



COMPETENT AUTOMOBILES COMPANY LIMITED

CIN: L34102DL1985PLC020668

Regd. Office: Competent House, F-14, Connaught Place, New Delhi -110001

Tel: 011- 45700000 Web: www.competent-maruti.com; E-mail: cs@competent-maruti.com

NOTICE

Notice is hereby given that the 40th Annual General Meeting (AGM) of the members of Competent Automobiles Company Limited will be held on Saturday, the 27th September, 2025 at 11:00 a.m. through Video Conferencing/ Other Audio Visual Means (VC/ OAVM) to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt:
 - a. the Audited Standalone Financial Statements of the Company for the year ended 31st March, 2025 together with the Report of the Board of Directors and the Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2025 together with the Report of the Auditors thereon.
2. To declare dividend on equity shares.
3. To appoint a Director in place of Mr. Kanwal Krishan Mehta (DIN: 00036902), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

4. 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 196, 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") 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), applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Articles of Association of the Company and subject to such other approval(s), Consent(s), Permission and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors of the Company, Mrs. Kavita Ahuja (DIN: 00036803) be and is hereby re-appointed as Whole Time Director of the Company for a period of 5 years w.e.f. 1st November, 2025, on the following terms and conditions:

- I. Subject to superintendence, control and direction of the Board, she will have general control, management and superintendence of the business of the Company with power to appoint and to dismiss employees and to enter into contracts, on behalf of the Company, and to do and perform all other acts, deeds and things, which are required in the ordinary course of business.

II. Remuneration:

(a) Salary

Basic Salary: Rs. 3,00,000/- (Rupees Three Lakh Only) per month.

(b) Commission

Commission, as may be decided by the Board of Directors, based on the net profits of the Company in each financial year, subject to the overall limits laid down in Section 197 read with Schedule V of the Companies Act, 2013.

(c) Perquisites

- i. **Housing:** The expenditure on hiring unfurnished accommodation will be subject to the ceiling of 60% of the salary over and above 10% payable to her in case of metropolitan cities, or 50% of the salary over and above 10% payable to her in any other case.
- ii. **The expenditure on gas, electricity, water and furnishings** shall be valued as per Income Tax Rules, 1962, subject however to the ceiling of 10% of the Salary.

- iii. **Medical Reimbursement:** Expenses incurred for self and family to meet medical/hospitalization expenses in India or abroad including expenditure on stay abroad for undergoing treatment.
- iv. **Leave Travel Concession** for self and family once in a year in accordance with the rules of the Company.
- v. **Club Fees** for clubs' subject to a maximum of two clubs provided that no life membership or admission fee will be allowed.
- vi. **Company's contribution towards pension/ superannuation funds** as per rules of the Company.
- vii. **Company's contribution towards Provident Fund** as per rules of the Company.
- viii. **Gratuity** not exceeding $\frac{1}{2}$ month salary for each completed year of service.
- ix. **Free use of Company's Car with driver** for business purposes of the Company.
- x. **Free use of Mobile/ Telephone** at residence.
- xi. **Earned/ Privilege Leave:** One month leave with full pay and allowance for every 11 months of service with encashment benefits.

III. Her office will be liable to determination by retirement of Director by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to vary, alter and modify the terms of appointment including remuneration of Mrs. Kavita Ahuja, as it may deem fit as per provisions of the Act and to do all such acts, deeds, and things as may be considered necessary, desirable or expedient to give effect to this resolution and for the matters connected therewith or incidental thereto."

5. 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 Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with relevant Circular issued by SEBI, Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 9 of 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 based on the recommendation of the Audit Committee and approval of the Board of Directors, M/s P. P. Agarwal & Co., Company Secretaries, New Delhi (FRN: S2012DE174200) be and is hereby appointed as Secretarial Auditors of the Company for a period of 5 (five) consecutive years from the financial year 2025-26 till the financial year 2029-30 to conduct Secretarial Audit of the Company at such remuneration as may be decided by the Board of Directors of the Company, based on recommendation of the Audit Committee from time to time.

RESOLVED FURTHER THAT approval of the members be and is hereby accorded to the Board to avail or obtain from the Secretarial Auditors, such other services or certificates or reports which the Secretarial Auditors may be eligible to provide or issue under the applicable laws, rules and regulations at a remuneration as may be decided by the Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, and things as may be considered necessary, desirable, or expedient to give effect to this resolution and for the matters connected therewith or incidental thereto."

Regd. Office:

Competent House
F-14, Connaught Place
New Delhi -110001

Place: New Delhi
Date : 14.08.2025

By order of the Board of Directors
For Competent Automobiles Co. Ltd.

Dinesh Kumar
Company Secretary
M. No. F5175

NOTES:

1. Pursuant to the General Circular Nos. 14/2020 dated 8th April, 2020 and 17/2020 dated 13th April, 2020, in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013”, General Circular Nos. 20/2020 dated 5th May, 2020, 10/2022 dated 28th December, 2022, 09/2023 dated 25th September, 2023 and subsequent circulars issued in this regard, the latest being 09/2024 dated 19th September, 2024 in relation to “Clarification on holding of Annual General Meeting (‘AGM’) through Video Conferencing (VC) or Other Audio Visual Means (OAVM)”, (collectively referred to as “MCA Circulars”), the Company is allowed to convene the AGM through Video Conferencing (‘VC’)/ 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 circulars dated 12th May, 2020, 15th January, 2021, 13th May, 2022, 5th January, 2023, 7th October, 2023 and 3rd October, 2024 (‘SEBI Circulars’) and other applicable circulars issued in this regard, has provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”). In compliance with the provisions of the Companies Act, 2013 (‘the Act’), the SEBI Listing Regulations and MCA Circulars, the 40th AGM of the Company is being held through VC/ OAVM. The deemed venue for the AGM will be the Registered Office of the Company.
2. **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 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, THE REQUIREMENT OF 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.**
3. The Explanatory Statement pursuant to Section 102(1) of the Act setting out material facts concerning the business with respect to item nos. 4 & 5 and the relevant details pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) in respect of Directors seeking appointment/ re-appointment at this AGM are annexed to this notice.
4. Members who have not updated their latest e-mail ID with the Company/ Share Transfer Agents and their Depository Participants are requested to update the same at the earliest.
5. The Members may join the AGM through VC/OAVM by following the procedure mentioned in the Notice which shall be kept open for the Members from 10:30 A.M. IST i.e. 30 (thirty) minutes before the time scheduled to commence the meeting and the Company may close the window for joining the VC/OAVM mode 30 (thirty) minutes after the scheduled time to commence the meeting. Members may note that the VC/OAVM mode allows participation of at least 1,000 Members on ‘first come first served’ basis as per MCA Circular. The large Shareholders (i.e. shareholders holding 2% or more), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. can attend the meeting without any restriction on account of ‘first come first served’ basis.
6. The attendance of the Members participating in the 40th AGM through VC/OAVM mode shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. Voting rights shall be reckoned on the paid-up value of shares registered in the name of member/beneficial owners (in case of electronic shareholding) as on the Record Date/ Cut-Off Date. A person who is not a member as on the said date is requested to treat this Notice for information purposes only.
8. The Company has fixed Friday, 19th September, 2025 as the “**Record Date**” for determining entitlement of Members to the final Dividend for the financial year ended 31st March, 2025, if approved at the AGM.
9. In compliance with the Circulars, the Annual Report 2024-25, the Notice of the 40th AGM, and instructions for e-voting are being sent through electronic mode to those members whose e-mail ID is registered with the Company/ Depository Participant (DP).

10. The Notice convening the 40th AGM and Annual Report for FY 2024-25 are also be available at the website of the Company at www.Competent-maruti.com and website of the Stock Exchange i.e. BSE Limited at www.bseindia.com.
11. We urge members to support our commitment to environmental protection by choosing to receive the Company's communication through e-mail. Members holding shares in demat mode and have not registered their e-mail ID are requested to register their e-mail ID with their respective DP, and members holding shares in physical mode are requested to update their e-mail address with the Company's RTA - Skyline Financial Services Private Limited by sending their request to its e-mail ID : admin@skylinerta.com, to receive copies of the Annual Report 2024-25 in electronic mode. Members may follow the process given below for registration of e-mail address to obtain the report and update their bank account details for receipt of dividend.

Type of Holder	Process to be followed	
Physical	For availing the following investor services, send a written request in the prescribed form to the RTA of the Company - Skyline Financial Services Private Limited either through e-mail to admin@skylinerta.com or through post to Skyline Financial Services Private Limited, D-153/A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi -110020.	
	Form for availing investor services to register PAN, e-mail address, Bank Account details and other KYC details or changes/ updates thereof for securities held in physical mode	Form ISR-1
	Update of signature of securities holder	Form ISR-2
	Declaration to opt out	Form ISR-3
	Form for requesting issue of duplicate certificate and other service requests for shares/ debentures/ bonds, etc., held in physical form	Form ISR-4
	For nomination as provided in Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014	Form SH-13
	Cancellation of nomination by the holder(s) (along with ISR-3)/ Change of nominee	Form SH-14
Demat	Please contact your DP and register your e-mail ID and Bank Account details in your demat account, as per the process advised by your DP.	

12. Members must quote their Folio No. /Demat Account No. and contact details such as e-mail ID, contact no. etc. in all correspondence with the Company's Registrar and Share Transfer Agent - Skyline Financial Services Private Limited. SEBI has mandated through its circular dated 16th March, 2023, for submission of PAN, KYC details and nomination by holders of physical securities. Shareholders are requested to submit their PAN, KYC and nomination details to the Company's RTA - Skyline Financial Services Private Limited through e-mail at admin@skylinerta.com. The forms for updating the same are available at https://www.competent-maruti.com/download_forms. The members holding shares in electronic mode are requested to submit their PAN to their Depository Participant.
13. In terms of the SEBI Listing Regulations, securities of listed companies can only be transferred in dematerialized form with effect from 1st April, 2019. In view of the above, members are advised to dematerialize the shares held by them in physical form.
14. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 20th September, 2025 to Saturday, 27th September, 2025 (both days inclusive).
15. The dividend on equity shares as recommended by the Board of Directors, if declared at the Annual General Meeting, will be paid within the prescribed time to those members whose names appear in the Register of Members of the Company as on the Record Date.
16. As you may be aware that in terms of the provisions of the Income Tax Act, 1961 ("the Act") as amended by the

Finance Act, 2020, dividend paid or distributed by a Company on or after 1st April, 2020 is taxable in the hands of the Members. The Company is, therefore, required to deduct tax at source at the time of payment of dividend to the Members.

For resident members: Tax will be deducted at source (“TDS”) under Section 194 of the Act (read with Press Release dated 13th May, 2020) @ 10% on the amount of dividend payable unless exempt under any of the provisions of the Act. However, in case of individuals, TDS would not apply if the aggregate of the total dividend distributed to them by the Company for the FY 2024-25 does not exceed Rs.10,000/-.

Tax at source will not be deducted where a member provides Form 15G (applicable to Individual below the age of 60 years)/ Form 15H (applicable to an individual above the age of 60 years), provided that the eligibility conditions are being met.

Tax at source will be deducted @20% for a shareholder who falls in the category of “specified person” as defined in Section 206AB of the Income Tax Act, 1961 or who has not submitted PAN as required under Section 206AA of the Act.

In order to provide exemption from withholding of tax, the following organizations must provide a self-declaration as listed below:

- Insurance Companies: A declaration that they are beneficial owners of shares held.
- Mutual Funds: A declaration that they are governed by the provisions of Section 10(23D) of the Act along with a copy of registration documents (self-attested).
- Alternative Investment Fund (AIF) established in India: A declaration that its income is exempt under Section 10(23FBA) of the Act and they are established as Category I or Category II AIF under the SEBI Regulations. A copy of registration document (self-attested) needs to be provided.
- New Pension System Trust: A declaration that they are governed by the provisions of Section 10(44) [sub-section 1E to Section 197A] of the Act along with a copy of registration document (self-attested).
- Corporation established by or under a Central Act which is, under any law for the time being in force, exempt from income tax on its income - Documentary evidence that the person is covered under Section 196 of the Act.

For non-resident members: Tax is required to be withheld in accordance with the provisions of Section 195 of the Act at applicable rates in force. As per the relevant provisions of the Act, the tax shall be withheld @ 20% (plus applicable surcharge and cess) on the amount of dividend payable. However, as per Section 90 of the Act, a non-resident member has the option to be governed by the provisions of the Double Tax Avoidance Agreement (“DTAA”) between India and the country of tax residence of the member, if they are more beneficial to the member. For this purpose, i.e. to avail tax treaty benefits, the non-resident member will have to provide the following:

- i. Self-attested copy of Permanent Account Number (PAN Card), if any, allotted by the Indian income tax authorities;
- ii. Self-attested copy of Tax Residency Certificate (TRC) obtained from the tax authorities of the country of which the member is resident;
- iii. Self-declaration in Form 10F, if all the details required in this form are not mentioned in the TRC;
- iv. Self-declaration by the non-resident member of having no permanent establishment in India in accordance with the applicable Tax Treaty;
- v. Self-declaration of beneficial ownership by the non-resident member.

The Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction/ withholding on dividend amounts. Application of beneficial DTAA rate shall depend upon the completeness and satisfactory review by the Company, of the documents submitted by non- resident member.

Notwithstanding the above, tax shall be deducted at source @ 20% (plus applicable surcharge and cess) on dividend

paid to Foreign Institutional Investors and Foreign Portfolio Investors under section 196D of the Act. Such rate shall not be reduced on account of the application of the lower DTAA rate, if any.

To enable us to determine the appropriate TDS/ withholding tax rate applicable, we request you to provide the above details and documents not later than 5 p.m., on Friday, 3rd October, 2025.

To summarize, dividend will be paid after deducting the tax at source as under:

- NIL for resident members receiving dividend upto Rs.10,000/- or in case Form 15G/ Form15H (as applicable) along with self-attested copy of the PAN is submitted.
- 10% for resident members in case PAN is provided/ available.
- 20% for resident members, if PAN is not provided/ not available.
- Tax will be assessed on the basis of documents submitted by the non-resident members.
- 20% plus applicable surcharge and cess for non-resident members in case the aforementioned documents are not submitted.
- Lower/ NIL TDS on submission of self-attested copy of the certificate issued under Section 197 of the Act.

Members may please note that the aforementioned documents should be sent through e-mail to cs@competent-maruti.com with a copy to compliances@skylinerta.com.

No communication on the tax determination/ deduction shall be entertained after 3rd October, 2025.

In case tax on dividend is deducted at a higher rate in the absence of receipt of the aforementioned details / documents, you would still have the option of claiming refund of the excess tax paid at the time of filing your income tax return. No claim shall lie against the Company for such tax deducted.

Members are requested to submit/ update their Bank Account detail with Depository Participant, in case of holding shares in the demat mode. In case shares held in physical form, a scanned copy of a covering letter, duly signed by the first member along with a cancelled cheque leaf with name and Bank Account detail and a copy of PAN card (self-attested) with RTA. This will facilitate receipt of dividend directly into the Bank Account of the members. In case the cancelled cheque leaf does not bear the members' name, please attach a self-attested copy of the Bank pass-book. Members are also requested to register their e-mail address and mobile number with the RTA.

17. 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@competent-maruti.com.
18. As per Section 72 of the Act, shareholders are entitled to make nomination in respect of shares held by them in physical form. Shareholders desirous of making nomination are requested to send their request in Form SH-13 for nomination and Form SH-14 for cancellation/ variation as the case may be to the RTA.
19. In accordance with the Applicable Circulars, electronic copies of the Annual Report and this Notice, inter-alia, indicating the process and manner of e-voting along with instructions to attend the AGM through VC/OAVM are being sent through e-mail to those Members whose e-mail ID are available with the Company/ Depository Participants.
20. Notice and the Annual Report are available on the website of the Company www.competent-maruti.com. Members desiring any information relating to the annual accounts or any document pertaining to explanatory statement are requested to send an e-mail to the Company at cs@competent-maruti.com, at least ten (10) days before the AGM.
21. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturday, during business hours up to the date of the Meeting.

22. Members, who are holding shares in identical order of names in more than one folio are requested to write to the Company enclosing their share certificates to consolidate their holdings in one folio.
23. The members holding shares in physical form are also requested to notify any change in their addresses immediately to the Company's Registrar and Share Transfer Agent viz. **M/s. Skyline Financial Services Private Limited, D-153/A, 1st Floor, Okhla Industrial Area Phase-I, New Delhi-110020.**
24. Pursuant to provisions of Section 124 of Companies Act, 2013, all unpaid or unclaimed dividends upto the year ended 31st March, 2017 have been transferred to Investor Education and Protection Fund (IEPF) established by the Central Government.
25. Pursuant to the provisions of Section 124 of Companies Act, 2013, dividend for the financial year ended 31st March, 2018 and thereafter, which remains unclaimed for a period of 7 years will be transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central Government.

Information in respect of such unclaimed dividend when due for transfer to the fund is given below:

Financial Year	Type of dividend	Date of Declaration of Dividend	Date at which amount becoming due for credit to IEPF
2017-18	Final Dividend	31-08-2018	08-10-2025
2018-19	Final Dividend	04-09-2019	12-10-2026
2019-20	Final Dividend	21-09-2020	29-10-2027
2020-21	Final Dividend	24-09-2021	01-11-2028
2021-22	Final Dividend	20-09-2022	28-10-2029
2022-23	Final Dividend	28-08-2023	04-10-2030
2023-24	Final Dividend	28-09-2024	04-11-2031

26. Shareholders who have not so far encashed their dividend warrant(s) are requested to seek issue of duplicate warrant(s) by writing to the Company.
27. Non-Resident Indian Shareholders are requested to inform M/s Skyline Financial Services Private Limited immediately:
- The change in the residential status on return to India for permanent settlement.
 - The particulars of the Bank Account maintained in India with complete name, branch, account type, account number and address of the Bank, if not furnished earlier.

28. Voting Through Electronic Means

- i. The members can attend the AGM through VC/OAVM.
- ii. As per the MCA Circular, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and cast their votes electronically.
- iii. 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) and Regulation 44 of the SEBI Listing Regulations and the Circulars issued by the Ministry of Corporate Affairs dated 8th April, 2020, 13th April, 2020 and 5th May, 2020, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system will be provided by NSDL.
- iv. The notice of convening the 40th AGM is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING ANNUAL GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on 24th September, 2025 at 09:00 A.M. and end on 26th September, 2025 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members/ Beneficial Owners as on the Record Date (Cut-off Date) i.e. Friday, 19th September, 2025 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

How do I vote electronically using NSDL e-Voting system?





The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

(A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode:

In terms of SEBI circular dated 9th December, 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 e-mail ID in their demat account in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under value added 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 i.e. NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. If you are 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 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 be open. You will have to enter your User ID (i.e. your sixteen digit demat account number held 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 i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;">  <p>App Store</p>  <p>Google Play</p> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div>

Individual Shareholders holding securities in demat mode with CDSL	<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 Easi/ Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing Myeasi username & password. 2. After successful login the Easi/ Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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 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) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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. NSDL and CDSL.

Login type	Helpdesk details
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
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

(B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.

3. A new screen will be open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
(a) For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
(b) For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
(c) For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***.

5. Password details for shareholders other than Individual shareholders are given below:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL in your mailbox. Open the e-mail and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The pdf file contains your 'User ID' and your 'initial password'.
 - If your e-mail ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join Annual General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of the Company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to fcs.ppa@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/ Power of Attorney/ Authority Letter etc. by clicking on "Upload Board Resolution/ Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre - Senior Manager, NSDL at evoting@nsdl.com

Process for those shareholders whose e-mail address is not registered with the depositories and for procuring user id and password and registration of e-mail address for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode, please provide 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 e-mail to cs@competent-maruti.com
2. In case shares are held in demat mode, please provide DPID-Client ID (16 digit DPID + Client ID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@competent-maruti.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1(A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder/ members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated 9th December, 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 required to update their mobile number and e-mail ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/ Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/ folio number, e-mail id, mobile number at cs@competent-maruti.com. The same will be replied by the company suitably.
6. Shareholders who want to speak at AGM should register themselves by sending their request mentioning their name demat account number/ folio number, e-mail id, mobile number at cs@competent-maruti.com.

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013

Item No. 4

Mrs. Kavita Ahuja (DIN: 00036803), aged 53 years, is Whole-Time Director the Company and having over 35 years of industry experience in the field of automobile dealership. She has excellent grasp and thorough knowledge and experience of general management, finance and day to day operations of the Company. The Board of Directors is of the considered opinion that, for smooth and efficient running of business, services of Mrs. Kavita Ahuja is essential for the Company. In terms of the provisions of the Companies Act and the Articles of Association of the Company, the Nomination and Remuneration Committee and the Board of Directors have, at their respective meeting held on 14th August, 2025, have recommended the re-appointment of Mrs. Kavita Ahuja as Whole-Time Director of the Company for a further period of 5 (five) years with effect from 1st November, 2025 at a remuneration of Rs.3,00,000/- (Rupees Three Lakh Only) per month plus various other perquisites as enumerated in resolution no. 4. In the event, the Company has no profits or its profits are inadequate, the remuneration shall be paid as per the provisions of the Companies Act, 2013 read with Schedule V of the Act.

Save and except Mrs. Kavita Ahuja, being appointee, Mr. Raj Chopra, Chairman & Managing Director and Mr. K. K. Mehta, Whole-Time Directors of the Company and their relatives, to the extent of their shareholding, if any, in the Company, none of the other Directors/ Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors of the Company recommend the resolution set forth in Item No. 4 for approval of the Members.

Item No. 5

In accordance with the provisions of Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with the applicable circular issued by the SEBI and pursuant to Section 204 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every listed Company is required to appoint Secretarial Auditors for a period of 5 (five) consecutive years effective from 1st April, 2025.

Based on the recommendations of the Audit Committee, the Board of Directors at its meeting held on 14th August, 2025 approved, subject to the approval of shareholders, the appointment of M/s. P. P. Agarwal & Co., Company Secretaries (FRN: S2012DE174200) as the Secretarial Auditors of the Company for a term of five consecutive financial years i.e. from the Financial Year 2025–26 till the financial year 2029–30.

M/s. P. P. Agarwal & Co. is a well-established firm with nearly 19 years of experience in the field of Company Secretarial practice. The firm is Peer Reviewed and Quality Reviewed in accordance with the guidelines issued by the Institute of Company Secretaries of India (ICSI). It may be noted that CS Pramod Prasad Agarwal, Proprietor of M/s. P. P. Agarwal & Co., has been awarded the "ICSI Best Secretarial Audit Report Award, 2021, recognizing the importance of the Secretarial Audit Report as an effective tool of corporate compliance management.

The firm has been associated with the Company as its Secretarial Auditor since the financial year 2014-15 and has consistently demonstrated its expertise and competence in handling Secretarial Audit assignments in compliance with regulatory requirements. The firm's areas of specialization include, but are not limited to Secretarial Audit, Corporate Laws, Securities Law, Taxation, Capital Markets, RBI Regulations, Corporate Governance, CSR, Finance, and related regulatory domains. Over the years, the firm has developed a strong and diversified client base comprising listed and unlisted companies, public sector enterprises, multinational corporations, MSMEs, and other business entities.

M/s. P. P. Agarwal & Co. has provided its consent for appointment as Secretarial Auditors of the Company and confirmed that the appointment, if approved, would be in accordance with the provisions of the SEBI Listing Regulations and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31st December 2024, and within the limits prescribed under the Companies Act, 2013 and applicable rules. The firm has also confirmed that it is not disqualified from being

appointed as Secretarial Auditors under the Act and SEBI Listing Regulations.

The terms and conditions of appointment and remuneration:

(a) Term of appointment:

5 (five) years from the financial year 2025-26 to the financial year 2029-30.

(b) Remuneration:

The remuneration will be determined by the Board of Directors of the Company on recommendation of the Audit Committee.

(c) Basis of recommendation:

The Audit Committee and the Board of Directors have approved and recommended the appointment of M/s P. P. Agarwal & Co., Company Secretaries as Secretarial Auditors of the Company for approval of Members taking into account the eligibility, qualification, expertise, capability, independent assessment, audit experience and also based on the evaluation of the quality of audit work done by them in the past.

None of the Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors of the Company recommend the resolution set forth in Item No. 5 for approval of the Members.

Regd. Office:

Competent House
F-14, Connaught Place
New Delhi -110001

By order of the Board of Directors
For Competent Automobiles Co. Ltd.

Place: New Delhi
Date : 14.08.2025

Dinesh Kumar
Company Secretary
M. No. F5175