SAI SERVICE PRIVATE LIMITED
CIN: U60210PN1985PTC037099
Regd. Off: Mumbai Pune Road, Phugewadi, Pune–411012; **Tele No.:** 020-46404498; **Fax No.:** 020-46404421
Website: www.saiservice.com **Email Address:** sai@saiservice.com

NOTICE OF THE 41ST ANNUAL GENERAL MEETING

NOTICE is hereby given that the 41st (forty first) Annual General Meeting (AGM / Sep / 01 / 2026-2027) of the members of **SAI SERVICE PRIVATE LIMITED** will be held at a shorter notice on Wednesday, **30th** day of **September 2026**, at **11:30** a.m., at the registered office of the Company at Mumbai Pune Road, Phugewadi, Pune- 411012, through Video Conferencing (VC) or Other Audio Visual Means (OAVM), to transact the following business:

ORDINARY BUSINESS:

ITEM NO. 1:

To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the report of the Board of Directors' and Auditors' thereon.

ITEM NO. 2:

To confirm the payment of interim dividend on equity shares, for the year ended 31.03.2026, as final dividend.

ITEM NO.3:

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution for approving the re-appointment of M/s P.G. Bhagwat LLP (LLPIN: AAT-9949), Chartered Accountants, Pune, as Statutory Auditors of the Company effective from the conclusion of this Annual General Meeting (AGM), for a period of 5 years.

"RESOLVED THAT RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142, 143 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof, for the time being in force), M/s P.G. Bhagwat LLP (LLPIN: AAT-9949), Chartered Accountants, Pune, be and are hereby re-appointed as the Statutory Auditors of the Company for a further term of five consecutive years, to hold office from the conclusion of this 41st Annual General meeting until the conclusion of the 46th Annual General Meeting to be held in the year 2031 – 2032 at such remuneration plus applicable taxes and reimbursement of out of pocket expenses incurred during the course of audit, as may be mutually agreed between the Board and the Statutory Auditors.

RESOLVED FURTHER THAT the Company Secretary and/or any one of the Directors of the Company be and is hereby authorised to take all necessary steps and to do all such acts, deeds, things and matters which are necessary, expedient, ancillary or incidental to give effect to the foregoing resolution including filing of requisite e-Forms with the Registrar of Companies."

SAI SERVICE PRIVATE LIMITED
★ PUNE ★

NOTICE OF THE 41ST ANNUAL GENERAL MEETING

SPECIAL BUSINESS:

ITEM NO. 4:

Regularization of Additional Director, Mr. Dhananjay Sacchidanand Tatke (DIN: 01367087), as the Director of the Company.

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

"**RESOLVED THAT** pursuant to the provisions of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Dhananjay Sacchidanand Tatke (DIN: 01367087), who was appointed as an Additional Director by the Board of Directors with effect from 01st April, 2026 to hold office up to the conclusion of this Annual General Meeting, having given his consent to act so, be and is hereby appointed / regularized as the Director of the Company, not liable to retire by rotation.

RESOLVED FURTHER THAT any one of the Directors and/or Company Secretary of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary including duly registering this resolution with the concerned Registrar of Companies by filing E-Form DIR 12, as required under the Companies Act, 2013 and to make necessary entries in the statutory registers to give effect to this resolution."

ITEM NO. 5:

To approve and ratify the appointment of Ms. Jaspriya Rekhi, as Assistant Vice President (AVP) of the Company holding office or place of profit, as per the provisions of section 188(1)(d) and (f) of the Companies Act, 2013 and the rules made there under.

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

"**RESOLVED THAT** pursuant to the provisions of Sections 2(76), 2(77), 188(1)(d), 188(1)(f), 188(3) and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the Companies (Specification of Definitions Details) Rules, 2014, the Companies (Meetings of Board and its Powers) Rules, 2014 and the Articles of Association of the Company, ratification and consent of the members be and is hereby accorded, to the appointment of Ms. Jaspriya Rekhi, daughter-in-law of Mr. Mukesh S Kalmadi, Managing Director of the Company and wife of Mr. Sandeep Kalmadi, Vice President of the Company as Assistant Vice President (AVP) of the

SAI SERVICE PRIVATE LIMITED
★ PUNE ★

Company, holding office or place of profit, for a period of 5 years with effect from 01st July 2026 to 31st March 2031, on the terms and conditions as set out in the explanatory statement relating to this resolution and in the agreement entered into between the Company and Ms. Jaspriya Rekhi.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized, as and when it may deem fit and proper, to revise, alter, vary or modify the remuneration and other terms and conditions from time to time, as may be considered appropriate, subject to the applicable provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT any one of the Director and / or the Company Secretary of the Company, be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such documents, writings and filings as may be necessary, desirable or expedient for giving effect to this resolution including filing of requisite e-Forms with the Registrar of Companies."

By Order of the Board of Directors
For **Sai Service Private Limited**

SAI SERVICE PRIVATE LIMITED * PUNE *

Date: 23 / 09 / 2026
Place: Pune

SD/-
Shweta Kakkar
Company Secretary

NOTES

1. The relative Explanatory Statement, pursuant to section 102(1) of the Companies Act, 2013, setting out the material facts in respect of special business under Item No.4 & Item No.5 above are annexed hereto.

2. The Ministry of Corporate Affairs ("MCA") vide its General Circular No. 03/2025 dated September 22, 2025, read with circulars issued earlier on the subject ("MCA Circulars") have permitted the holding of the Annual General Meeting ("AGM") virtually, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act") and MCA Circular(s), the 41st AGM of the Company is being held virtually.

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 his/her/it's behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars virtually,

NOTICE OF THE 41ST ANNUAL GENERAL MEETING

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, Attendance Slip and Route Map of AGM are not annexed to this Notice.

4. Since the proceedings of this AGM are being conducted virtually, the Registered Office of the Company situated at Mumbai Pune Road, Phugewadi, Pune – 411 012, is deemed to be the venue of the AGM.

5. Corporate members intending to send their authorised representatives to attend the meeting pursuant to section 113 of the Companies Act, 2013, are requested to send a scanned copy (PDF/JPEG Format) of its Board or governing body Resolution / Authorization etc. authorizing their representative(s) to attend and vote on their behalf at the meeting to the Company.

6. The Company has transferred all the unclaimed and unpaid interim dividend declared for the financial year 2017 – 2018, to Investor Education & Protection Fund (IEPF) established by the Central Government. The Company has uploaded the details of unclaimed and unpaid dividend amount lying with the Company on the website of the Company (www.saiservice.com) and also on the website of the Ministry of Corporate Affairs (www.mca.gov.in). Members are requested to note that, the amount of unclaimed dividend for the F.Y. 2018-2019, remaining unclaimed for a period of 7 years will be transferred to the Investor Education and Protection Fund Authority as per the provisions of section 124 and section 125 of the Companies Act, 2013, and the Rules made there under. Those members who have not so far encashed their dividend for the year 2018-2019 and thereafter, are requested to correspond at the Company's Registered Office.

7. In compliance with the aforesaid MCA Circulars, Notice of the AGM along with the Annual Report 2025-2026, is being sent only through electronic mode to those Members whose email addresses are registered with the Company.

8. Members may note that the Notice of the AGM will also be available on the Company's website https://www.saiservice.com

9. The web-link of the meeting shall be provided separately. To access and participate in the meeting, shareholders and other participating stakeholders are requested to install Teams application and then click on the link provided.

10. In case of any queries relating to joining the Meeting through electronic mode or any technical assistance to access and participate in the meeting virtually, is required, then the members can mail their queries on "sai@saiservice.com".

SAI SERVICE PRIVATE LIMITED ★ PUNE ★

NOTICE OF THE 41ST ANNUAL GENERAL MEETING

11. The facility for joining the meeting shall be kept open 15 minutes before the time scheduled to start the meeting and shall not be closed till the expiry of 15 minutes after the scheduled time of the meeting.

12. Members attending the AGM virtually shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

13. All relevant documents (copies thereof) referred to in the accompanying Notice and the Statement including Register of Directors and Key Managerial Personnel and their shareholding (as may be applicable) under Section 170 and Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 and their shareholding, shall remain open for inspection in the physical mode, by the Members at the Registered Office of the Company on all working days (except Saturdays, Sundays and Public Holidays) between 3.00 p.m. to 5.00 p.m. up to the date of the meeting.

14. All the other relevant documents in relation to the items of the Agenda will be made available for inspection on demand made by members via screen shared through Video Conferencing.

15. Members desirous of getting any information on the accounts or operations of the Company are requested to write to the Company on or before 28/09/2026 through an email on "sai@saiservice.com. The same will be replied by the Company suitably.

16. The Voting at the meeting shall be conducted by show of hands unless a poll in accordance with section 109 of the Companies Act, 2013 is demanded by any member. In case the poll is demanded members are requested to use only registered Email ID for Voting during the time allotted for same. Votes casted by any other unregistered Email ID shall be considered as Invalid. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

17. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company, will be entitled to vote at the AGM.

18. The members can pose questions concurrently at the Meeting or they can submit questions or queries regarding the agenda items on the designated email address (sai@saiservice.com) through which the notice has been sent.

19. Members are requested to send all communications relating to the shares to the Registered Office address of the Company. Further, members in case of any query may send an email to "sai@saiservice.com".

SAI SERVICE PRIVATE LIMITED
PUNE

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NOTICE OF THE 41ST ANNUAL GENERAL MEETING

By Order of the Board of Directors
For **Sai Service Private Limited**

Date: 23 / 09 / 2026
Place: Pune

SAI SERVICE PRIVATE LIMITED * PUNE *

SD/-
Shweta Kakkar
Company Secretary

ANNEXURE TO THE NOTICE
EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

As required by section 102 of the Companies Act, 2013, the following Explanatory Statement sets out all material facts relating to the Special Business under items 4 and 5 of the accompanying Notice convening the Annual General Meeting.

ITEM NO. 4

The Board of Directors of Company in their meeting held on 25th March 2026, appointed Mr. Mr. D.S. Tatke (DIN: 01367087) as an Additional Director w.e.f. 01st April 2026. In terms of section 161 (1) of the Companies Act, 2013, Mr. D. S. Tatke can hold office only up to the date of this Annual General Meeting.

Mr. D.S. Tatke (DIN: 01367087), a qualified Chartered Accountant, has been associated with the Company as the Chief Financial Officer (CFO) for several years. During his tenure as CFO, he has provided valuable financial leadership, professional expertise and strategic guidance which has significantly contributed to the Company's financial management and growth.

The Board of Directors are of the opinion that the Company will benefit from the knowledge and experience of Mr. D. S Tatke and thus his appointment will be beneficial for the operations of the Company. Hence, the Board recommends the resolution set forth in Item no. 4 (special business) for the approval of the members.

The relevant documents relating to the terms of appointment shall be open for inspection, by the members at the Registered Office of the Company on all working days (except Saturdays, Sundays and Public Holidays) between 3.00 p.m. to 5.00 p.m. up to the date of this meeting

Except Mr. D. S. Tatke, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the proposed resolution.

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NOTICE OF THE 41ST ANNUAL GENERAL MEETING

ITEM NO. 5

Ms. Jaspriya Rekhi possesses the requisite educational qualifications and professional experience relevant to the offered position. She holds a Bachelor of Arts (B.A.) in Mathematics from the University of Delhi and an MBA in Corporate Finance & Consulting from Mason School of Business, Williamsburg, Virginia, USA.

She has professional experience with reputed organizations, including Hitachi MGRM Net, SMBC Capital India, Sumitomo Mitsui Banking Corporation Group, ICICI Bank Limited, Maruti Suzuki India Limited and Rana Motors Private Limited, and has required knowledge, skills and experience.

Considering the qualification, experience, competence and suitability of Ms. Jaspriya Rekhi the Board of Directors of the Company at their meeting held on 18th June 2026, appointed Ms. Jaspriya Rekhi, as Assistant Vice President (AVP) holding office or place of profit in the Company within the meaning of Section 188(1) of the Companies Act, 2013, for a period of 5 years w.e.f. 01 / 07 / 2026 to 31 / 03 / 2031 subject to the consent and ratification of the members of the Company.

The particulars of the transaction pursuant to para 3 of Explanation (1) to Rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014 are as under:

A	**Name of the related party & Nature of Relationship** Ms. Jaspriya Rekhi, Assistant Vice President (AVP) of the Company, daughter-in-law of Mr. Mukesh S Kalmadi – Managing Director and wife of Mr. Sandeep M Kalmadi, Vice President of the Company.
B	**Nature, Duration of the Contract and particulars of Contract or Arrangement:** Agreement for appointment as Assistant Vice President for a period of 5 years w.e.f. 01 / 07 / 2026 to 31 / 03 / 2031 on the following terms: **i). <u>Basic Salary:</u>** INR. 4,00,000/- (Rupees four lakh only) per month -- in the grade of INR. 4,00,000 /---- with INR.1,00,000 /-annual increase --- INR.8,00,000 /- till 31st March 2031. The details are hereunder:

S.No.	F.Y.	Period / F.Y.	Amount (INR) per month
1	2026-2027	01/07/2026 to 31/03/2027	4,00,000/-
2	2027-2028	01/04/2027 to 31/03/2028	5,00,000/-
3	2028-2029	01/04/2028 to 31/03/2029	6,00,000/-
4	2029-2030	01/04/2029 to 31/03/2030	7,00,000/-
5	2030-2031	01/04/2030 to 31/03/2031	8,00,000/-

SAI SERVICE PRIVATE LIMITED PUNE

NOTICE OF THE 41ST ANNUAL GENERAL MEETING

	ii). Perquisites & Allowances: INR. 1, 00,000/- (Rupees One lakh only) per month. The above perquisites and allowances shall include, inter alia, house rent allowance or furnished accommodation, reimbursement / allowance towards gas, electricity, water, furnishing and repairs, medical reimbursement, medical insurance, leave travel assistance, and other perquisites and allowances. The said perquisites and allowances shall be evaluated, wherever applicable, as per the provisions of Income- Tax Act, 1961 / 2025 or any rules there under or any statutory modification(s) or re-enactment thereof; in the absence of any such Rules, perquisites and allowances shall be evaluated at actual cost. The Company shall be entitled to deduct or withhold from the remuneration, perquisites and other amounts payable under this Agreement, all applicable taxes, duties and statutory deductions as required under applicable law. **E) Employer Contribution to NPS:** 14% of the Basic Salary or INR.60,000/- (Rupees sixty thousand only) per month whichever is less. **B) Leave Travel Assistance:** For self and family once a year incurred in accordance with the rules of the Company. **C) Gratuity:** As per applicable provisions of law and the rules/policies of the Company, as amended from time to time. **D)** Contribution to Provident Fund, Superannuation Fund or Annuity Fund in accordance with applicable law and the rules/policies of the Company. **F) Earned / Privilege Leave:** Encashment of leave in accordance with applicable law and the rules/policies of the Company as applicable from time to time. **G) Reimbursement of Expenses:** Reimbursement of Expenses for travel, lodging and other incidental expenses actually incurred in connection with the services rendered for performance of her role and duties for the business of the Company. **H)** Use of Company's car for Company's work and the expenses for maintenance and running of the same including salary of the driver to be borne by the Company. Personal / Private use of car will be treated as perquisite as per Income Tax Act. **I)** Telecommunication facilities including broadband, internet, tele-fax and other communication facilities at Company's cost.
C	**Material terms of the Contract including value, if any:** Ms. Jaspriya Rekhi is appointed as the Assistant Vice President (AVP) of the Company on the terms of remuneration as mentioned herein above. Her Remuneration can be revised by the Board subject to the applicable provisions of the Companies Act, 2013.

SAI SERVICE PRIVATE LIMITED ★ PUNE ★

NOTICE OF THE 41ST ANNUAL GENERAL MEETING

D	**Any advance paid or received for the contract or arrangement, if any :** N/A
E	**Manner of determining pricing and other commercial terms, both included as a part of contract and not considered as a part of contract : ----------**
F	**Whether all the factors relevant to the contract have been considered, if not, the details of the factors not considered with the rational for not considering those factors : -** N/A -
G	**Any other information relevant or important for the Board to take decision on the proposed transaction: -----------**

In terms of the provisions of Section 188 of the Companies Act, 2013, the proposed Ordinary Resolution seeks approval of the members of the Company for Ms. Jaspriya Rekhi, Assistant Vice President (AVP) of the Company, daughter-in-law of Mr. Mukesh S Kalmadi – Managing Director and wife of Mr. Sandeep M Kalmadi, Vice President of the Company, to hold an office or place of profit in the Company, on the terms of remuneration for a period of 5 years with effect from1st July 2026.

The relevant documents relating to the terms of her appointment shall be open for inspection by the members at the Registered Office of the Company on all working days (except Saturdays, Sundays and Public Holidays) between 3.00 p.m. to 5.00 p.m. up to the date of this meeting and also the soft copy of the documents can be assessed by the members at the time of the meeting.

The Board recommends the resolution given at item no. 5 (special business) for the approval and ratification of the members of the Company.

Except Mr. Mukesh S Kalmadi and Mr. Sandeep M Kalmadi, being relatives of Ms. Jaspriya Rekhi, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the said resolution.

By Order of the Board of Directors
For **Sai Service Private Limited**

SAI SERVICE PRIVATE LIMITED ★ PUNE ★

Date: 23 / 09 / 2026
Place: Pune

SD/-
Shweta Kakkar
Company Secretary