

**Indo Farm Equipment Limited
CIN: L29219CH1994PLC015132**

**Registered Office: SCO 859 N.A.C Manimajra Kalka Road, Chandigarh 160101, India
Phone: +91-9639630736 Website: <https://www.indofarm.in/> mail: Compliance@indofarm.in**

POSTAL BALLOT NOTICE

**(Pursuant to Section 108 and 110 of the Companies Act, 2013)
(Read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014)**

Dear Member(s),

Notice is hereby given pursuant to the provisions of **Sections 108, 110** and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (including any amendment(s), statutory modification(s) or reenactment(s) thereof), Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India and any other applicable laws, rules and regulations, Indo Farm Equipment Limited ("the Company") hereby seeks your approval in respect of the special businesses as stated in this Postal Ballot Notice via Postal Ballot, only by way of remote e-voting ('**Postal Ballot**' or '**e-voting**').

In compliance of the circular issued by the Ministry of Corporate Affairs ('MCA') No. 09/2024 dated 19th September, 2024 and General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as ("**MCA Circulars**"), relevant Circulars issued by SEBI in this regard (hereinafter collectively referred to as ("**SEBI Circulars**")) and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("**SS-2**"), this Postal Ballot Notice is being sent by email only, to the members whose e-mail addresses are registered with the Depository Participants ('DP')/ Depository/ Registrar & Share Transfer Agent of the Company. Further, the assent/ dissent of the members on the resolutions proposed in this Postal Ballot Notice will be considered only through the remote e-voting system.

Members desiring to exercise their vote through the remote e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the 'Notes' section of this Notice.

The e-voting facility will be available during the following period:

Cut-off date for eligibility to vote	Friday, 14 th November 2025
Commencement of e-voting period	Thursday, 20 th November 2025, at 9:00 a.m. (IST)
Conclusion of e-voting period	Friday, 19 th December 2025, at 5:00 p.m. (IST)

The remote e-voting facility will be disabled immediately after **5.00 p.m. (IST) on December 19, 2025** and the casting of the voted will be disallowed thereafter. Based on the Scrutinizer's Report, the result of remote e-voting will be announced within 2 working days of conclusion of the postal ballot.

The said results along with the Scrutinizer's Report would be intimated to BSE Limited and National Stock Exchange of India Limited, where the Equity Shares of the Company are listed. The results will also be uploaded on the Company's website <https://www.indofarm.in/> and on the website of National Securities Depository Limited ("NSDL") www.evoting.nsdl.com.

The result declared along with the Scrutinizer's report shall be communicated in the manner provided in this Postal Ballot Notice. The last date of e-voting, i.e. **December 19, 2025**, shall be the date on which the resolutions would be deemed to have been passed, if approved by the requisite majority.

The Board of Directors of the Company recommends approval of the shareholders for the Resolutions appended below. The detailed explanatory statement setting out the material facts concerning the resolutions and instructions for e-voting, are annexed to this Postal Ballot Notice.

SPECIAL BUSINESS:

1. Appointment of Mr. Amit Kumar (DIN: 11371053) as Director of the Company:

To consider and, if thought fit, to pass 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 and the rules made thereunder, including the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and Article(s) of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Mr. Amit Kumar (DIN: 11371053), who was appointed as an Additional Director by the Board of Directors of the Company with effect from November 12, 2025 and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

2. Appointment of Mr. Amit Kumar (DIN: 11371053) as Whole-Time Director of the Company:

To consider and if thought fit, pass with or without modification(s), the following resolution as a Special Resolution(s):

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and other applicable and related provisions, if any, read with Schedule V of the Companies Act, 2013, as may be applicable (including any statutory modifications and re-enactments thereof for the time being in force), read with Regulation 17 (1C) and other applicable regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors, approval of the members of the Company, be and is hereby accorded for the appointment of Mr. Amit Kumar (**DIN: 11371053**) as a Whole-Time Director of the Company for a period of three (03) years with effect from November 12, 2025, on such terms and conditions, including remuneration by way of salary, perquisites, and allowances, as set out in the Explanatory Statement, with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment and/or remuneration as may be agreed between the Board and Mr. Amit Kumar, subject to the aggregate remuneration not exceeding the limits specified under the Companies Act, 2013, Schedule V, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and SEBI (LODR) Regulations, 2015, or any statutory modification(s) or re-enactment(s) thereof and within such limits as provided in the Explanatory Statement.

"RESOLVED FURTHER THAT where in any financial year during the tenure of Mr. Amit Kumar, the company has no profits or its profits are inadequate, the company may pay to Mr. Amit Kumar, the remuneration as stated in the Explanatory Statement as the minimum remuneration, subject to receipt of the requisite approval, if any.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary proper or desirable and to settle any questions or doubts that may arise in this regard.”

By Order of the Board of Directors

Navpreet Kaur
Company Secretary & Compliance Officer
(M. No. FCS-8353)

Place: Chandigarh
Date: November 12, 2025

Indo Farm Equipment Limited
CIN: L29219CH1994PLC015132
Registered Office: SCO No.859 NAC Kalka Road Manimajra, Chandigarh, India-160101.

NOTES:

1. An Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013, in respect of the special businesses to be transacted at the meeting under Item No. 1 and 2 is annexed hereto.
2. As per the provisions of Sections 108 and 110 of the Act read with Rule 20 and 22 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, and in terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, members are provided the facility to cast their vote on resolutions set forth in this Postal Ballot Notice ('Notice'), through remote e-voting facility ('remote e-voting').
3. In accordance with MCA Circulars, this Postal Ballot Notice is being sent only by electronic mode to those Members whose email address is registered with the Company. The physical copy of the Postal Ballot Notice along with postal ballot form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot.
4. The Notice is being sent to all Members whose names appear in the Register of Members as on close of business hours on November 14, 2025, i.e. 'the cut-off date'. The voting rights of Members shall be in proportion to their shares held in the total paid-up equity share capital of the Company as on the cut-off date i.e. November 14, 2025. The person who is not a member as on the cut-off date should treat this Notice for information purpose only. In compliance with Regulation 44 of the SEBI Listing Regulations' and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolutions is restricted only to e-voting i.e., by casting votes electronically instead of submitting the postal ballot form. Accordingly, the physical copy of the Notice along with the postal ballot form and the pre-paid business reply envelope are not being sent to the members. The communication of the assent or dissent of the members would only take place through the e-voting system.
5. Only a member who is entitled to vote is entitled to exercise his/her/its vote through Evoting. Any recipient of this Notice who has no voting rights as on the date mentioned in point 5 above should treat the same for intimation purpose only.
6. The Board of Directors of the Company have appointed **Mr. Ajay Arora (COP No. 993)**, proprietor of A Arora & Co, Practicing Company Secretary as the scrutinizer for conducting the Postal Ballot in true and fair manner.
7. The Scrutinizer will submit his report to the Chairman of the Company or any other person authorized by the Chairman, and the result of remote e-voting will be announced within 2 working days of conclusion of postal ballot. The result declared along with the Scrutinizer's report shall be communicated in the manner provided in this Postal Ballot Notice.

8. The result of Postal Ballot shall be declared and notified by any officer of the Company authorized by the Chairman in this behalf on or before the closure of business hours at the Registered Office of the Company and displayed along with Scrutinizer's report on the website of Company at <https://www.indofarm.in/> and www.evoting.nsdl.com.
9. Pursuant to the provisions of Sections 108 and other applicable provisions, if any, of the Act and the rules framed thereunder, E-voting facility is provided to all the eligible Members of the Company. The facility of casting vote by the Members using electronic voting system will be provided by E-voting Service Provider (ESP) i.e., National Securities Depository Limited. The Members are requested to read carefully the instructions given below before casting their vote electronically. A Member can log in any number of times till the votes are cast on all the resolutions or till the end of the voting period, whichever is earlier.
10. Kindly note that a member can opt only one mode of voting i.e. E-voting. The Scrutinizer's decision on the validity of the votes cast through E-voting shall be final.
11. Postal Ballot Notice will be available on the website of the Company <https://www.indofarm.in/> and on the website of e-voting service provider (ESP) i.e., National Securities Depository Limited www.evoting.nsdl.com till December 19, 2025 the last date specified by the Company for voting through e-Voting.
12. The Resolutions, if passed by requisite majority, shall be deemed to have been passed on the last date specified by the Company for remote e-voting i.e. December 19, 2025.
13. Voting through electronic means:

The voting period will commence on November 20, 2025 at 9.00 a.m. (IST) and will end on December 19, 2025 at 5:00 p.m. (IST). During this period the Members of the Company, holding shares, as on the cut-off date i.e. November 14, 2025, may cast their vote electronically. The E-voting module shall be disabled by ESP for voting thereafter.

Procedure for e-Voting as prescribed by E-voting Service Provider (ESP) i.e., National Securities Depository Limited:

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 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.

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.	1. 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 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. 2. 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 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. 3. 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 4. 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 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.

	5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	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 user your existing my easi username & password. 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 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 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:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) 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.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email 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'.
 - (ii) If your email 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:
 - a) 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.
 - b) [Physical User Reset Password?](#) (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) 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.
 - d) 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 on NSDL e-Voting system.

How to cast your vote electronically 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.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
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 ajaykcs@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 (Name of NSDL Official) at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids 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 In case shares are held in physical mode please complete PAN-KYC using form ISR-1 with RTA i.e. MAS Services Limited (Form can be download from website of RTA i.e. www.masserv.com under download section).
2. In case shares are held in demat mode, please update your email id and mobile number with your DP and generate password as per instructions given above.
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 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, Secretarial Standard – 2 on General Meetings and Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Item No. 1 and 2:

Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors at its meeting held on 12th November, 2025, appointed Mr. Amit Kumar (DIN: 11371053) as an Additional Director of the Company with effect from 12th November, 2025 pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ('the Act') and Article 116 of the Articles of Association of the Company.

Mr. Amit Kumar is a dynamic professional with over 14 years of diverse experience in manufacturing, operations, strategic procurement, and organizational leadership. He holds an MBA (2012) and a bachelor's degree in engineering (2010) from Maharshi Dayanand University, Rohtak. Mr. Kumar has demonstrated strong leadership in managing plant operations, vendor development, and supply chain efficiency while ensuring adherence to ISO/IATF quality systems and statutory compliance.

Mr. Amit Kumar was appointed as a Whole-time Director of the Company, designated as Whole-time Director (Operations – Tractor & Construction Equipment Division), with effect from 12th November, 2025, for a period of three years till 11th November, 2028, by the Board of Directors, subject to the approval of the shareholders. Based on the recommendation of the Nomination and Remuneration Committee and considering his knowledge, background, experience, and past performance, the Board took the view that his appointment would be in the best interests of the Company. Mr. Kumar has been engaged in the day-to-day affairs of the Company and has been managing business operations at the plant level, overseeing the Tractor and Construction Equipment Division. The Board noted that he fulfills the requisite criteria laid down under the Company's Nomination Policy for appointment as a Director and as required in the context of the Company's business and the sector in which it operates.

The Company has received a notice in writing under the provisions of Section 160 of the Act, from a Member proposing the candidature of Mr. Amit Kumar for the office of Director of the Company. Mr. Amit Kumar has conveyed his consent to act as a Director of the Company and he also confirmed that he is not disqualified from being appointed as such in terms of Section 164 of the Companies Act, 2013 and he is not debarred from holding the office of Director by virtue of any order passed by SEBI or any such authority..

Accordingly, it is proposed to appoint Mr. Amit Kumar as a Director of the Company liable to retire by rotation.

The Board of Directors has, accordingly, considered the following terms and conditions of Mr. Kumar's appointment as per the recommendations of the NRC which is in accordance with Schedule V of the Companies Act, 2013:

Gross Salary: Rs. 2,00,000/- per month (Rupees Two Lakh only)

Perquisites:

1. **Accommodation:** Entitled to free furnished accommodation or House Rent Allowance as per the rules of the Company within the overall limit specified above.
2. **Provident Fund and Gratuity:** Contribution as per applicable laws and rules of the Company.
3. **Leave Encashment:** Twenty days of leave per year, accumulated up to 240 days as per the rules of the Company. Leave not availed during his tenure may be encashed as per the rules of the Company.
4. **Free Telephone/Mobile Facility:** The Company shall provide mobile facility. All expenses related to it will be borne by the Company.
5. **Free Use of Car with Driver:** The Company shall provide a car with a driver, and all repair, maintenance, and running expenses, including the driver's salary, shall be borne by the Company.

As per the provisions of Sections 152, 196 and 197 of the Act and the Rules thereunder, a Director / Whole-time Director can be appointed with the approval of the Members. Accordingly, approval of the Members is sought for the appointment and remuneration of Mr. Amit Kumar as a Director and Whole-time Director of the Company.

Mr. Amit Kumar satisfies all the conditions set out in Part-1 of Schedule V to the Act as also the conditions set out under Section 196(3) of the Act for being eligible for this appointment.

The Notice read with Explanatory Statement should be considered as written Memorandum setting out the terms of appointment of Mr. Amit Kumar as required under Section 190 of the Companies Act, 2013

Disclosure as required under Schedule V to the Act is given hereunder:

General Information

- **Nature of Industry:** The Company is engaged in the business of manufacture and sale of tractors and construction equipment.
- **Date of Commencement of Commercial Production:** The company commenced its commercial production in the year 2000.
- **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not applicable.
- **The Financial and operating performance of the company during the three preceding financial years (as per Audited Financials).**

(Amount in Lakhs)

PARTICULARS	Year ended 31st March, 2025	Year ended 31st March, 2024	Year ended 31st March, 2023
Total Income	36966.9	35347.17	34792.01
Profit Before Tax	2494.19	2140.11	1805.92
Profit After Tax	2261.48	1354.46	1216.64
Share capital	4805.16	3755.16	1877.58
Net worth	51543.56	30208.29	27744.46

- **Foreign Investments or Collaborations, if any:**

There is no direct foreign investment in the Company except to the extent shares held by Foreign Institutional Investors acquired during the initial public offering or from the open market . There is no foreign collaboration in the Company.

- **Information about the appointee:**

a. Background details:

Mr. Amit Kumar is a dynamic professional with over 14 years of diverse experience in manufacturing, operations, strategic procurement, and organizational leadership. He holds an MBA (2012) and a bachelor’s degree in engineering (2010) from Maharshi Dayanand University, Rohtak. Mr. Kumar has demonstrated strong leadership in managing plant operations, vendor development, and supply chain efficiency while ensuring adherence to ISO/IATF quality systems and statutory compliance. .

b. Past remuneration:

He has not drawn any remuneration as a Whole-time Director of the Company.

c. Recognition or awards:

Not Applicable

d. Job profile and suitability:

Mr. Kumar has been engaged in day-to-day management and operations at the plant level, overseeing the Tractor & Construction Equipment Division. The Board believes, considering his expertise and proven track record, that he is well-suited for the role.

e. Remuneration proposed:

As per Terms of appointment given below

f. Comparative remuneration profile with respect to Industry, size of the Company, profile of the position and person:

Taking into consideration the size of the Company and the individual profile of Mr. Amit Kumar and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level positions in other companies in the industry.

g. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel or other Director, if any:

Apart from the salary proposed to be paid as a Whole Time Director, he has no pecuniary relationship directly or indirectly with the Company or its key managerial personnel or other directors. .

- **Other Information:**

- **Reasons for Loss or Inadequate Profit, if applicable:** The Company has not suffered any losses as per the latest Audited Annual Financial Statements i.e. FY 2024-25. The company has been recording net profits over the past several years and has achieved landmarks in terms of its operational and Financial performance. However, the profits may remain inadequate particularly for the purpose of paying Managerial Remuneration according to section 197 of the Companies Act, 2013.
- **Steps taken or proposed to be taken for improvement:** The Indian automotive industry is expected to get growth momentum in 2025 despite the challenges such as high input costs, availability of required manpower etc. With increased markets and business opportunities, it is expected that the company will be able to make its business grow and achieve better profits in coming years.

The Company is constantly looking forward to improving its productivity, sales and its profits by optimum utilization of resources and cost cutting with all possible means.

- **Expected increase in productivity and profits in measurable terms:** The Company is taking all necessary measures to deal with challenges posed before the Industry. The key priorities of the Company are to closely monitor costs and optimize the use of financial resources. The company expects the growth in market in the current year and years to come. And with the strategic planning and management regarding capital expenditure and cost optimization, expansion in production capacity, the company is looking forward to increase its productivity and profitability.

The additional information required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standards is annexed as Annexure.

Your Board of Directors recommends the Resolution at Item No. 1 and the Resolution at Item No. 2 for approval by the Members by way of an Ordinary Resolution and Special Resolution respectively.

Except Mr. Amit Kumar, none of the Directors or Key Managerial Personnels or their relatives are, in any way, concerned or interested, financially or otherwise in the Resolutions set out at Item No. 1 and Item No. 2 of this Postal Ballot Notice.

Details of Director seeking appointment as required under regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 on General Meetings:

Name of Director	Mr. Amit Kumar
DIN	11371053
Date of Birth	04-11-1989
Age (In years)	36 Years
Nationality	Indian
Qualification	MBA & Bachelor’s degree in engineering
Date of First Appointment	November 12, 2025
Experience/ Expertise in specific functional areas	Mr. Amit Kumar is a dynamic professional with over 14 years of diverse experience in manufacturing, operations, strategic procurement, and organizational leadership. He holds an MBA (2012) and a bachelor’s degree in engineering (2010) from Maharshi Dayanand University, Rohtak. Mr. Kumar has demonstrated strong leadership in managing plant operations, vendor development, and supply chain efficiency while ensuring adherence to ISO/IATF quality systems and statutory compliance.
Terms of Appointment	Appointment Effective from November 12, 2025, for a term of 3 (Three) years, subject to approval of the shareholders of the Company by way of a Special Resolution within 3 months. The other terms and conditions of the appointment including the remuneration are provided above.
Remuneration to be paid and last drawn remuneration	Not applicable
Shareholding in the company	NIL
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Not related to any Director/Key Managerial Personnel
Number of Board Meetings attended during the year	NA
Listed entities from which he has resigned as Director in past 3 years	Nil
Other Committee membership or Chairmanship held	Nil

By Order of the Board of Directors

Place: Chandigarh
 Date: November 12, 2025

Navpreet Kaur
 Company Secretary
 (M. No. FCS-8353)

Indo Farm Equipment Limited
 CIN: L29219CH1994PLC015132

Registered Office: SCO No.859 NAC Kalka Road Manimajra, Chandigarh, India-160101.