form only, while processing service requests viz. Issue of duplicate securities certificate,



Notice of 7th Annual General Meeting
Tunwal E-Motors Limited
CIN: L34300PN2018PLC180950

claim from Unclaimed Suspense Account, Renewal/ Exchange of securities certificate, Endorsement, Sub-division/Splitting of securities certificate, Consolidation of securities certificates/ folios, Transmission and Transposition. Accordingly, Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR-4. It may be noted that any service request can be processed only after the folio is KYC compliant.

14. Members are requested to note that, dividends if not encashed for a period of 7 (seven) years from the date of transfer of unclaimed dividend to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ('IEPF'). The shares in respect of which dividend remain unclaimed for 7 (seven) consecutive years are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/Claimants are requested to claim their unclaimed dividends from the Company, within the stipulated timeline. Members whose equity shares and/ or unclaimed dividends have been transferred to IEPF, may claim the same by making an application to the IEPF. Authority, in Form IEPF-5 available on www.iepf.gov.in.
15. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
16. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and relevant documents referred to in the Notice or Statement will be available electronically for inspection by the Members before as well as during the AGM. Members seeking to inspect such documents can send an e-mail to cs@tunwal.com

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

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 **Monday, 15th September 2025 at 9:00 A.M IST** and ends on **Thursday, 18th September 2025 at 5:00 P.M IST**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **by Friday, September 12, 2025** 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.

- (i) 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 **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 | <ol style="list-style-type: none">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 cdsi 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 |



Notice of 7th Annual General Meeting
Tunwal E-Motors Limited
CIN: L34300PN2018PLC180950

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|---|---|
| | <p>Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option.</p> <p>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.</p> |
| Individual Shareholders holding securities in demat mode with NSDL Depository | <p>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.</p> <p>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</p> <p>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' 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.</p> <p>4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp.</p> |



Notice of 7th Annual General Meeting
Tunwal E-Motors Limited
CIN: L34300PN2018PLC180950

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| | 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 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. |
| 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. |

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.co.in 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.

- (ii) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**



Notice of 7th Annual General Meeting
Tunwal E-Motors Limited
CIN: L34300PN2018PLC180950

- 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) <ul style="list-style-type: none">• 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. <ul style="list-style-type: none">• 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. |

- (iii) After entering these details appropriately, click on “**SUBMIT**” tab.
- (iv) 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.
- (v) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.



Notice of 7th Annual General Meeting

Tunwal E-Motors Limited

CIN: L34300PN2018PLC180950

- (vi) Click on the **EVSN for the relevant <Tunwal E-Motors Limited>** on which you choose to vote.
- (vii) 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.
- (viii) Click on the **“RESOLUTIONS FILE LINK”** if you wish to view the entire Resolution details.
- (ix) 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.
- (x) Once you **“CONFIRM”** your vote on the resolution, you will not be allowed to modify your vote.
- (xi) You can also take a print of the votes cast by clicking on **“Click here to print”** option on the Voting page.
- (xii) 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.
- (xiii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xiv) **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.



Notice of 7th Annual General Meeting

Tunwal E-Motors Limited

CIN: L34300PN2018PLC180950

- 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@tunwal.com (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

- 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/RTA email id**.
- For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
- 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 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, Sr. Manager, (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 at toll free no. 1800 21 09911

**By Order of the Board of Directors
For Tunwal E-Motors Limited**

**Sd/-
Niharika Choudhary
Company Secretary & Compliance Officer
A75342
Date: 26th August 2025**

**Registered Office:
RAMA ICON COMMERCIAL BUILDING,
OFFICE NO- 501, S.NO. 24/2, C.T.C NO. 2164,
PLOT NO. 31/11 SADASHIV PETH, PUNE- 411030
Website: www.tunwal.com
Ph number: +91 8448448763
Email: cs@tunwal.com**



STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ('ACT')

The following Statement sets out all material facts relating to Item Nos. 5 mentioned in the accompanying Notice.

Item No. 5

In accordance with Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and other relevant provisions of the Companies Act, 2013 ("Act"), the Company is required to appoint Secretarial Auditors for a term of five (5) years beginning FY 2025-26, to undertake the Secretarial Audit of the Company in compliance with Section 204 of the Act read with Regulation 24A and applicable SEBI circulars.

To identify a suitable Secretarial Auditor, the Management initiated a selection exercise, engaged in discussions with eligible firms, and assessed them on the basis of predetermined qualification and evaluation parameters. The following aspects, among others, were considered:

- credentials, past track record, and experience of the firm in handling secretarial audits of listed entities;
- proficiency of the partners and audit team in conducting secretarial audits of the Company as well as other listed companies; and
- the firm's capability to comprehend the Company's operations and ensure compliance with material statutory and regulatory requirements.

Based on the recommendation of the Audit Committee, the Board of Directors, at its meeting held on **26th May 2025**, accorded its approval for the appointment of **M/s Advitiya Vyas & Company, Practicing Company Secretaries**, as the Secretarial Auditors of the Company for a consecutive period of five (5) financial years from FY 2025-26 to FY 2029-30, subject to the approval of the Members at the forthcoming Annual General Meeting.

M/s Advitiya Vyas & Company has furnished its consent to act as Secretarial Auditors and confirmed that, if appointed, the engagement shall be in conformity with Regulation 24A of the SEBI Listing Regulations, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024, and other relevant SEBI guidelines issued in this context.

The proposed fee payable to M/s Advitiya Vyas & Company for FY 2025-26 is ₹1.30 lakh plus applicable taxes and reimbursement of incidental out-of-pocket expenses. The remuneration for FY 2026-27 to FY 2029-30 shall be fixed by the Board periodically, factoring in changes in audit scope and inflationary adjustments. In the event of a substantial increase in remuneration on account of material enhancement in the scope of work, the approval of Members shall be sought.



Notice of 7th Annual General Meeting
Tunwal E-Motors Limited
CIN: L34300PN2018PLC180950

Profile of M/s Advitiya Vyas & Company

M/s Advitiya Vyas & Company comprises a team of qualified professionals delivering comprehensive solutions across domains including Corporate Laws, Intellectual Property Rights (IPR), FEMA, RBI regulations, Securities Laws, Taxation, Societies and Trusts, and a range of licenses and registrations such as FSSAI, ISO, ISI, Shops & Establishment, Trade License, Startup India, MSME, NSIC, GEM, and others.

The firm is distinguished for its progressive approach, quality-oriented services, and proven expertise in managing complex assignments. Guided by the principle of "Service with Quality," it has consistently provided accurate, integrated, and business-aligned legal solutions, thereby cultivating enduring client relationships and a credible reputation within the professional community.

None of the Director(s) or Key Managerial Personnel of the Company or their respective relatives are concerned or interested in the Resolution mentioned at Item No. 5 of the Notice. The Board recommends the Resolution set forth in Item No. 5 for the approval of the Members.

By Order of the Board of Directors

For Tunwal E-Motors Limited

Sd/-

Niharika Choudhary

Company Secretary & Compliance Officer

A75342

Date: 26th August 2025

Registered Office:

**RAMA ICON COMMERCIAL BUILDING,
OFFICE NO- 501, S.NO. 24/2, C.T.C NO. 2164,
PLOT NO. 31/11 SADASHIV PETH, PUNE- 411030**

Website: www.tunwal.com

Ph number: +91 8448448763

Email: cs@tunwal.com



Notice of 7th Annual General Meeting

Tunwal E-Motors Limited

CIN: L34300PN2018PLC180950

ANNEXURE TO THE NOTICE

Details of the Director seeking re-appointment at the 7th Annual General Meeting

[Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)]

| | |
|---|--|
| Name of the Director | Amit Kumar Pannaram Mali (DIN: 07683275), |
| Date of Birth | 21/10/1991 |
| Nationality | Indian |
| Qualification | Bachelor of Engineering in Electronics and Telecommunication |
| Terms and conditions of re-appointment: | Whole Time Executive Director of the Company |
| Board Meeting Attendance and Remuneration: | Mr. Mali has attended all the Board Meeting in the FY 2024-2025 |
| Disclosure of Relationship inter se between Directors, Manager and other Key Managerial Personnel: | Mr. Mali is Promoter of the Company and is also a shareholder. |
| Shareholding in the Company | 20 Equity Shares |
| List of Directorship in other companies as on 31st March 2025. | Tunwal E-Vehicle India Private Limited And Palsana EV Industries India Private Limited |
| Listed Entities from which Mr. Amit Kumar has resigned as Director in past 3 years: | ELECT-EVTEC SOLUTIONS PRIVATE LIMITED on 20/11/2023 |
| Directors who are interested in this resolution | Mr. Amit Kumar Mali and Mr. Jhumarmal Pannaram Tunwal. |