NOTICE

Notice is hereby given that the **Forty First Annual General Meeting** of the members of **Maa Jagdambe Tradelinks Limited** will be held on **Thursday, 24th September, 2026 at 10:00 a.m.** at the Registered Office of the Company situated at Shop No. A-26, Ostwal Ornate, Building No. 2, Jesal Park, Bhayander (East), Thane - 401 105, to transact the following business:

ORDINARY BUSINESS:

1. **Adoption of Financial Statements**:

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

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

   "RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended 31st March 2026, and the Reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby received, considered and adopted.**"**

2. **Appointment of Director who retires by rotation**:

   To appoint a Director in place of Mr. Nilesh Modanwal (holding DIN 10973398), who retires by rotation and being eligible, offers himself for re-appointment.

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

   "RESOLVED THAT Mr. Nilesh Modanwal (holding DIN 10973398), Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby reappointed as a Director of the Company.**"**

SPECIAL BUSINESS:

3. **Appointment of Mr. Mahendra Singh Rajawat (holding DIN 11044086) as a Director of the Company:**

   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 Sections 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force) and the Articles of Association of the Company, Mr. Mahendra Singh Rajawat (holding DIN 11044086) who was appointed as an Additional Director (Professional Executive) on the Board of Directors of the Company with effect from close of business hours 1st September, 2026 and who holds office up to the date of this ensuing 41st Annual General Meeting of the Company, be and is hereby appointed as a Director of the Company and whose period of office is liable to determination by rotation.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution.**"**

4. **Appointment of Mr. Mahendra Singh Rajawat (holding DIN 11044086) as a Managing Director of the Company for a period of 3 (three) years:**

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof, for the time being in force), the applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company and pursuant to the recommendation of the Nomination & Remuneration Committee and the approval of the Board of Directors, the consent of members of the Company be and is hereby accorded for the appointment of Mr. Mahendra Singh Rajawat (holding DIN 11044086) as the Managing Director of the Company for a period of 3 (three) years from 1st September, 2026 to 31st August, 2029, liable to retire by rotation on the terms and conditions including remuneration as set out in the Explanatory Statement annexed to this Notice, with liberty to the Board of Directors (which term shall be deemed to include any Committee thereof) to alter and vary the terms and conditions of the said appointment and/or remuneration in such manner as may be agreed to between the Board and Mr. Mahendra Singh Rajawat, subject to the same being within the overall limits prescribed under the Companies Act, 2013 and Schedule V thereto.

RESOLVED FURTHER THAT pursuant to Section 197(3) read with Schedule V, Part II, Section II of the Companies Act, 2013, in view of the Company having no profits/inadequate profits in the financial year(s) during the tenure of Mr. Mahendra Singh Rajawat, consent of the members be and is hereby accorded for payment of remuneration of Rs.6,00,000/- (Rupees Six Lakhs only) per annum, being within the limits prescribed under Schedule V of the Companies Act, 2013, to Mr. Mahendra Singh Rajawat as Managing Director of the Company, for a period of 3 (three) years with effect from 1st September, 2026, notwithstanding that the Company has no profits or its profits are inadequate in any financial year during the said period, subject to the same being within the ceiling limits prescribed under Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

5. **Re-designation of Mr. Harish Kanta Srivastava (holding DIN 06874778), from Managing Director of the Company to Non- Executive Director of the Company:**

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

"**RESOLVED THAT** pursuant to the resignation tendered by Mr. Harish Kanta Srivastava (holding DIN 06874778) from the office of Managing Director of the Company with effect from the close of business hours of 1st September, 2026 and the recommendation of the Nomination and Remuneration Committee and the Board of Directors in this regard, approval of the Members of the Company be and is hereby accorded for the continuation of Mr. Harish Kanta Srivastava on the Board of Directors of the Company, re-designated as a Non-Executive Director (in a professional capacity) of the Company with effect from the close of business hours of 1st September, 2026, liable to retire by rotation in accordance with the provisions of Section 152(6) of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution."

6. **Payment of Remuneration to Mr. Harish Kanta Srivastava (holding DIN 06874778) Non-Executive Director of the Company**

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 Sections 149, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, consent of the Members of the Company be and is hereby accorded for payment of remuneration of Rs.1,20,000/- (Rupees One Lakh Twenty Thousand only) per annum to Mr. Harish Kanta Srivastava (holding DIN 06874778), Non-Executive Director of the Company, for a period of three (3) years with effect from the close of business hours of 1st September, 2026, notwithstanding that the Company has no profits or its profits are inadequate in any financial year during the said period, subject to the limits prescribed under Section II of Part II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution.”

<u>**Registered Office**</u>**:**
Shop No. A-26,
Ostwal Ornate Building No. 2,
Jesal Park, Bhayander (East),
Thane - 401 105.

Dated: 1st September, 2026

For and on behalf of the Board

Harish Kanta Srivastava
DIN: 06874778
Managing Director

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company

2. Proxies in order to be effective must be delivered at the registered office of the Company not later than forty-eight hours before the meeting.

3. Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards - 2 (SS-2), the particulars of Directors proposed to be appointed/ re-appointed at the Annual General Meeting is given in the Annexure to the notice.

4. Corporate members are requested to send duly certified copy of the Board Resolution pursuant to Section 113 of the Companies Act, 2013 authorizing their representative to attend the Annual General Meeting.

5. Route-map to the venue of the Meeting is provided in the Annual Report for the convenience of the members.

6. The Register of Members and the Share Transfer Books of the Company will be closed from September 18, 2026 to September 24, 2026 (both days inclusive).

7. Member desirous of obtaining information with respect of the accounts of the Company are requested to send queries in writing to the Company at its registered office so as to reach at least seven days before the date of Meeting.

8. The Securities and Exchange Board of India (“SEBI”) has mandated the submission of Permanent Account Number (“PAN”) by every participant in the securities market. Members holding shares in electronic form are therefore, requested to submit their PAN card numbers / copies of PAN card to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company/Registrar and Share Transfer Agent, M/s. Purva Sharegistry (India) Private Limited.

9. The Securities and Exchange Board of India ("SEBI") has mandated that transfer of securities would be carried out in dematerialized form only w.e.f. 5th December, 2018. In view of the same and to avail various benefits of dematerialization, members are requested to dematerialize shares held by them in physical form. Members may contact the Company or Share Transfer Agent, for assistance in this regard.

10. SEBI vide its notification dated January 24, 2022 has amended Regulation 40 of SEBI Listing Regulations, and has mandated the Listed Companies to issue securities in dematerialized form only while processing service requests viz, issue of duplicate securities certificate, claim for unclaimed suspense account, renewal / exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificate / folios, transmission and transposition. Accordingly, members are requested to contact Company's Share Transfer Agent, for assistance in this regard.

11. Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Companies Act, 2013. Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to M/s. Purva Sharegistry (India) Private Limited at the Registered Office of the Company. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.

12. For convenience of the members and for proper conduct of the meeting, entry to the place of the meeting will be regulated by way of attendance slip, which is annexed to this Notice. Members are requested to bring their Attendance Slip, sign the same at the place provided and hand it over at the entrance of the venue.

13. Electronic copy of the Annual Report for 2026 is being sent to all the members whose email IDs are registered with the Company / Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2026 are being sent in the permitted mode.

14. Members may please note that the Notice of the 41st Annual General Meeting and the Annual Report for the financial year ended 31st March, 2026 will also be available on the Company's website www.maajtl.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: maajagdambetradelinksltd@gmail.com.

15. **Voting through electronic means**

    (a) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote at the 41st Annual General Meeting (AGM) by electronic means. The members may cast their votes using electronic voting system from a place other than the venue of the meeting (remote e-voting).

(b) The Company has engaged the services of M/s. Purva Sharegistry (India) Private Limited as agency to provide e-voting facility.

(c) The facility for voting through ballot papers shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through ballot papers.

(d) The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.

(e) The voting period begins on <Monday, September 21, 2026 (9.00 a.m.)> and ends on <Wednesday, September 23, 2026 (5.00 p.m.)>. 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 <Thursday, September 17, 2026>, may cast their vote electronically. The e-voting module shall be disabled by Purva for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

(f) The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Thursday, September 17, 2026.

(g) A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date i.e. September 17, 2026 only shall be entitled to avail the facility of remote e-voting and voting at meeting through ballot paper.

(h) Mr. Narottam Bagaria (Membership No. F5443, Certificate of Practice No. 4361), Partner of M/s. N. Bagaria & Associates, Practicing Company Secretaries, Mumbai, has been appointed as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

(i) **Instructions for Remote e-voting**:

(I) 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.

(II) 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**	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 & New System Myeasi 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. 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 & New System Myeasi 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. 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' 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. 4) Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.  5) 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 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
Individual Shareholders	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for

(holding securities in demat mode) login through their **Depository Participants (DP)**	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 22 55 33
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

If you have any queries or issues regarding attending AGM & e-Voting from the Purva e-Voting System, you can write an email to evoting@purvashare.com or contact at 022-49614132 and 022-35220056.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to evoting@purvashare.com or contact at 022- 022-49614132 and 022-35220056.

Explanatory Statement under Section 102 of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Item No. 3:

The Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee, at their meeting held on Tuesday, 1st September, 2026 appointed Mr. Mahendra Singh Rajawat (holding DIN 11044086), as an Additional Director on the Board of Directors of the Company with effect from close of business hours of 1st September, 2026.

In terms of Section 16(1) of the Companies Act, 2013 read with the Articles of Association of the Company, Mr. Mahendra Singh Rajawat holds office upto the date of the ensuing 41st Annual General Meeting and is eligible to be appointed as a Director of the Company.

Mr. Mahendra Singh Rajawat holds a Bachelor's degree in Commerce and has over 21 years of experience in textile industry, primarily in sales, and has been engaged in the financial advisory business for the last 5 years.

The Company has received from Mr. Mahendra Singh Rajawat:

(a) consent in writing to act as Director of the Company, in Form DIR-2;

(b) intimation in Form DIR-8, to the effect that he is not disqualified from being appointed as a Director in terms of Section 164(2) of the Companies Act, 2013;

(c) a notice in writing under Section 160(1) of the Companies Act, 2013, from a member proposing his/her candidature for the office of Director of the Company

The Board of Directors is of the opinion that Mr. Mahendra Singh Rajawat is a person of integrity and has relevant experience and expertise for being appointed as a director. The Board considers that the knowledge, expertise and experience as possessed by Mr. Mahendra Singh Rajawat will be of immense benefit and value to the Company and it is desirable to avail services of Mr. Mahendra Singh Rajawat as a Director of the Company.

The information as required under the Regulation 36 of Listing Regulations and Secretarial Standard on General Meetings is provided in annexure to this Notice.

The Board recommends Ordinary Resolution as set out at Item No. 3 of the Notice of the AGM for the approval by the members.

None of the Directors, Key Managerial Personnel of the Company, and their relatives, except Mr. Mahendra Singh Rajawat, to whom the resolution relates, and his relatives, is/are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

Item No. 4:

The Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee, at their meeting held on Tuesday, 1st September, 2026, appointed Mr. Mahendra Singh Rajawat (holding DIN 11044086) as a Managing Director of the Company for a term of 3 (three) years commencing from 1st September, 2026 till 31st August, 2029.

1. **Background**

   Mr. Mahendra Singh Rajawat holds a Bachelor's degree in Commerce and has over 21 years of experience in textile industry, primarily in sales, and has been engaged in the financial advisory business for the last 5 years.

2. **Remuneration and Terms of Appointment:**

   The terms and conditions of appointment, including remuneration payable to Mr. Mahendra Singh Rajawat as Managing Director, are as under:

Particulars	Details
Name	Mr. Mahendra Singh Rajawat
DIN	11044086
Designation	Managing Director
Period of Appointment	3 (three) years, i.e. from 1st September, 2026 to 31st August, 2029
Remuneration	Rs.6,00,000/- per annum
Minimum Remuneration	In the event of no profits or inadequate profits in any financial year during the tenure of Mr. Mahendra Singh Rajawat the above remuneration shall be paid as minimum remuneration in accordance with Section II of Part II of Schedule V of the Companies Act, 2013

3. **Reason for Applicability of Schedule V**

   The Company has inadequate profits/no profits for the financial year 2025-26 and, based on the financial projections, is likely to continue to have inadequate profits during the currency of the proposed tenure of Mr. Mahendra Singh Rajawat.

   In terms of Section 197(3) of the Companies Act, 2013, where in any financial year a company has no profits or its profits are inadequate, the company shall not pay to its Managing Director/Whole-time Director/ Manager any remuneration exclusive of sitting fees, except in accordance with the provisions of Schedule V of the Act.

   Under Section II of Part II of Schedule V, a company having no profits or inadequate profits may, without the approval of the Central Government, pay remuneration to a managerial person up to the limits specified therein based on the effective capital of the Company, and such limits stand doubled where the resolution is passed as a Special Resolution.

The effective capital of the Company falls within the slab of “Negative or less than Rs. 5 crore”, for which the maximum remuneration permissible under Schedule V (without Central Government approval) is Rs. 60,00,000/- (Rupees Sixty Lakh only) per annum. The remuneration proposed to be paid to Mr. Mahendra Singh Rajawat, being Rs. 6,00,000/- (Rupees Six Lakh only) per annum, is well within the said limit and, accordingly, no approval of the Central Government is required.

4. Period of Shareholders' Approval for Remuneration

In terms of the second proviso to Section II of Part II of Schedule V of the Companies Act, 2013, approval of Members for payment of remuneration under the no-profit/inadequate-profit provisions can be granted for a period not exceeding three years at a time. Accordingly, the approval of Members for payment of remuneration as set out above is being sought for a period of three years, i.e. from 1st September, 2026 to 31st August, 2029.

5. Other Conditions under Schedule V

The Company confirms that:

(a) the payment of remuneration set out above has been approved by the Board of Directors and the Nomination and Remuneration Committee of the Company;
(b) the Company has not made any default in repayment of any of its debts (including public deposits) or debentures or interest payable thereon for a continuous period of thirty days in the preceding financial year before the date of appointment of Mr. Mahendra Singh Rajawat;
(c) a Statement containing the requisite information as required under Schedule V has been annexed to this Explanatory Statement; and
(d) Mr. Mahendra Singh Rajawat is not disqualified from being appointed as a Managing Director in terms of Section 196(3) and Section 164 of the Companies Act, 2013.

6. Compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Being a listed entity, the Company has intimated the Stock Exchange i.e. BSE Limited about the outcome of the Board Meeting approving the said appointment, within the timeline prescribed under Regulation 30 read with Regulation 46(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The requisite disclosures with respect to the appointment of Mr. Mahendra Singh Rajawat as required under Regulation 36(3) of the said Regulations and Secretarial Standard-2, are appended to this Notice.

7. Interest of Directors/Key Managerial Personnel:

None of the Directors, Key Managerial Personnel of the Company, and their relatives, except Mr. Mahendra Singh Rajawat, to whom the resolution relates, and his relatives, is/are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

The Board recommends Ordinary Resolution as set out at Item No. 4 of the Notice of the AGM for the approval by the members.

Item No. 5:

Mr. Harish Kanta Srivastava (holding DIN 06874778) has tendered his resignation from the office of Managing Director of the Company with effect from the close of business hours of 1st September, 2026 due to personal reasons. The Board of Directors places on record its appreciation for the valuable contribution made by Mr. Harish Kanta Srivastava during his tenure as Managing Director.

The Board, on the recommendation of the Nomination and Remuneration Committee, is of the view that the Company would continue to benefit from the rich experience, industry knowledge and professional guidance of Mr. Harish Kanta Srivastava and has accordingly proposed that he continue on the Board of the Company as a Non-Executive Director (in a professional capacity), with effect from the close of business hours of 1st September, 2026.

It may be noted that the resignation from the office of Managing Director does not, by itself, result in cessation of directorship, and Mr. Harish Kanta Srivastava shall continue to be a Director on the Board, now in a non-executive capacity, liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013.

Mr. Harish Kanta Srivastava is not disqualified from being appointed/continuing as a Director under Section 164 of the Companies Act, 2013, and has given his consent to act as a Non-Executive Director of the Company.

The Board recommends Ordinary Resolution as set out at Item No. 5 of the Notice of the AGM for the approval by the members.

None of the Directors, Key Managerial Personnel of the Company, and their relatives, except Mr. Harish Kanta Srivastava to whom the resolution relates, and his relatives, is/are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

Item No. 6:

1. **Background**

   Consequent to his re-designation as a Non-Executive Director as set out in Item No. 5 above, it is proposed to pay Mr. Harish Kanta Srivastava a remuneration of Rs.1,20,000/- (Rupees One Lakh Twenty Thousand only) per annum, in recognition of the professional guidance and advisory support he is expected to continue providing to the Company.

2. **Terms of Remuneration**

Particulars	Details
Name	Mr. Harish Kanta Srivastava
DIN	06874778
Designation	Non-Executive Director
Period of Remuneration	3 (three) years, i.e. 1st September, 2026 to 31st August, 2029.
Remuneration	Rs. 1,20,000/- per annum

3. **Applicability of Schedule V to Non-Executive Directors:**

The Company has inadequate profits/no profits for the financial year 2025-26. Pursuant to the Companies (Amendment) Act, 2020, the scope of Section 197(3) and Schedule V of the Companies Act, 2013 was extended to cover remuneration payable to Non-Executive Directors (including Independent Directors) in the event of no profits or inadequate profits, in addition to Managing Director/ Whole-time Director/ Manager. Accordingly, remuneration to Mr. Harish Kanta Srivastava as a Non-Executive Director can be paid only in accordance with the limits and conditions prescribed under Section II of Part II of Schedule V.

The effective capital of the Company falls within the slab of "Negative or less than Rs. 5 crore". The remuneration proposed to be paid to Mr. Harish Kanta Srivastava, being Rs. 1,20,000/- (Rupees One Lakh Twenty Thousand only) per annum, is well within the limits prescribed for Non-Executive Directors under Schedule V for this slab, and accordingly approval of the Central Government is not required.

4. **Period of Shareholders' Approval:**

In terms of the second proviso to Section II of Part II of Schedule V, the approval of Members for payment of remuneration under the no-profit/inadequate-profit provisions can be granted for a period not exceeding three (3) years at a time. Accordingly, the approval of Members is being sought for a period of three (3) years, i.e. from 1st September, 2026 to 31st Auguat, 2029.

5. **Other Conditions under Schedule V:**

The Company confirms that:

(a) the payment of remuneration set out above has been approved by the Board of Directors and the Nomination and Remuneration Committee of the Company;

(b) the Company has not made any default in repayment of any of its debts (including public deposits) or debentures or interest payable thereon for a continuous period of thirty days in the preceding financial year;

(c) a Statement containing the requisite information as required under Schedule V has been annexed to this Explanatory Statement; and

(d) Mr. Harish Kanta Srivastava is not disqualified from continuing as a Director in terms of Section 164 of the Companies Act, 2013.

6. **Related Party Transaction / Interest**

Mr. Harish Kanta Srivastava, being a Director of the Company, is a related party in terms of Section 2(76) of the Companies Act, 2013 and the applicable SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The proposed remuneration has accordingly been reviewed and approved by the Audit Committee of the Company at its meeting held on 1st September, 2026, in compliance with Section 188 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable.

7. Compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Being a listed entity, the Company has intimated the Stock Exchange i.e. BSE Limited about the resignation of Mr. Harish Kanta Srivastava from the office of Managing Director and his continuation as Non-Executive Director, within the timelines prescribed under Regulation 30 read with Regulation 46(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

8. Interest of Directors/Key Managerial Personnel

None of the Directors, Key Managerial Personnel of the Company, and their relatives, except Mr. Harish Kanta Srivastava to whom the resolution relates, and his relatives, is/are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice.

The Board recommends Ordinary Resolution as set out at Item No. 6 of the Notice of the AGM for the approval by the members.

Registered Office:
Shop No. A-26,
Ostwal Ornate Building No. 2,
Jesal Park, Bhayander (East),
Thane - 401 105.

Dated: 1st September, 2026

For and on behalf of the Board

Harish Kanta Srivastava
DIN: 06874778
Managing Director

ANNEXURE

Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Information about the directors proposed to be appointed / re-appointed is furnished below:

Item No. 2:

Name of Director	Mr. Nilesh Modanwal
Date of Birth	07-07-2003
Qualification	Graduate
Nature of Expertise	Mr. Nilesh Modanwal is a young energetic individual having Understanding of financial statements, financial forecasting, and risk management for effective oversight and governance.
Justification for choosing appointee for appointment as an Independent Director	Not Applicable
Remuneration last drawn	Nil
Remuneration proposed to be paid	Nil
Relationship with other Directors	None
No. of Equity Shares held	Nil
Directorships held in other Public Limited companies	Nil
Committee Memberships / Chairmanship in other companies	Nil
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	Not Applicable
Number of meetings of the Board attended during the year	6 (Six)

Item No. 3 & 4:

Name of Director	Mr. Mahendra Singh Rajawat
Date of Birth	08-06-1980
Qualification	Bachelor in Commerce (B. Com)
Nature of Expertise	Experience in textile industry, primarily in sales, and has been engaged in the financial advisory business for the last 5 years.
Justification for choosing appointee for appointment as an Independent Director	Not Applicable
Remuneration last drawn	Nil
Remuneration proposed to be paid	Rs. 6,00,000/- (Rupees Six Lakh only) per annum
Relationship with other Directors	None
No. of Equity Shares held	Nil
Directorships held in other Public Limited companies	Nil
Committee Memberships / Chairmanship in other companies	Nil
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	Not Applicable
Number of meetings of the Board attended during the year	Not Applicable

Item No. 5 & 6:

Name of Director	Mr. Harish Kanta Srivastava
Date of Birth	30-07-1982
Qualification	Graduate
Nature of Expertise	Mr. Harish Kanta Srivastava has served as the Managing Director of the Company since 2025 and possesses over 1.5 years of experience in textile industry.
Justification for choosing appointee for appointment as an Independent Director	Not Applicable
Remuneration last drawn	Rs.2,40,000/- (Rupees Two Lakh Forty Thousand only) per annum
Remuneration proposed to be paid	Rs.1,20,000/- (Rupees One Lakh Twenty Thousand only) per annum
Relationship with other Directors	None
No. of Equity Shares held	Nil
Directorships held in other Public Limited companies	Nil
Committee Memberships / Chairmanship in other companies	Nil
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	Not Applicable
Number of meetings of the Board attended during the year	6 (Six)

MAA JAGDAMBE TRADELINKS LIMITED

CIN: L74999MH1985PLC035104

Shop No. A-26, Ostwal Ornate, Building No. 2, Jesal Park, Bhayander (East), Thane 401 105.

ATTENDANCE SLIP

Member's Folio No. : ______________________________

Client ID No : ______________________________

DP ID No : ______________________________

Name of Member : ______________________________

Name of Proxy Holder : ______________________________

No of Shares Held : ______________________________

I hereby record my presence at the **41st Annual General Meeting** of the Company held on **Thursday, 24th September, 2026 at 10:00 a.m.** at Shop No. A-26, Ostwal Ornate, Building No. 2, Jesal Park, Bhayander (East), Thane 401 105.

____
Signature of the Member / Proxy

Notes:

1. Members/Proxy holders are requested to produce the attendance slip duly signed for admission to the meeting hall.

2. Members are requested to bring their copy of Annual Report.

Form No. MGT-11
Proxy Form

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014 and Regulation 44(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

MAA JAGDAMBE TRADELINKS LIMITED

Shop No. A-26, Ostwal Ornate Building No. 2, Jesal Park, Bhayander (East), Thane 401 105.

Name of the member(s): ____________________________
Registered address : ____________________________
Email Id : ____________________________
Folio No. /Client Id : ____________________________
DP Id. : ____________________________

I/We, being the member (s) of ________ shares of the above-named company, hereby appoint

1. Name : ___________________ Address : ____________________________
E-mail Id : ___________________ Signature : ________________ \ or failing him

2. Name : ___________________ Address : ____________________________
E-mail Id : ___________________ Signature : ________________ \ or failing him

3. Name : ___________________ Address : ____________________________
E-mail Id : ___________________ Signature : ________________ \ or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 41st Annual General Meeting of the Company, to be held on Thursday, 24th September, 2026 at 10:00 a.m. at the Registered Office of the Company at Shop No. A-26, Ostwal Ornate Building No. 2, Jesal Park, Bhayander (East), Thane - 401 105 and at any adjournment thereof in respect of such resolutions as are indicated below:

Res. No.	Resolution Proposed
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2026 together with the report of Directors' and Auditors' thereon.
2.	Re-appointment of Mr. Nilesh Modanwal (holding DIN 10973398), who retires by rotation and being eligible, offers himself for re-appointment.
3.	Appointment of Mr. Mahendra Singh Rajawat (holding DIN 11044086) as a Director (Professional Executive) of the Company
4.	Appointment of Mr. Mahendra Singh Rajawat (holding DIN 11044086) as a Managing Director of the Company for a period of 3 (three) years
5.	Re-designation of Mr. Harish Kanta Srivastava (holding DIN 06874778), from Managing Director of the Company to Non- Executive Director of the Company
6.	Payment of Remuneration to Mr. Harish Kanta Srivastava (holding DIN 06874778) Non-Executive Director of the Company

Signed this _____ day of September, 2026

Affix Revenue Stamp

Signature of Shareholder : _______________

Signature of Proxy holder(s) : ________________

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

<u>Route-Map: 41st AGM Venue</u>