Case New Holland Construction Equipment (India) Private Limited

Registered Office
Level 4, Rectangle-1
D4, District Center
Commercial Complex,
Saket, New Delhi – 110017
Tel: 011-66544146

CIN: U29240DL1998PTC344616

Corporate Office
2nd Floor, Plot No.14A, Sector-18,
Maruti Industrial Complex,
Gurugram-122015,
Haryana, (India)
Tel: +91 124 6659102

Plant Office:
Plot No.157, Industrial Area-III,
Pithampur-454774
Madhya Pradesh, India
Tel: +91 7292 662600

Email : caseindia@cnhind.com

Website (India) :
https://www.casece.com/en/india

Website (Global) : www.cnh.com

CASE NEW HOLLAND CONSTRUCTION EQUIPMENT (INDIA) PRIVATE LIMITED

SHORTER NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that a 01st Extra-Ordinary General Meeting of Members for the Year 2026 of **Case New Holland Construction Equipment (India) Private Limited** is to be held at **Shorter Notice** on Tuesday, August 4th, 2026, at 3:00 PM at 3rd Floor, Plot No.14A, Sector-18, Gurugram-122015 or through Video Conferencing ("VC") or through Other Audio Visual Means ("OAVM")

TO TRANSACT THE FOLLOWING BUSINESS: -

SPECIAL RESOLUTION:

ITEM NO.1: TO CONSIDER AND APPROVE THE AMENDMENT IN THE OBJECTS CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

To consider and if thought fit, to pass with or without modifications the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 4,13 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the rules made thereunder (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), and subject to such approvals, permissions and sanctions as may be required, the consent of the members of be and is hereby accorded to alter the **Objects Clause III (B) of the Memorandum of Association (MOA)** of the Company by inserting the following new object after the existing Clause thereof:

"To generate electricity through various sources such as thermal, hydro, solar, wind, or any other suitable method, specifically for the Company's captive use."

"**RESOLVED FURTHER THAT** the Memorandum of Association of the Company be and is hereby amended accordingly, and the above object shall form an integral part of the Objects Clause of the Memorandum of Association with effect from the date of registration of this amendment by the Registrar of Companies."

"**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors and/or Company Secretary of the Company be and are hereby authorized severally to do all such other acts, deeds, matters and things which are necessary, desirable, incidental and/ or consequential to give effect to the above resolution."

For and on behalf of
Case New Holland Construction Equipment (India) Private Limited

RAKSHA GAIROLA
Digitally signed by RAKSHA GAIROLA
Date: 2026.07.31 16:21:06 +05'30'

Raksha Gairola
Company Secretary
M.No: A66689

Date: 31.07.2026
Place: Gurugram

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY, OR ONE OR MORE PROXIES (WHERE ALLOWED) TO ATTEND AND VOTE ON A POLL ON HIS BEHALF AND SUCH PROXY NEED NOT BE A MEMBER OF COMPANY. A PROXY MAY BE SENT IN FORM NO. MGT-11 ENCLOSED AND IN ORDER TO BE EFFECTIVE MUST REACH THE REGISTERED OFFICE OF COMPANY AT LEAST 48 HOURS BEFORE THE COMMENCEMENT OF MEETING.**

2. **A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.**

3. **A PERSON CAN ACT AS PROXY FOR MAXIMUM 50 MEMBERS AND AGGREGATE HOLDING OF SUCH MEMBERS SHALL NOT BE MORE THAN 10% OF TOTAL SHARE CAPITAL OF THE COMPANY HAVING VOTING RIGHTS.**

4. Members/ Proxies should fill the Attendance slip/ sheet for attending the Meeting.

5. Members are requested to update the company their email ID, address and any other information registered with the company, if any changes therein.

6. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.

7. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.

8. Route Map showing directions to reach to the venue of the meeting is given as per the requirement of the Secretarial Standards-2 on "General Meeting."

9. Explanatory Statement setting out the material facts concerning item of Special Business to be transacted at the General Meeting pursuant to Section 102 of the Companies Act, 2013, is annexed hereto and forms part of Notice.

10. Pursuant to Section 101 of the Companies Act 2013, shareholders must submit consent to hold the Extra Ordinary General Meeting at shorter notice.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 READ WITH SECRETARIAL STANDARD 2 WITH RESPECT TO THE SPECIAL BUSINESS:

ITEM NO.1

The Board of Directors, by way of Circular Resolution on **July 25, 2026**, approved the proposal to alter the **Objects Clause III (B)** of the Memorandum of Association of the Company, subject to the approval of the members.

With a view to facilitating the Company's business operations and meeting its energy requirements efficiently and sustainably, it is proposed to amend the Objects Clause of the Memorandum of Association by inserting the following new object:

"To generate electricity through various sources such as thermal, hydro, solar, wind, or any other suitable method, specifically for the Company's captive use."

The proposed amendment is being undertaken to comply with the provisions of **Madhya Pradesh Electricity Regulatory Commission ("MPERC")** (Verification of Captive Generating Plant and Captive Users) Regulations, 2023 with respect to an ongoing application submitted by the Company with Madhya Pradesh Power Transmission Company Limited ("MPPTCL").

Case New Holland Construction Equipment (India) Pvt. Ltd. ("Company") is engaged in the manufacture and sale of construction equipment in India and international markets, with its manufacturing facility **located at Pithampur, Madhya Pradesh.** The Company has submitted an application to **Madhya Pradesh Power Transmission Company Limited ("MPPTCL") seeking recognition of its 1,183-kW solar power plant as a Captive Generating Plant** and for grant of captive user status under the applicable regulations.
The grant of captive status will enable the Company to establish and/or utilize captive power generation facilities, optimize energy costs, ensure a reliable and uninterrupted power supply to its Pithampur manufacturing facility, and support the adoption of sustainable and renewable energy sources, wherever feasible.

In response to the Company's application, MPPTCL has advised that the Company's Memorandum of Association ("MoA") should expressly include electricity generation as one of its **ancillary objects** to satisfy the requirements for grant of captive status under the MPERC (Verification of Captive Generating Plant and Captive Users) Regulations, 2023.

At present, the Company's MoA does not contain such an object clause. Accordingly, it is proposed to amend the ancillary objects clause of the MoA to include the activity of electricity generation. This amendment will enable the Company to host the 1,183-kW solar power plant as a Captive Generating Plant and facilitate the grant of captive user status under the provisions of the MPERC (Verification of Captive Generating Plant and Captive Users) Regulations, 2023.

Pursuant to the provisions of **Section 13** of the Companies Act, 2013, amendment of the Objects Clause of the Memorandum of Association requires the approval of the members by way of a **Special Resolution**. A copy of the existing Memorandum of Association together with the proposed amended Memorandum of Association is available for inspection by the members during business hours at the Registered Office of the Company up to the date of the Extraordinary General Meeting.

The Board of Directors recommends the Special Resolution set out in the Notice for approval of the members.

None of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

By Order of the Board of Directors
For Case New Holland Construction Equipment (India) Private Limited

RAKSHA GAIROLA Digitally signed by RAKSHA GAIROLA Date: 2026.07.31 16:21:36 +05'30'

Raksha Gairola
Company Secretary
M.No: - A66689

Date: 31.07.2026
Place: Gurugram

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]

CIN: **U29240DL1998PTC344616**
Name of the company: **Case New Holland Construction Equipment (India) Private Limited**
Address: **3rd Floor, Plot No.14A, Sector-18, Gurugram-122015**

Name of the member (s) : Registered address : E-mail 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: ....,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the company, to be held on August 4th, 2026, at the Registered Office of the Company or at 3rd Floor, Plot No.14A, Sector-18, Gurugram-122015 or through Other Audio-Visual Means ("OAVM") and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. Considered and approved the amendment in the Object Clause of the Memorandum of Association of the Company

Affix Revenue Stamp

Signed this…… day of............2026
Signature of shareholders
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.

ATTENDANCE SLIP
Extra Ordinary General Meeting,
DATED:

1	Folio No. / DP ID Client ID No.	
2.	Name of First named Member/Proxy/Authorised Representative	
3.	Name of Joint Member(s), if any	
4.	No. of Shares held	

I/we certify that I/we am/are member(s)/proxy for the member(s) of the company.

I/we hereby record my/our presence at the Extra Ordinary General Meeting of the company, to be held on August 4th, 2026, at the Registered Office of the Company or at 3rd Floor, Plot No.14A, Sector-18, Gurugram-122015 or through Other Audio-Visual Means ("OAVM")

Signature of First Holder/Proxy/Authorised Representative

Signature of 1st Joint holder

Signature of 2nd Joint holder

Note(s):

1. Please sign this attendance slip and hand it over at the Attendance Verification Counter at the Meeting Venue.
2. Only shareholders of the company and/or their Proxy will be allowed to attend the Meeting.