

**PRAJ GENX LIMITED**

“PRAJ TOWER”, S.NO. 274 & 275/2, BHUMKAR CHOWK, HINJEWADI ROAD, HINJEWADI,  
PUNE 411057

CIN: U28299PN2023PLC218651

e-mail : [info@prajgenX.net](mailto:info@prajgenX.net); website : [www.prajgenx.net](http://www.prajgenx.net)

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**NOTICE**

**NOTICE** is hereby given that the second (2<sup>nd</sup>) Annual General Meeting of the Members of **Praj GenX Limited** will be held on **Tuesday, the 5<sup>th</sup> August, 2025**, at the Registered Office of the Company situated at “Praj Tower”, S. No. 274 & 275/2, Bhumkar Chowk, Hinjewadi Road, Hinjewadi, Pune - 411057 at **10:30 a.m.** to transact the following businesses:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited Balance Sheet as at 31<sup>st</sup> March, 2025, the Statement of Profit & Loss for the period ended 31<sup>st</sup> March, 2025 and to consider the Report of the Directors' and the Auditors' thereon.
2. To appoint a Director in place of Dr Pramod Chaudhari (DIN: 00196415), who retires by rotation and being eligible, offers himself for re-appointment.
3. **To appoint M/s MSKA & Associates, Chartered Accountants (Firm Registration No. 105047W) as the Statutory Auditors and to fix their remuneration and in this regard 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 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) M/s MSKA & Associates, Chartered Accountants (Firm Registration No.105047W), be and is hereby appointed as Statutory Auditors of the Company, to hold the office from the conclusion of this Annual General Meeting until the conclusion of seventh Annual General Meeting of the Company to be held in the year 2030 at a remuneration of Rs. 3.20 lakhs p.a., plus applicable taxes and reimbursement of out-of-pocket expenses in connection with the Audit as may be decided by the Board of Directors of the Company.”

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**SPECIAL BUSINESS:**

**4. To approve appointment of Mr. Ashish Gaikwad (DIN: 07585079) as a Non-Executive Director of the Company and in this regard to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”), read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the provisions of the Articles of Association of the Company, Mr. Ashish Gaikwad (DIN: 07585079) who was appointed as an Additional Director by the Board of Directors at their meeting held on 24<sup>th</sup> April, 2025, who holds office up to the date of this Annual General Meeting (AGM) and in respect of whom a notice has been received from the member in writing under Section 160 of the Act and the rules framed thereunder proposing his candidature for the office of a Director, be and is hereby appointed as a Non-Executive Director of the Company, liable to retire by rotation with effect from 24<sup>th</sup> April, 2025.

**RESOLVED FURTHER THAT** any of the Director and/or Key Managerial Personnel be and is hereby severally authorized do all such acts, deeds, matters and things as may be required to give effect to this resolution.”

**By Order of the Board of Directors**

Sd/-

**Place:** Pune

**Date:** 26<sup>th</sup> June, 2025

**Hiranya Deshmukh**  
**Company Secretary**  
**(M. No. A51912)**

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. Proxy form, in order to be effective, must be received at the Registered Office of the Company not later than 48 hours before the time fixed for the Meeting.
2. Relevant documents referred to in the Notice are open for inspection by the members at the Registered Office on working days between 11.00 a.m. to 1.00 p.m. up to the date of the Meeting.
3. Explanatory Statement in respect of Special Businesses of the Notice is annexed.

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**STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“The Act”):**

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

**Item No. 3**

**To appoint M/s MSKA & Associates, Chartered Accountants (Firm Registration No. 105047W) as the Statutory Auditors and to fix their remuneration:**

As P. G. Bhagwat LLP, Chartered Accountants, has resigned from the post of Statutory Auditors of the company with effect from conclusion of 2<sup>nd</sup> AGM. The Board of Directors of the Company at their meeting held on 26<sup>th</sup> June, 2025, recommended the appointment of M/s MSKA & Associates, Chartered Accountants (Firm Registration No.: 105047W) as the Statutory Auditors of the company pursuant to the provisions of Section 139(8) of the Act. M/s MSKA & Associates have confirmed their eligibility for appointment under Section 139 read with Section 141 of the Act. M/s MSKA & Associates will hold office for a period of 5 (five) consecutive years from the conclusion of the ensuing second (2<sup>nd</sup>) Annual General Meeting of the Company till the conclusion of the seventh (7<sup>th</sup>) Annual General Meeting to be held in the year 2030, subject to the approval by the Shareholders at the ensuing Annual General Meeting at a remuneration of ₹3.20 lakhs (Rupees Three Lakhs Twenty Thousand only) per annum plus applicable taxes and reimbursement of out-of-pocket expenses on actuals, if any. The Board is authorised to revise the fees, from time to time.

**Profile:**

M/s MSKA & Associates, Chartered Accountants (Firm Registration No. 105047W), established in 1978, is an Indian partnership firm registered with the Institute of Chartered Accountants of India (ICAI) and the US Public Company Accountancy Oversight Board (PCAOB) having offices across 12 cities in India at Mumbai, Gurugram, Chandigarh, Kolkata, Ahmedabad, Chennai, Goa, Pune, Bengaluru, Kochi, Hyderabad and Coimbatore. The audit firm has a valid peer review certificate.

The Firm primarily provides audit and assurance services, tax and advisory services, to its clients. The Firm's Audit and Assurance practice has significant experience across various industries, markets and geographies.

None of the Directors and/or Key Managerial Personnel of the Company or their relatives are interested or concerned, financially or otherwise, in the resolution set out at Item No. 3.

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The Board recommends the resolution set forth in Item No. 3 of the Notice for approval by the members by way of an **Ordinary Resolution**.

**Item No. 4**

**To approve appointment of Mr. Ashish Gaikwad (DIN: 07585079) as a Non-Executive Director of the Company:**

The Board of Directors of the Company in their meeting held on 24<sup>th</sup> April, 2025 appointed Mr. Ashish Gaikwad (DIN: 07585079) as an Additional Director with effect from 24<sup>th</sup> April, 2025, who holds office up to the ensuing Annual General Meeting.

Mr. Ashish Gaikwad joined Praj Industries Ltd. as a Managing Director-Designate w.e.f. 3<sup>rd</sup> February, 2025.

Brief resume of Mr. Ashish Gaikwad, nature of his expertise in specific functional areas are as follows:

<b>Name of the Director</b>	Mr. Ashish Gaikwad
<b>Date of Birth</b>	6 <sup>th</sup> March, 1969
<b>Qualification</b>	Bachelor of Engineering (Honors) degree in Electrical & Electronics from Birla Institute of Technology & Science at Pilani, India.
<b>Nature of Expertise</b>	Expertise in industrial automation and digitalization, industrial software applications, process technology and energy / renewable energy transition, AI and Autonomous Manufacturing.
<b>Brief Resume</b>	Ashish brings over 34 years of professional experience in industrial automation and digitalization, industrial software applications, process technology and energy / renewable energy transition, AI and Autonomous Manufacturing – the Future of Automation.
<b>Other Companies in which he is a Director excluding Directorship in Private and Section 8 companies</b>	Praj Industries Limited Praj HiPurity Systems Limited Praj Engineering & Infra Limited

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<b>Relationship with other Directors</b>	Nil
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The Company has received from Mr. Gaikwad:

- (i) Consent in writing to act as Director pursuant to Rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014.
- (ii) Intimation in Form DIR-8 in terms of Companies (Appointment and Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under sub-section 2 of Section 164 of the Act.

None of the Directors except Mr. Gaikwad / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

The Board recommends the said resolution to be passed as an **Ordinary Resolution**.

**By Order of the Board of Directors**

Sd/-

**Place:** Pune

**Date:** 26<sup>th</sup> June, 2025

**Hiranya Deshmukh**  
**Company Secretary**  
**(M. No. A51912)**

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**PROXY FORM**

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]*

**PRAJ GENX LIMITED**

CIN: U28299PN2023PLC218651

Regd. Office: “Praj Tower”, S. No. 274 & 275/2, Bhumkar Chowk-Hinjewadi Road, Hinjewadi, Pune-411057

Phone No.: 020-71802000/22941000, Email: [info@prajgenx.net](mailto:info@prajgenx.net), Website: [www.prajgenx.net](http://www.prajgenx.net)

<b>Name of the Member(s):</b>	
<b>Registered Address:</b>	
<b>Folio No./Client ID:</b>	<b>DP ID:</b>
<b>E mail id:</b>	

I/We, being the member(s) of..... Shares of the above named Company, hereby appoint:

Name:	Address:
E mail id:	Signature:

or failing him/her

Name:	Address:
E mail id:	Signature:

as my/our proxy to attend and vote for me/us and on my/our behalf at the 2<sup>nd</sup> Annual General Meeting of the Company to be held on Tuesday, the 5<sup>th</sup> August, 2025 at 10:30 a.m. at the registered office at “Praj Tower”, S. No. 274 & 275/2, Bhumkar Chowk-Hinjewadi Road, Hinjewadi, Pune-411057 and at any adjournment thereof.

Signed this \_\_\_\_ day of \_\_\_\_ 2025

Affix  
Revenue  
Stamp

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**Route Map of the venue of the 2<sup>nd</sup> Annual General Meeting of Praj GenX Limited to be held on Tuesday, the 5<sup>th</sup> August, 2025 at 10:30 a.m.**

Venue Address: “Praj Tower”, S. No. 274 & 275/2, Bhumkar Chowk, Hinjewadi Road, Hinjewadi, Pune - 411057

