

NOTICE

(Pursuant to Section 101 of the Companies Act, 2013)

NOTICE is hereby given that the Thirty Ninth Annual General Meeting of Fleetguard Filters Private Limited will be held on Tuesday, September 15, 2026, at 11.15 a.m at the registered office of the Company at 136, Park Marina Road, Baner, Pune-411045, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited standalone financial statements of the Company for the Financial Year ended March 31, 2026, the report of Board of Directors' and Auditors thereon.
2. To receive, consider and adopt the audited consolidated financial statements of the Company for the Financial Year ended March 31, 2026, and the report of the Auditors thereon.
3. To confirm the payment of interim dividend declared by the Board of Directors.
4. To appoint Director in place of Mr. Jack Kienzler (DIN: 09623178), who retires by rotation and being eligible, offers himself for re-appointment.
5. To appoint Director in place of Ms. Stephanie Disher (DIN:09019356), who retires by rotation and being eligible, offers herself for re-appointment.
6. To appoint Director in place of Mr. Ajay Kirtane (DIN: 02711040), who retires by rotation and being eligible, offers himself for re-appointment.
7. To appoint Director in place of Ms. Avani Shah (DIN: 09772573), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

8. To appoint Mr. Siddharth Kirloskar (DIN: 08254406) as Director of the Company.

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 Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force read with articles of association of the company, Mr. Siddharth Kirloskar (DIN: 08254406), who was appointed as an Additional Director by the Board of Directors of the Company on August 19, 2026, and who holds office up to the date of this Annual General Meeting, be and is hereby appointed as a in a Professional Capacity as Non-Executive Director of the Company, liable to retire by rotation."

Fleetguard Filters Private Limited

Corporate Identification No. U29197MH1987PTC042672

Regd. Office: 136, Park Marina Road, Baner, Pune- 411 045 Maharashtra, India

Tel.: +91 20 6717 9111/222, +91 20 3997 0111 / 0222 | Email: marketing@fleetguard-filtrum.com | Website: www.fleetguard-filtrum.com

9. To ratify remuneration of Mrs. Varsha Limaye, Cost Auditors, for the financial year 2026-27.

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 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the remuneration of Rs. 5,75,000/- (Rupees Five Lakh Seventy-Five Thousand only) & re-imbursement of out-of-pocket expenses plus applicable Government Taxes, approved by the Board of Directors, payable to Mrs. Varsha Limaye, Cost Accountants, as Cost Auditors, in connection with the audit of the relevant Cost records of the Company as prescribed under the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, for the financial year 2026-2027, be and is hereby ratified.

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

**BY ORDER OF THE BOARD OF DIRECTORS
FOR FLEETGUARD FILTERS PRIVATE LIMITED**


**NIRANJANA KIRLOSKAR
MANAGING DIRECTOR
DIN: 00045933**

**88, Bahar, Aditya Nisarg,
Bavdhan, Pune-411021**

**August 19, 2026
Pune**

NOTES:

1. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (the 'Act'), with respect to the Special Business to be transacted at the 39th Annual General Meeting (the 'Meeting/AGM') is annexed hereto.
2. In compliance with MCA circulars, the Notice of the 39th AGM along with the Annual Report for FY 2025-26 is being sent only by email to the Members, on the email addresses registered with the Company. Members may note that the Notice of the 39th AGM will also be available on the Company's website till the conclusion of the AGM.
3. **A MEMBER OF THE COMPANY ENTITLED TO ATTEND AND VOTE AT THE SAID MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
4. **THE PROXY FORM DULY FILLED IN, STAMPED AND SIGNED SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY 48 HOURS BEFORE THE TIME OF THE MEETING.**

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5. Corporate Members intending to attend the AGM through their authorized representative are requested to send to the Company a duly certified copy of the Board Resolution or authority letter authorizing their representative to attend and vote on their behalf at the Meeting.
6. Relevant documents referred to in the accompanying Notice, the Explanatory Statement and the statutory registers will be available for inspection on all working days of the company during business hours up to the date of the Annual General Meeting. The Members interested in inspection are requested to send an email to skk@fleetguard-filtrum.com.
7. Members who would like to express their views/have questions to be asked at the AGM may register themselves as a speaker by sending their request from their registered email address to the President of the Company on the email address skk@fleetguard-filtrum.com.
8. The detailed address of venue of meeting with route map and nearest landmark is attached herewith.
9. Members are requested to bring their attendance slip and copy of the annual report at the meeting.

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EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013.

As required by Section 102(1) of the Companies Act, 2013 (the Act), the following Explanatory Statement sets out the material facts relating to the Special Business mentioned under item No.8 and item No. 9 in the accompanying Notice dated August 19, 2026.

Item No.8

To appoint Mr. Siddharth Kirloskar (DIN: 08254406) as Director of the Company.

Mr. Siddharth Kirloskar (DIN: 08254406) was appointed as an Additional Director of the Company by the Board w.e.f August 19, 2026, and he holds office till the conclusion of this Annual General Meeting of the Company pursuant to the provisions of Section 161 of the Companies Act, 2013 and is eligible to be appointed as a Director of the Company.

Mr. Siddharth Kirloskar (DIN: 08254406) has relevant business experience. The Board considers that his experience and expertise would benefit the Company and it would be desirable to continue to obtain his services as Director in the category of Professional, non-executive director.

He has given a notice in writing to the Company, proposing his candidature for the office of Non-Executive Director of the Company.

Details of Director seeking appointment at the forthcoming Annual General Meeting
(in pursuance of Secretarial Standard 2 of ICSI)

#	Particulars	Details
1.	Name of Director	Mr. Siddharth Kirloskar
2.	DIN	08254406
3.	Date of Birth	06/08/1996
4.	Age	30 years
5.	Nationality	Indian
6.	Date of appointment on the Board	August 19, 2026
7.	Shareholding in the Company	NIL
8.	Directorships held in other Companies	Filtrum Autocomp Private Limited- Non-Executive Director Sardesai Irrigation Private Limited-Director Avenor Ventures LLP-Partner Filtrum Enterprises LLP-Partner Supradhee Technologies LLP (Formerly known as Filtrum Electronics LLP)- Partner and Designated Partner
9.	Membership/ Chairmanship of Committees	NA

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10.	Qualifications	B.A. in International Relations and Bachelor of Law
11.	Experience	More than 5 years
12.	No. of Board meeting/s attended during the year	0
13.	No. of Committee meeting/s attended during the year	NA
14.	Terms and conditions of appointment / re-appointment	Non-Executive Director, Professional Category
15.	Details of remuneration sought to be paid	NIL
16.	Remuneration last drawn	NA
17.	Relationship with other Directors / KMP	Mr. Niranjan Kirloskar is a Father of Mr. Siddharth Kirloskar

Relevant documents in this regard will be available for inspection electronically. The Members interested in inspection are requested to send an email to skk@fleetguard-filtrum.com.

The Board recommends the resolution as set out in **Item No.8** of the Notice for the approval of the Members.

Except Mr. Siddharth Kirloskar being the appointee himself and Mr. Niranjan Kirloskar, being the relative of the appointee, none of the other Directors/their relatives are deemed to be concerned or interested in the said resolution. The provisions of appointment of KMP are not applicable to the Company.

ITEM No.9

To ratify remuneration payable to the cost auditors, Mrs. Varsha Limaye, for the financial year 2026-27

The Board of Directors, in their meeting held on August 19, 2026, has approved the appointment of Mrs. Varsha Limaye, Cost Accountant, to conduct the audit of the cost records of the Company for the financial year 2026-2027, at a remuneration of Rs. 5,75,000/- (Rupees Five Lakh Seventy-Five Thousand only) plus reimbursement of expenses plus out of pocket charges plus applicable Government Taxes.

Pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to the Cost Auditor is required to be ratified by the members of the Company.

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The Board recommends the resolution set out in item No. 9 of the notice for approval and ratification by members of the Company.

None of the Directors / their relatives are in any way concerned or interested in the resolution. The provisions of appointment of KMP are not applicable to the company.

**BY ORDER OF THE BOARD OF DIRECTORS
FOR FLEETGUARD FILTERS PRIVATE LIMITED**

**NIRANJANA KIRLOSKAR
MANAGING DIRECTOR**

**88, Bahar, Aditya Nisarg, Bavdhan,
Pune-411021**

DIN: 00045933

**August 19, 2026
Pune**

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