



30.08.2025

CIL/SE/R-25/2025-26/344

The Manager,
Department of Corporate Services,
BSE Limited
1st Floor New Trade Wing
Rotunda Building,
Phiroze Jeejeebhoy Towers
Dalal Street Fort,
Mumbai-400001

Ref.: BSE Scrip Code No.522251: ISIN INE627F01011

Sub: Annual Report 2024-25 and Notice of 33rd AGM

Dear Sir/Ma'am,

Pursuant to Regulation 34(1)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a copy of Annual Report for the financial year 2024-25 along with the Notice of the 33rd Annual General Meeting (AGM) of the Company is attached.

The 33rd AGM will be held on Friday, September 26, 2025 at 10:30 a.m. at Aggarwal Sewa Sadan, D-48, Sector-11, Faridabad-121006, (Haryana) .

Notice of the 33rd AGM and Annual Report for the financial year 2024-25 can also be downloaded from website of the company on web link: <https://cenlub.in/investor/annual-report-2024-2025.pdf>

Kindly disseminate the above Report on your website for the information of shareholders.

Thanking You,

Yours truly,

For CENLUB INDUSTRIES LIMITED



Madhu Mittal)
Chairperson-Cum -Managing Director
Din:00006418

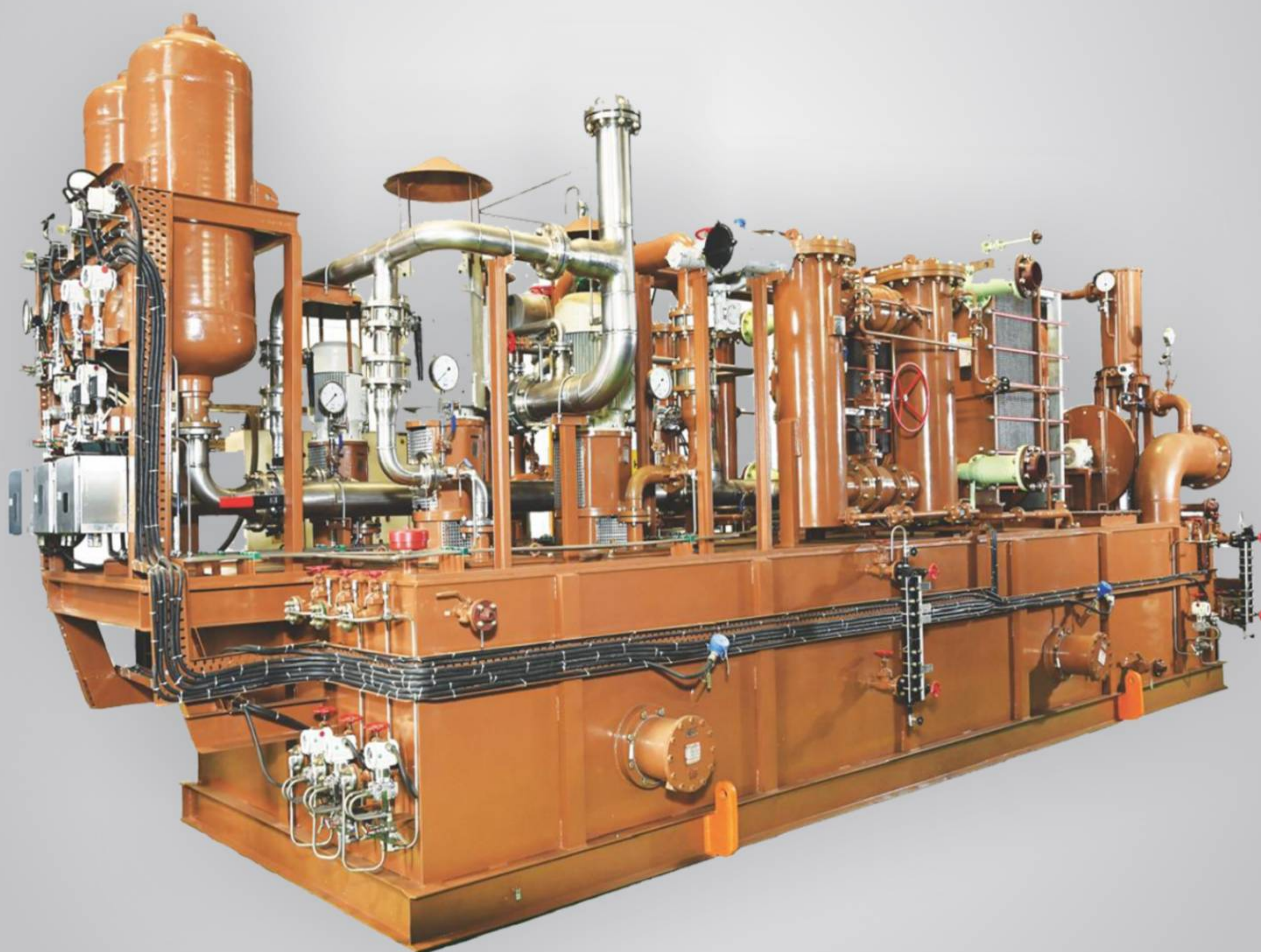




CENLUB INDUSTRIES LTD.

33rd

ANNUAL
REPORT
2024-25



CORPORATE Information

BANKERS

HDFC Bank Limited

AUDITORS

SINGLA TAYAL & CO.
Chartered Accountants

COMPANY SECRETARY

ANKUR GOYAL

REGISTERED OFFICE :

Plot No- 233 & 234 , Sector-58,
Ballabgarh, Faridabad – 121 004(Haryana)
Ph: 91-8826794470 / 71
E mail : cenlub@cenlub.in
Website : www.cenlub.in

DELHI OFFICE :

Office No. 02, G/F
Mandirwali Building
Ch. Dharamveer Market
Badarpur, New Delhi-110044
Contact No. : 9650539364

CONTENTS

33rd Annual Report 2024-2025

	Page No.
Chairman's Letter	: 03
Board of Directors	: 04
Notice	: 05
Director's Report	: 19
Annexure A-D to the Board's Report	: 28
Management Discussions and Analysis	: 37
Corporate Governance Report	: 40
Independent Auditor Report	: 58
Standalone Financial Statements	: 66

AGM-2025

DATE : 26.09.2025
DAY : Friday
TIME : 10.30 A.M.

VENUE

AGGARWAL SEWA SADAN
D-48, SECTOR-11
FARIDABAD 121006
(HARYANA) INDIA

Chairman's Letter

MESSAGE FROM THE CHAIRPERSON & MANAGING DIRECTOR



Dear Stakeholders,

It is with immense pride that I present to you the 33rd Annual Report of Cenlub Industries Limited for the financial year 2024–25. This year has been a journey of steady progress, with revenues showing an upward trend over the previous year. More importantly, it has been a year that reinforced our belief in the strength of our people, our vision, and our collective determination to move forward.

At Cenlub, we view every challenge as an opportunity to reinvent ourselves. Over the past year, we have emerged stronger, more resilient, and more confident in our ability to deliver value. This renewed energy is not just reflected in our numbers but also in the enduring trust our clients and partners place in us. For this, I extend my heartfelt gratitude to all who have been part of this journey.

Our aspiration is not only to grow, but to grow with purpose. To achieve this, we continue to invest in what we call our Core Pillars—our people, our technology, our knowledge, our supply network, and our financial strength. These foundations are the building blocks that will drive us into the next chapter of growth, and we remain committed to strengthening them in the years ahead.

We are equally mindful of our responsibility beyond business. Through our CSR efforts and governance practices, we are striving to contribute meaningfully to the society and create sustainable pathways for future generations. Each step forward is a reminder that success is most fulfilling when it uplifts communities around us.

But above all, the real story of Cenlub is written by its people. It is the passion of our employees, the trust of our customers, and the collaboration of our partners that define who we are. To every team member who went the extra mile, to every customer who believed in us, and to every associate who walked alongside us—I offer my deepest thanks.

As we look ahead, we do so with optimism and determination. The journey before us is filled with promise, and together, I am confident we will reach new milestones, inspire greater trust, and create a future that we can all be proud of.

Let us continue this journey with the same spirit of unity, innovation, and commitment that has brought us this far. The best is yet to come.

With warm regards,

Madhu Mittal

Chairperson Cum Managing Director

BOARD OF DIRECTORS



Madhu Mittal
Chairperson and Managing Director



Aman Mittal
Executive Director



Ansh Mittal
Executive Director



Dinesh Kaushal
Director



Kamlesh Kumar Johari
Director



Aalok Sharma
Director

NOTICE is hereby given that the 33rd(Thirty Third)Annual General Meeting("AGM") of the members of Cenlub Industries Limited ("the Company") will be held onFriday, the 26th September, 2025 at 10.30 A.M.(IST) at Aggarwal Sewa Sadan,D-48, Sector-11, Faridabad-121006,(Haryana) to transact the following businesses:

ORDINARY BUSINESS:

1. ADOPTION OF THE AUDITED STANDALONE FINANCIAL STATEMENT AS ON MARCH 31, 2025

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

"RESOLVED THAT the Audited Standalone Financial Statements for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered, approved and adopted."

2. Re-APPOINTMENT OF MR. AMAN MITTAL (DIN: 00006435) AS EXECUTIVE DIRECTOR, LIABLE TO RETIRE BY ROTATION

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the Members of the Company, be and is hereby accorded to the re-appointment of Mr. Aman Mittal (DIN : 00006435), who retires by rotation and being eligible offers himself for re-appointment as Director, liable to retire by rotation."

SPECIAL BUSINESS:

3. APPOINTMENT OF SECRETARIAL AUDITOR

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

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, consent of the members of the Company be and is hereby accorded for appointment of Mrs. Apoorva Singh, Practising Company Secretary (Certificate of Practice No. 13277) (Peer Review No. 1322/2021) as the Secretarial Auditor of the Company for a period of five (5) consecutive years, commencing from financial

Year 2025-26 till financial year 2029-30, to conduct a Secretarial Audit of the Company and to issue the Secretarial Audit Report as required under Section 204 of the Act and Regulation 24A(1)(a) of the Listing Regulations and to issue Annual Secretarial Compliance Reports as required under Regulation 24A(1)(a) of the Listing Regulations at such remuneration as may be determined by the Board of Directors of the Company (referred to as the Board which expression shall include any Committee thereof or person(s) authorized by the Board).

RESOLVED FURTHER THAT approval of the members is hereby accorded to the Board to avail or obtain from the Secretarial Auditor, such other services or certificates, reports, or opinions which the Secretarial Auditors may be eligible to provide or issue under the applicable laws at such remuneration as may be determined by the Board from time to time.

RESOLVED FURTHER THAT the Board of directors of the company be and is hereby authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

4. APPOINTMENT OF MR. AALOK SHARMA (DIN: 11221434) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

To consider & if thought fit, to pass, with or without modification(s), following resolution as Special resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 150 and 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules made thereunder and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) (including any statutory modification(s) or re-enactment thereof for the time being in force), the provisions of the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company, the consent of the Members be and is hereby accorded for appointment of Mr. Aalok Sharma (DIN: 11221434), who was appointed as an Additional Director (in the capacity of an Independent Director) of the Company by the Board of Directors, with effect from August 12, 2025, and who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment under the provisions of the Act, the Rules made thereunder and the Listing Regulations, and who holds office upto the date of this Annual General Meeting in terms of Section 161(1) of the Act, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, to hold office for period of 5 consecutive years commencing from August 12, 2025 to August 11, 2030.

5. TO CONSIDER AND APPROVE RE-APPOINTMENT OF MR. ANSH MITTAL, AS WHOLE TIME DIRECTOR OF THE COMPANY ALONG WITH OTHER TERMS AND CONDITIONS INCLUDING REMUNERATION

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, read with Schedule V to the Companies Act, 2013 ("Act"), the Rules framed thereunder or any other statutory modification(s) or re-enactment thereof and pursuant to the relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to the recommendation of the Nomination and Remuneration Committee and the approvals of the Audit Committee and Board of Directors in the meetings both held on April 30, 2025, and the consent of the Members be and is hereby accorded for the re-appointment of Mr. Ansh Mittal (DIN : 00041986) as Whole Time Director of the Company for a period of 3 (Three) years with effect from May 1, 2025 to April 30, 2028 on the terms, conditions including remuneration and perquisites as placed before the Board, with the authority to the Board of Directors (hereinafter referred to as "the Board," which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary the terms and conditions and/or remuneration, subject to the same not exceeding the limits specified under Schedule V to the Act, or any statutory modification(s) or re-enactment thereof.

The remuneration and terms and conditions are as set out below:-

Terms & Conditions of Appointment:

The Company shall pay the following remunerations to Mr. Ansh Mittal as Whole Time Director (Executive Director):

A	Basic Salary: Rs. 10,00,000/-, Rs.11,00,000/- , Rs.1265000/- per month for the first, second and, third year respectively. The annual increments will be effective 1st April each year.
B	Benefits, Perquisites, Allowances: In addition to the basic salary referred to in para A. above, the Whole Time Director shall be entitled to: <ul style="list-style-type: none"> i. House rent allowance @ 50% of Basic Salary. ii. Special allowance @ 10% of Basic Salary. iii. Leave Travel Assistance (LTA) for self and family once in a year, as per the rules of the Company. iv. Medical Reimbursement: Reimbursement of medical expenses incurred, including premium on health insurance policies, whether in India or abroad, for self and family including hospitalization, surgical charges, nursing charges, and domiciliary charges. [For this purpose, family includes spouse and dependent children]. v. Personal Accident Insurance / Group Life Insurance / Foreign Travel Policy, as per the Scheme of the Company. vi. Provision of a car with chauffeur used for personal and Company's business.

	<ul style="list-style-type: none"> vii. Gas, electricity and water charges (at actuals). viii. Annual fees of club (subject to maximum of two clubs). ix. Contribution to the provident fund and pension/ superannuation fund and gratuity as per the rules of the Company. x. Other benefits : <ul style="list-style-type: none"> a. Leave on full pay and allowances as per rules of the Company. Leave unavailed, can be encashed at the end of the tenure. b. Such other allowances, benefits, amenities and facilities as may be provided by the Company to other senior executives from time to time. <p>Perquisites at point no. (vi) above shall be valued as per the Income-Tax Rules, 1962, or any re-enactment thereof, wherever applicable. In the absence of any such rules, the perquisites shall be valued at actual costs.</p>
C	<p>Commission: Such remuneration by way of commission, in addition to the salary and perquisites and allowances payable under A. & B. above, calculated with reference to the net profits of the Company in a particular financial year, subject to the overall ceilings stipulated in Sections 197 and 199 and Schedule V of the Act.</p> <p>The commission payable to the Whole Time Director will be paid annually. The remuneration payable to Whole Time Director is subject to overall ceiling as per the applicable provisions of Sec 197, 198 read with Schedule V of the Companies Act, 2013 as amended from time to time, with liberty to the Board of Directors to alter or vary the terms and conditions of the remuneration, and as is acceptable to Mr. Ansh Mittal, and subject to such approvals as required.</p>

D. Other terms:

- (i) Notice Period: 3 months on either side or gross salary in lieu thereof.
- (ii) So long as Mr. Ansh Mittal functions as the Whole Time Director of the Company, he shall not be subject to retirement by rotation, and shall not be paid any fees for attending the meetings of the Board of Directors of the Company or any Committee(s) thereof.

E. Minimum Remuneration:

Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of the Whole Time Director, Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites and allowances as above.

6. TO CONSIDER AND APPROVE RE-APPOINTMENT OF MR. AMAN MITTAL, AS WHOLE TIME DIRECTOR OF THE COMPANY ALONG WITH OTHER TERMS AND CONDITIONS INCLUDING REMUNERATION

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, read with Schedule V to the Companies Act, 2013 ("Act"), the Rules framed thereunder or any other statutory modification(s) or re-enactment thereof and pursuant to the relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to the recommendation of the Nomination and Remuneration Committee and the approvals of the Audit Committee in the meetings held on May 29, 2025, and the consent of the Members be and is hereby accorded for the re-appointment of Mr. Aman Mittal (DIN : 00006435) as Whole Time Director of the Company for a period of 3 (Three) years with effect from August 1, 2025 to July 31, 2028 on the terms, conditions including remuneration and perquisites as placed before the Board, with the authority to the Board of Directors (hereinafter referred to as "the Board," which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary the terms and conditions and/or remuneration, subject to the same not exceeding the limits specified under Schedule V to the Act, or any statutory modification(s) or re-enactment thereof.

The remuneration and terms and conditions are as set out below:-

Terms & Conditions of Appointment:

The Company shall pay the following remunerations to Mr. Aman Mittal as Whole Time Director (Executive Director):

A	Basic Salary: Rs. 10,00,000/-, Rs.11,00,000/-, Rs.1265000/- per month for the first, second and, third year respectively. The annual increments will be effective 1st April each year.
B	<p>Benefits, Perquisites, Allowances: In addition to the basic salary referred to in para A. above, the Whole Time Director shall be entitled to:</p> <ol style="list-style-type: none"> House rent allowance @ 50% of Basic Salary. Special allowance @ 10% of Basic Salary. Leave Travel Assistance (LTA) for self and family once in a year, as per the rules of the Company. Medical Reimbursement: Reimbursement of medical expenses incurred, including premium on health insurance policies, whether in India or abroad, for self and family including hospitalization, surgical charges, nursing charges, and domiciliary charges. [For this purpose, family includes spouse and dependent children]. Personal Accident Insurance / Group Life Insurance / Foreign Travel Policy, as per the Scheme of the Company. Provision of a car with chauffeur used for personal and Company's business. Gas, electricity and water charges (at actuals). Annual fees of club (subject to maximum of two clubs). Contribution to the provident fund and pension/ superannuation fund and gratuity as per the rules of the Company. Other benefits :

	<ol style="list-style-type: none"> Leave on full pay and allowances as per rules of the Company. Leave unavailed, can be encashed at the end of the tenure. Such other allowances, benefits, amenities and facilities as may be provided by the Company to other senior executives from time to time. <p>Perquisites at point no. (vi) above shall be valued as per the Income-Tax Rules, 1962, or any re-enactment thereof, wherever applicable. In the absence of any such rules, the perquisites shall be valued at actual costs.</p>
C	<p>Commission: Such remuneration by way of commission, in addition to the salary and perquisites and allowances payable under A. & B. above, calculated with reference to the net profits of the Company in a particular financial year, subject to the overall ceilings stipulated in Sections 197 and 199 and Schedule V of the Act. The commission payable to the Whole Time Director will be paid annually.</p> <p>The remuneration payable to Whole Time Director is subject to overall ceiling as per the applicable provisions of Sec 197, 198 read with Schedule V of the Companies Act, 2013 as amended from time to time, with liberty to the Board of Directors to alter or vary the terms and conditions of the remuneration, and as is acceptable to Mr. Aman Mittal, and subject to such approvals as required.</p>

D. Other terms:

- Notice Period: 3 months on either side or gross salary in lieu thereof.
- So long as Mr. Aman Mittal functions as the Whole Time Director of the Company, he shall not be subject to retirement by rotation, and shall not be paid any fees for attending the meetings of the Board of Directors of the Company or any Committee(s) thereof.

E. Minimum Remuneration:

Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of the Whole Time Director, Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary and perquisites and allowances as above.

**By Order of the Board of Directors
For Cenlub Industries Limited
Madhu Mittal**

Place: Faridabad
Date: August 12, 2025
Registered Office:
Plot No-233-234,
Sector-58, Faridabad (Haryana)
CIN: L67120HR1992PLC035087
e-mail: investors@cenlub.in

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY, IN ORDER TO BE EFFECTIVE MUST BE DULY COMPLETED, STAMPED, SIGNED AND MUST BE SENT TO THE COMPANY SO AS TO REACH AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FOR HOLDING THE MEETING.**

Pursuant to the provisions of section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent 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 a proxy for any other person or shareholder. Proxy Form is enclosed.

2. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is annexed hereto and forms part of the Notice. Also, the relevant details in respect of Directors seeking appointment/reappointment at the Annual General Meeting in terms of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard, SS-2 on General Meetings are annexed to the Notice.
3. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 20th September, 2025 to Friday, 26th September, 2025 (both days inclusive).
4. Corporate Members/institutional investors intending to send their authorised representatives to attend the meeting are requested to send a duly certified copy of the Board Resolution/ authorization letter authorizing their representatives to attend and vote on their behalf at the Annual General Meeting.
5. All documents referred to in the accompanying Notice are open for inspection by the members at the Registered Office of the Company on all working days, except Saturday, up to the date of AGM between 11:00 a.m. and 5:00 p.m.
6. In case of joint holders attending the Annual General Meeting, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the meeting.
7. Members/Proxies attending the meeting are requested to bring the Attendance Slips (duly completed) in the meeting.

8. The Notice of the Annual General Meeting along with the Annual Report 2024-25 is being sent by electronic mode to those members whose e-mail addresses are registered with the Company / Depositories, unless any member has requested for a physical copy of the same. For members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice and the Annual Report 2024-25 will also be available on the Company's website viz. www.cenlub.in, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and website of the CDSL at www.evotingindia.com. Members holding shares in demat mode, who have not registered/updated their email addresses are requested to register/update their email addresses with their respective DP, and members holding shares in physical mode are requested to register/update their email addresses with the Company's RTA, Beetal Financial & Computer Services (P) Limited at beetal@beetalfinancial.com or can intimate the same to the Company.
9. Members holding the shares in physical form are requested to immediately intimate any changes pertaining to their name, address, registered e mail id, bank details etc. to the Registrar and Share Transfer Agent (RTA) of the Company at Beetal Financial & Computer Services (P) Limited, Address: Beetal House, 3rd Floor, 99, Madangir, Behind LSC, Near Dada Harshukhdas Mandir, New Delhi -110062, Ph.: 011-29961281-83; Email Id: beetal@beetalfinancial.com. Members holding shares in dematerialized form are requested to intimate any changes of the above mentioned details to their Depository Participant. Changes intimated to the Depository Participant will be automatically reflected in the Company's records.
10. Members of the Company may kindly note that the shares of the Company are traded on Bombay Stock Exchange Ltd. (BSE) compulsorily in demat mode. Hence, the Members who are still holding physical share certificates are advised that it is in their own interest to dematerialize their shareholding to avail benefits of dematerialization viz. easy liquidity, electronic transfer, savings in stamp duty and prevention of forgery.
11. Members may please note that SEBI vide its Circular dated 25th January, 2022 has mandated the listed companies to issue securities in demat form only while processing investors' service requests viz. issue of duplicate securities certificate; renewal/exchange of securities certificate; endorsement; subdivision/splitting of securities certificates; consolidation of securities certificates/ folios and transposition. Members holding equity shares of the Company in physical form are requested to kindly get their equity shares converted into demat/ electronic form to get inherent benefits of dematerialization and also considering that physical transfer of equity shares/ issuance of equity shares in physical form have been disallowed by SEBI.

12. We would like to draw your kind attention to the following urgent matters, which require your immediate action:

● **PAN, KYC, NOMINATION AND BANK DETAILS**

SEBI vide Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021 read with Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021, Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 and Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/158 dated September 26, 2023 has mandated all listed entities to ensure that members holding shares in physical form shall update their PAN, KYC, Nomination and Bank account details (if not updated or provided earlier) through the respective RTA. Accordingly, members are requested to update the requisite details and the forms for updating the same are available at <http://cenlub.in/investor-relations/>.

Service requests or investor complaints from any member, cannot be processed by RTA until registration/updation of PAN, KYC, Nomination and Bank account details in the records of the Company's RTA. Members holding shares in electronic form are requested to submit their PAN, KYC, Bank and Nomination details to their depository participants.

● **INTIMATING CHANGE**

Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc.:

a. For shares held in electronic form: to their Depository Participants (DPs)

b. For shares held in physical form: register/update the details in prescribed Form ISR-1 and other relevant forms with RTA of the Company at beetalrta@gmail.com or by writing to them at M/s Beetal Financial & Computer Services (P) Limited, Address: Beetal House, 3rd Floor, 99, Madangir, Behind LSC, Near Dada Harshukhdas Mandir, New Delhi -110062, Ph.: 011-29961281-83.

● **DEMATERIALISATION OF SHARES**

SEBI vide its circular No. SEBI/LAD-NRO/GN/2018/24 dated June 8, 2018, has mandated that w.e.f. April 01, 2019, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialised ("Demat") form with a depository. In light of the same, shareholders are requested to

kindly convert their physical shares in Demat form to avoid hassle in the transfer of shares.

● **ISSUANCE OF SECURITIES IN DEMATERIALISED FORM IN CASE OF INVESTOR SERVICE REQUESTS**

Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialised form only while processing service requests viz. issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website at <http://cenlub.in/investor-relations/>. It may be noted that any service request can be processed only after the folio is KYC-Compliant.

● **UNCLAIMED DIVIDEND**

Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialised form only while processing service requests viz. issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website at http://cenlub.in/investor-relations. It may be noted that any service request can be processed only after the folio is KYC-Compliant.

Members are requested to note that dividends if not encashed for a consecutive period of seven years from the date of transfer to the Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the Demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority in Form No. IEPF-5 available on : www.iepf.gov.in

Members who wish to claim their unclaimed dividend(s) may send a written request to the Company on e-mail Id. investors@cenlub.in or to the Company's RTA on e-mail Id.

beetalrta@gamil.com or by post to RTA's address at M/s Beetal Financial & Computer Services (P) Limited., Address: Beetal House ,3rd Floor, 99, Madangir, Behind LSC, Near Dada HarshukhdasMandir, New Delhi -110062, Ph.: 011-29961281-83.

13. Members seeking any information with regard to the accounts are requested to write to the Company at an early date, so as to enable the management to keep the information ready at the Annual General Meeting.

14. Thre route map showing directions to reach the venue of the 33rd AGM is annexed.

15. Voting through electronic means:

a) In compliance with the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide remote e-voting facility to the members of the Company to exercise their right to vote by electronic means in respect of the resolutions to be passed at the 33rd Annual General Meeting.

b) The facility of casting the votes by the members using an electronic voting system from a place other than the venue of the AGM ("remote e-voting") will be provided by the Central Depository Services (India) Limited ("CDSL"). The e-voting facility will be available at the link www.evotingindia.com.

c) The remote e-voting period begins on 23rd September, 2025 at 9.00 a.m. and ends on 25th September, 2025 at 5.00 p.m. During this period shareholders of the Company holding shares either in physical form or in dematerialized form as on 19th September, 2025 being the cut-off date (record date) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

d) A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on 19th September, 2025 (the "Cut-off Date") only shall be entitled to vote through remote e-voting and at the AGM.

e) At the venue of AGM, voting shall be done through ballot papers and the members attending AGM who have not cast their vote by remote e-voting shall be entitled to cast their vote through Ballot papers.

f) Members who have cast their vote by remote e-voting prior to

the meeting may also attend the meeting but shall not be entitled to cast their vote again in the meeting.

g) The Notice of the Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-voting process along with printed attendance slips and proxy forms can be downloaded from the link www.cenlub.in or www.evotingindia.com

h) A person who is not a member of the Company as on the cut-off date should treat this Notice for the information purposes only.

i) Members holding multiple folios/demat accounts may choose the voting process separately for each folio/demat account.

j) The voting rights of the members shall be in proportion to the paid up value of their shares in the equity capital of the Company as on the cut-off date.

k) A member can opt only one mode of voting i.e. either in person or through proxy at the meeting or through remote e voting.

16. The Board of Directors has appointed Mrs. Apoorva Singh, Practicing Company Secretary as the Scrutinizer to scrutinize the entire voting process in a fair and transparent manner.

17. The Scrutinizer shall immediately after the conclusion of voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than two working days of the conclusion of the Meeting, a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, forthwith to the Chairman of the meeting and the results shall be declared by the Chairman.

18. The Results declared along with the Scrutinizer's Report shall be placed on the website of the Company www.cenlub.in and on the website of the CDSL -www.evotingindia.com, immediately after the declaration of result by the Chairman. The result will simultaneously be communicated to the BSE Limited where the securities of the Company are listed.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(i) The voting period begins on 23rd September, 2025 at 9.00 a.m. and ends on 25th September, 2025 at 5.00 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on 19th September, 2025 the cut-off date (record date) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to **SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242** dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242** dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdsiindia.com and click on login icon & My Easi New (Token) Tab</p> <p>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.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdsiindia.com and click on login & My Easi New (Token) Tab and then click on registration option.</p> <p>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.cdsiindia.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.</p>
Individual Shareholders holding securities in demat mode with NSDL Depository	<p>1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider</p>

Type of shareholders	Login Method
	<p>name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at http://eservices.nsdl.com Select "Register Online for IDeAS "Portal or click at http://eservice.nsdl.com/secureWeb/IdeaDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL:http://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>4) For OTP based login you can click on http://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting</p>

Type of shareholders	Login Method
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
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.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporate" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz;investors@cenlub.in (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 2109911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 2109911

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3

Pursuant to the provisions of Section 204 of the Act, read with the Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every listed company and other specified class of companies, are required to annex with its Board's report made in terms of Section 134(3) of the Act, a report on secretarial audit given by a company secretary in practice.

Further, Regulation 24A of the Listing Regulations, requires listed companies and its material unlisted subsidiaries incorporated in India to undertake secretarial audit by a secretarial auditor who is required to be a peer reviewed company secretary and annex the secretarial audit report in such form as specified, with its annual report.

The aforementioned regulation apart from listing down the eligibility criteria for appointment of the secretarial auditor further stipulates that the appointment/ re-appointment of an individual as a secretarial auditor cannot be for more than one term of five consecutive years and in case the secretarial auditor is a secretarial

audit firm, it cannot be for more than two terms of five consecutive years and such an appointment/re-appointment is required to be approved by the Members of the Company at its annual general meeting, on the basis of recommendation of the Board of Directors.

It further stipulates that any association of the individual or the firm as the secretarial auditor of the listed entity before March 31, 2025 is not required to be considered for the purpose of calculating the tenure of the secretarial auditor.

In view of the aforesaid, on the basis of recommendation of the Audit Committee, the Board of Directors of the Company at its meeting held on May 29, 2025, recommended the appointment of Mrs. Apoorva Singh, Practicing Company Secretary (Certificate of Practice No. 13277) (Peer Review No. 1322/2021), as the Secretarial Auditor of the Company, for a period of five (5) consecutive financial years commencing from FY 2025-26 to the FY 2029-30, to undertake Secretarial Audit of the Company and to issue the Secretarial Audit Report and Annual Secretarial Compliance Report for the aforesaid period.

Mrs. Apoorva Singh Practicing Company Secretary, registered with The Institute of Company Secretaries of India and has Peer Review Certificate No. 1322/2021, issued by The Institute of Company Secretaries of India (ICSI). Her expertise includes conducting secretarial audits, Due Diligence Audits, Compliance Audits etc.

Mrs. Apoorva Singh has given her consent to act as the Secretarial Auditor of the Company and have confirmed that her appointment, if made, will be within the limit specified under Section 204 of the Act. She also confirmed that she is not disqualified to be appointed as Secretarial Auditors in terms of the provisions of the Section 204 of the Act and the Rules made thereunder, read with Regulation 24A of the Listing Regulations.

In view of her qualifications and experience in conducting the Secretarial Audit, it is proposed to appoint Mrs. Apoorva Singh as Secretarial Auditor of the Company to issue the Secretarial Audit Report and Annual Secretarial Compliance Report for the above mentioned period. The Board of Directors at their meeting held on 29th May 2025 has approved a remuneration of Rs. 82,500/- (Rupees EightyTwo Thousand Five Hundred Only) plus applicable taxes and out-of pocket expenses, for issuing Secretarial Audit Report and Rs. 25000/- (Rupees Twenty Five Thousand Only) plus applicable taxes and out-of pocket expenses, for issuing Annual Secretarial Compliance Report, for the FY 2025-26. The remuneration payable to Mrs. Apoorva Singh for the subsequent years of her term shall be fixed by the Board of Directors of the Company based on recommendation of the Audit Committee, in consultation with Mrs. Apoorva Singh.

The Board of Directors (or any officer authorized by the board) may alter or vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be

mutually agreed with the Secretarial Auditors.

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

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

ITEM NO.4

The Board of Directors of the Company, at its meeting held on August 12, 2025, Pursuant to Section 149, 152 & 161 read with Schedule IV of the Companies Act, 2013 ('the Act') and other applicable provisions & on the recommendation of the Nomination and Remuneration Committee had appointed Mr. Aalok Sharma (DIN:11221434) as an Additional Director of the Company in the category of Independent Director for period of 5 consecutive years w.e.f 12th August, 2025, not liable to retire by rotation, subject to consent of the Members of the Company at the ensuing AGM.

As an Additional Director, Mr. Aalok Sharma holds office till the date of the AGM and is eligible for being appointed as an Independent Director. The Company has received necessary declaration(s) from Mr. Aalok Sharma confirming that he meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 ("Act") and the rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

He is not disqualified from being appointed as a Director under provisions of Section 164 of the Companies Act, 2013, nor debarred from holding the office of director by virtue of any SEBI order or any other such authority and has given his consent to act as a Director of the Company.

Mr. Aalok Sharma has done Master's in International Trade Management. He has more than 45 years of rich experience in business development, strategic partnership, establishing new businesses, international marketing in different companies like: *Sc Solution Co Ltd Korea/ TscCo Ltd Korea/ SungjiGlobus IncKorea - (Country President Marketing)*&Ex- Dym Solution Co. Ltd, Korea asGeneral Manager –Sakes.

He is a world leader in Specialty- Pe & Eva, Epr/Epdm etc based for thermoplastic & thermoset semicon (in particular) – inner insulation & conductor shielding & - particularly for the ccv - lines from 11 kv to upto 500 kv power cable manufacturing) &sioplas lines, PE - EPR / EPDM x-linked rubber – insulation & outer sheathing compounds for power cables (rubber cables & wide ranging thermoplastic & thermoset halogen free compounds, for wide ranging cables, particularly the house wiring &EV charge, e-beam, solar cables etc dealing particularly with all the potential &

major power cable etc manufacturing companies in India and judiciously and selectively with some of the power etc cable manufacturing companies adjoining to India.

In the opinion of the board, Mr. Aalok Sharma fulfils the conditions for his appointment as an independent director as specified in the act and listing regulations and is independent of the management.

Your Board believes that Mr. Aalok Sharma induction on the Board will support in broadening the overall expertise of the Board and will bring wide experience particularly in the areas of corporate governance, business development, strategic partnership and marketing.

The terms and conditions of appointment of Independent Director will be open for inspection at the Registered office of the Company by any member during normal working hours and will also be available on the website of the company at www.cenlub.in subject to approval of the member for appointment at annual general meeting.

Save and except Mr. Aalok Sharma and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors/Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No.4.

The Board recommends the Special Resolution set out at Item No. 4 of the Notice for approval of the members.

ITEM NO. 5

The previous terms of appointment of Mr. Ansh Mittal as Executive Director of the Company has expired on April 30, 2025. On the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on April 30, 2025 had approved the re-appointment of Mr. Ansh Mittal as Executive Director of the Company for a further period of three (3) years, on the terms of remuneration as detailed in the resolution.

It is now proposed to seek member's approval for the re-appointment of and remuneration payable to Mr. Ansh Mittal as a Whole Time Director of the Company, in terms of applicable provisions of the Act.

Mr. Ansh Mittal himself, Mrs. Madhu Mittal, Managing Director and Mr. Aman Mittal, Whole time Director being relatives of Mr. Ansh Mittal, are concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Special Resolution set out at Item No. 5 of the Notice for approval of the members.

ITEM NO. 6

The previous terms of appointment of Mr. Aman Mittal as Executive Director of the Company has expired on July 31, 2025. On the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on May 29, 2025 had approved the re-appointment of Mr. Aman Mittal as Executive Director of the Company for a further period of three (3) years, on the terms of remuneration as detailed in the resolution.

It is now proposed to seek member's approval for the reappointment of and remuneration payable to Mr. Aman Mittal as a Whole Time Director of the Company, in terms of applicable provisions of the Act.

Mr. Aman Mittal himself, Mrs. Madhu Mittal, Managing Director and Mr. Ansh Mittal, Whole time Director being relatives of Mr. Aman Mittal, are concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval of the members.

**By Order of the Board of Directors
For Cenlub Industries Limited**

Madhu Mittal
Chairperson and Managing Director

Place: Faridabad
Date: August 12, 2025
Registered Office:
Plot No-233-234,
Sector-58, Faridabad (Haryana)
CIN: L67120HR1992PLC035087
e-mail: investors@cenlub.in
Website: www.cenlub.in

DETAILED PROFILE OF THE SECRETARIAL AUDITOR SEEKING APPOINTMENT IS AS UNDER:

Sr. No.	Particulars	Secretarial Auditor's
1.	Name of Auditor	Mrs. Apoorva Singh, Practicing Company Secretary
	Reason for Change viz. appointment, re - appointment, resignation, removal, death or otherwise	Appointment of Mrs. Apoorva Singh as Secretarial Auditor of the Company for a term of 5 consecutive years
	Date and term of Appointment	For a period of 5 consecutive years from the conclusion of ensuing 33rdAGM, till the conclusion of Annual General Meeting to be held in the year 2030.
	Brief Profile	Mrs. Apoorva Singh, is a qualified Company Secretary (Membership No. 35621, Certificate of Practice No. 13277) having core expertise in Corporate Laws and matters relating to Securities and Exchange Board of India. She has an experience of more than 10 years as a Practicing Company Secretary. She has been dealing in providing professional and consultancy services in the field of corporate laws, securities laws and other allied laws. Other integrated services offered to the clients are Incorporation, Secretarial Audit, Due Diligence, Certification, XBRL filings, Scrutinizer Services, MSME Compliances.

DETAILED PROFILE OF THE DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT IS AS UNDER:

Name of Director	Mr. Aalok Sharma	Mr. Ansh Mittal	Mr. Aman Mittal
Age	65	41	51
Qualification	Master's In International Trade Management	B.Tech (C.Sc.)	B. E.(Electronics)
Date of Re-appointment/ Appointment	Date of appointment as Additional director: August 12, 2025	Date of re-appointment as Whole time Director: May 01, 2025	Date of re-appointment as Whole time Director: August 01, 2025
Category	Independent Director	Executive Director	Executive Director
Experience and Expertise in specific functional Area	<p>Mr. Aalok Sharma has done Master's in International Trade Management. He has more than 45 years of rich experience in business development, strategic partnership, establishing new businesses, international marketing in different companies like: *Sc Solution Co Ltd Korea/ Tsc Co Ltd Korea/ Sungji Globus Inc Korea - (Country President Marketing)* & Ex- Dym Solution Co. Ltd, Korea as General Manager – Sakes.</p> <p>He is a world leader in Specialty- Pe & Eva , Epr/Epdmetc based for thermoplastic & thermoset semicon (in particular) – inner insulation & conductor shielding & - particularly for the ccv - lines from 11 kv to upto 500 kv power cable manufacturing) & sioplas lines , PE - EPR / EPDM x-linked rubber – insulation & outer sheathing compounds for power cables (rubber cables & wide ranging thermoplastic & thermoset halogen free compounds , for wide ranging cables , particularly the house wiring & EV charge, e-beam, solar cables etc dealing particularly with all the potential & major power cable etc manufacturing companies in India and judiciously and selectively with some of the power etc cable manufacturing companies adjoining to India.</p>	<p>Mr. Ansh Mittal, Whole Time Director of the company is graduated as B.Tech (C.Sc.), designated as the Executive Director (Works) of the Company and presently looking after the Lube Oil Consoles /Systems manufacturing plant of the company. He is also handling the complete IT department of the company and has been involved in the exports' promotion of the company.</p>	<p>Mr. Aman Mittal, Whole Time Director of the Company is graduated as B. E.(Electronics), designated as the Executive Director (Works) of the Company and presently looking after day-to-day business activities of Bangalore unit.</p>
Disclosure of inter-se relationships between directors and KMP:	None	Son of Mrs. Madhu Mittal, Chairman and Managing Director of the company and Brother of Mr. Aman Mittal, Whole Time Director of the company.	Son of Mrs. Madhu Mittal, Chairman and Managing Director of the company and Brother of Mr. Ansh Mittal, Whole Time Director of the company.

Name of Director	Mr. Aalok Sharma	Mr. Ansh Mittal	Mr. Aman Mittal
Equity Shareholding of Directors as on March 31, 2025	Nil	He is holding 3,48,349 (7.47%) equity shares in the capital of the Company	He is holding 1,76,439 (3.78%) equity shares in the capital of the Company
Listed entities (other than Cenlub Industries Ltd) in Directors holds directorship and committee membership	Nil	Nil	Nil
Listed entities from which the person has resigned in the past three years	Nil	Nil	Nil
Key terms and conditions of appointment	Not liable to retire by rotation & other terms and conditions as mentioned in Item no. 6 of Notice and explanatory statement	Liable to retire by rotation & other terms and conditions as mentioned in Item no. 5 of Notice and explanatory statement	Liable to retire by rotation & other terms and conditions as mentioned in Item no. 6 of Notice and explanatory statement
No. of Board Meetings attended in (FY 2024-25)	N.A	5	5

**By Order of the Board of Directors
For Cenlub Industries Limited**

MADHU MITTAL
Chairperson and Managing Director

Place : Faridabad
Date : August 12, 2025
Registered Office:
Plot No-233-234,
Sector-58, Faridabad (Haryana)
CIN: L67120HR1992PLC035087
e-mail: investors@cenlub.in
Website: www.cenlub.in

CENLUB INDUSTRIES LIMITED

CIN : L67120HR1992PLC035087

Regd. Office & Works : Plot No. 233-234, Sector-58, Ballabgarh, Faridabad – 121004 Phone No. : 08826794470, 71, 72, 73

E-mail : cenlub@cenlub.in Website : www.cenlub.in

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:	L67120HR1992PLC035087		
Name of the Company:	CENLUB INDUSTRIES LIMITED		
Registered Office:	Plot No. 233-234, Sector-58, Ballabgarh, Faridabad – 121004		
Name of the member(s)			
Registered Address:			
E-mail Id			
Folio No/Client Id		DP ID	

I/We, being the member(s) of Cenlub Industries Limited holding shares of the above named company, hereby appoint:

1. Name	
Address	Signature
E-mail Id	
or failing him	
2. Name	Signature
Address	
E-mail Id	
or failing him	
3. Name	Signature
Address	
E-mail Id	
or failing him	

As my/our proxy to attend and vote(on a poll) for me/us and on my/our behalf at the 33rd Annual General Meeting of the Company to be held on Friday, the 26th September,2025 at 10.30 A.M. at Aggarwal Sewa Sadan, D-48, Sector -11, Faridabad-21006 (Haryana) and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No. as per Notice

S. No.	RESOLUTIONS	FAVOUR	AGAINST
1.	Adoption of financial statements for the financial year ended march 31, 2025		
2.	Re-appointment of Mr. Aman Mittal (DIN: 00006435) as executive director, liable to retire by rotation		
3.	Appointment of Secretarial Auditor		
4.	Appointment of Mr. Aalok Sharma (DIN:11221434) as an Independent Director of the company		
5.	To consider and approve Re-appointment of Mr. Ansh Mittal, as Whole Time Director of the company along with other terms and conditions including remuneration		
6.	To consider and approve re-appointment of Mr. Aman Mittal, as whole time director of the company along with other terms and conditions including remuneration		

Signed this day of 2025

Signature of Shareholder

Signature of Proxy holder(s)

**Affix a
Revenue
Stamp**

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.

CENLUB INDUSTRIES LIMITED

CIN : L67120HR1992PLC035087

Regd. Office & Works : Plot No. 233-234, Sector-58, Ballabgarh, Faridabad – 121004P

hone No. : 08826794470, 71, 72, 73

E-mail : cenlub@cenlub.in Website : www.cenlub.in

Folio No./DP ID/Client ID No.	
No of Shares Held	

ATTENDANCE SLIP

I/We record my/our presence at the 33rd Annual General Meeting of the Company to be held at Aggarwal Sewa Sadan, D-48, Sector -11, Faridabad -121006 (Haryana) on Friday, the 26th September, 2025 at 10:30 A.M.

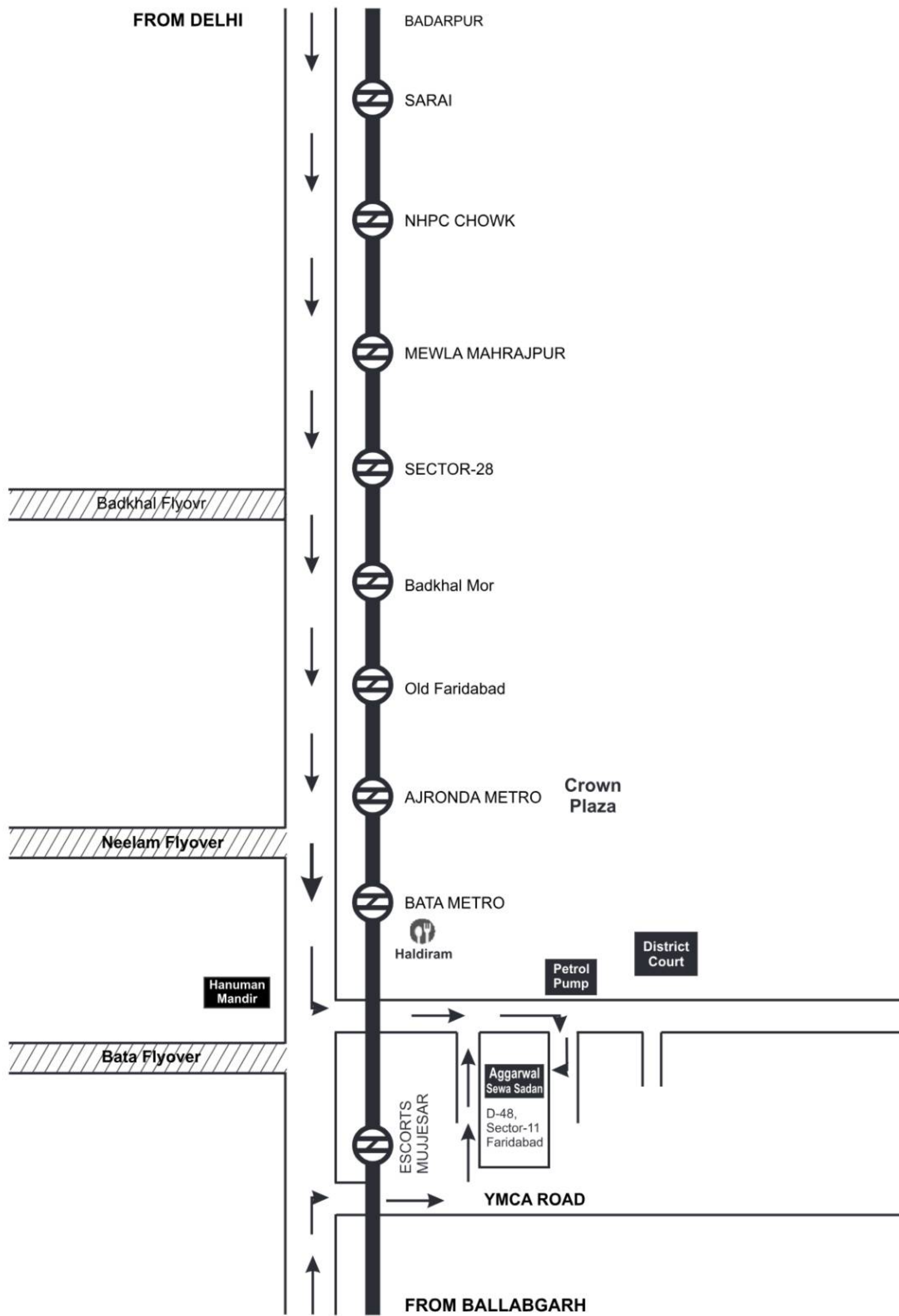
NAME OF THE SHAREHOLDER(S) (in Block Letters)	
SIGNATURE OF THE SHAREHOLDER(S)	
NAME OF THE PROXY (in Block Letters)	
SIGNATURE OF THE PROXY	

NOTE: You are requested to sign and hand over this slip at the entrance of the meeting venue.

The Electronic Voting Particulars are as follows:

EVSN	USER ID	SEQUENCE NO.

Map of the Meeting of the Venue

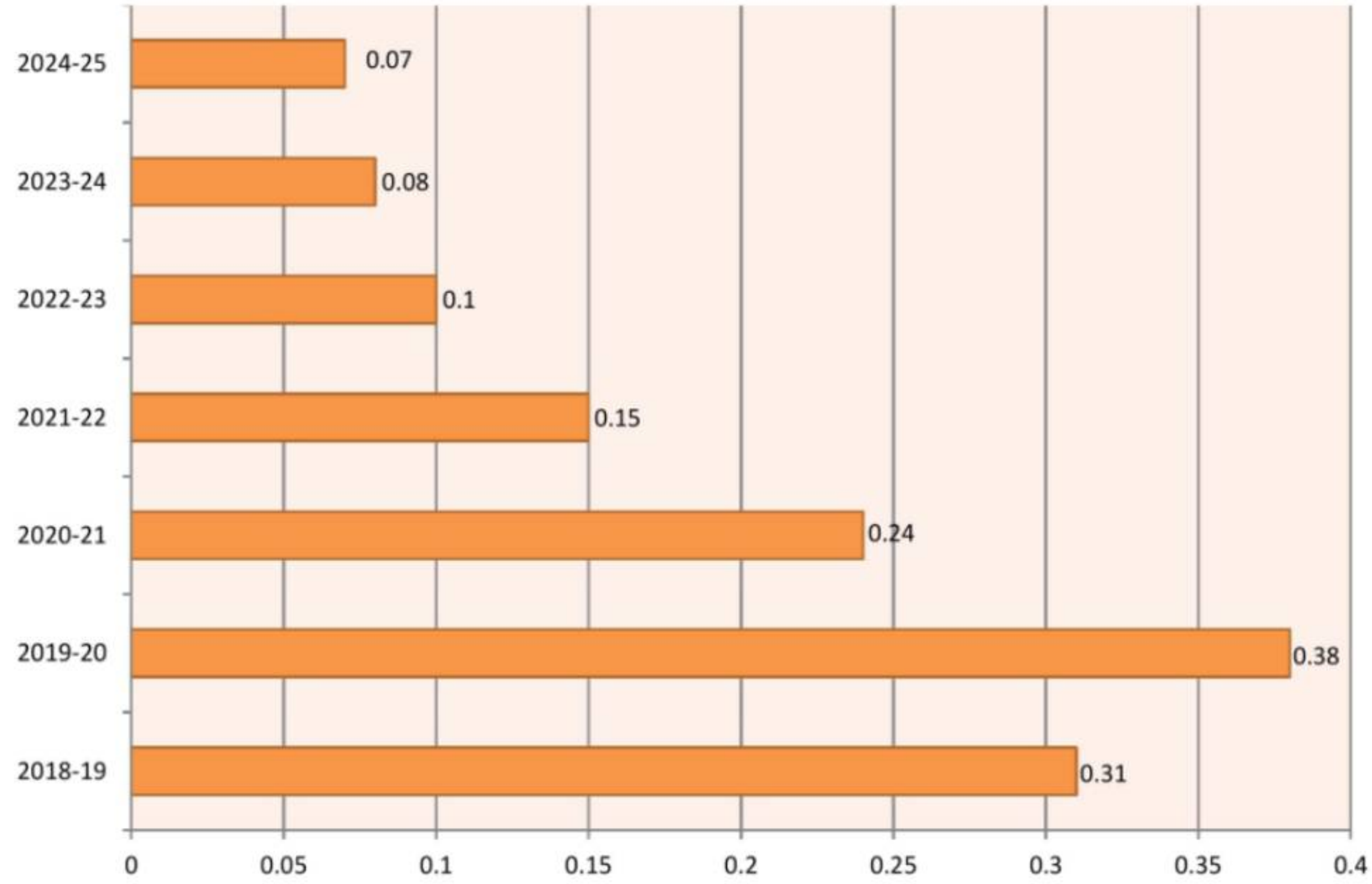


Events of Annual General Meeting - 2023-2024



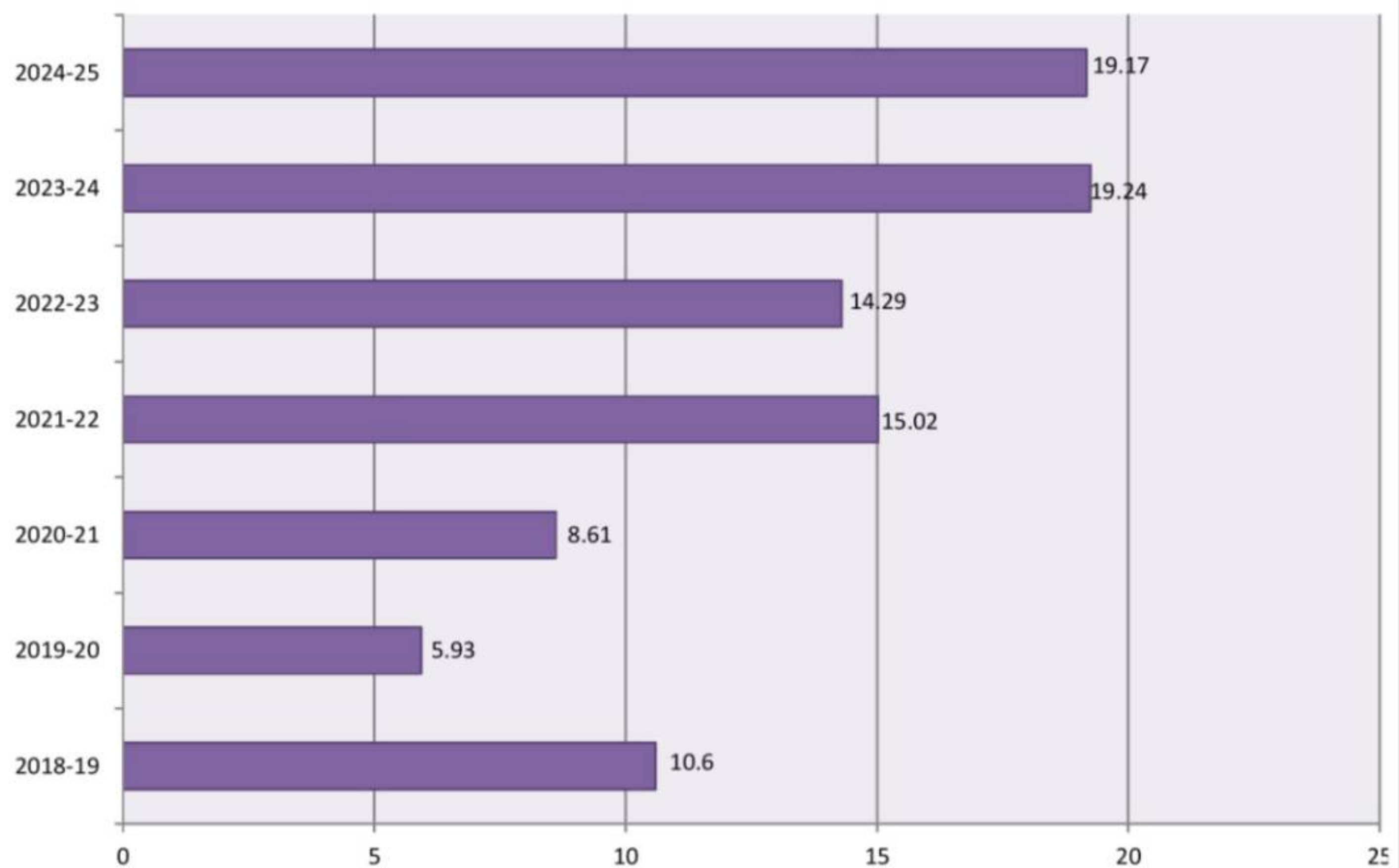
Debts Equity Ratio (RS.)

2018-19	2019-20	2020-21	2021-22	2022-23	2023-24	2024-25
0.31	0.38	0.24	0.15	0.1	0.08	0.07



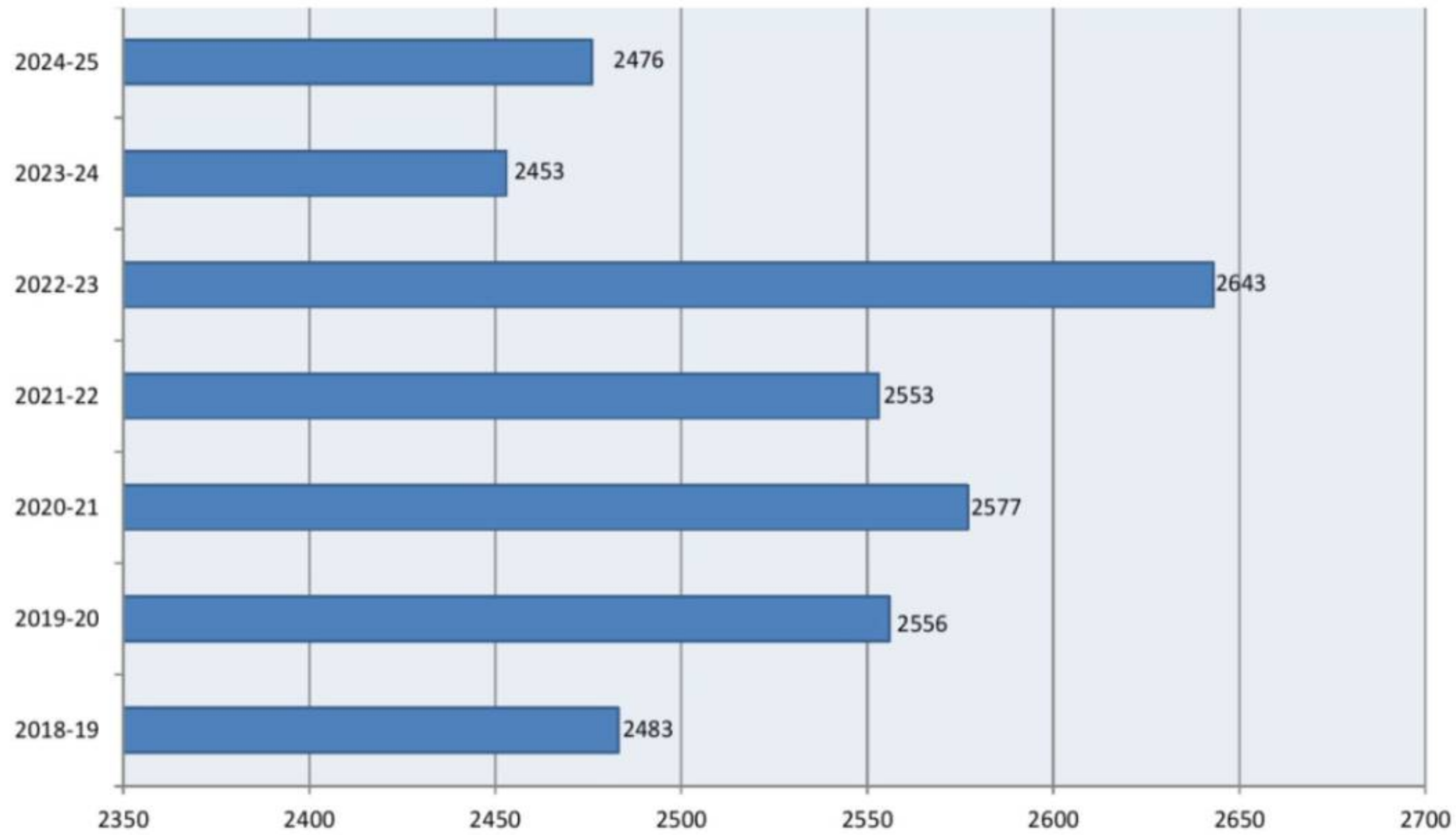
Earning per share (Rs.)

2018-19	2019-20	2020-21	2021-22	2022-23	2023-24	2024-25
10.6	5.93	8.61	15.02	14.29	19.24	19.17



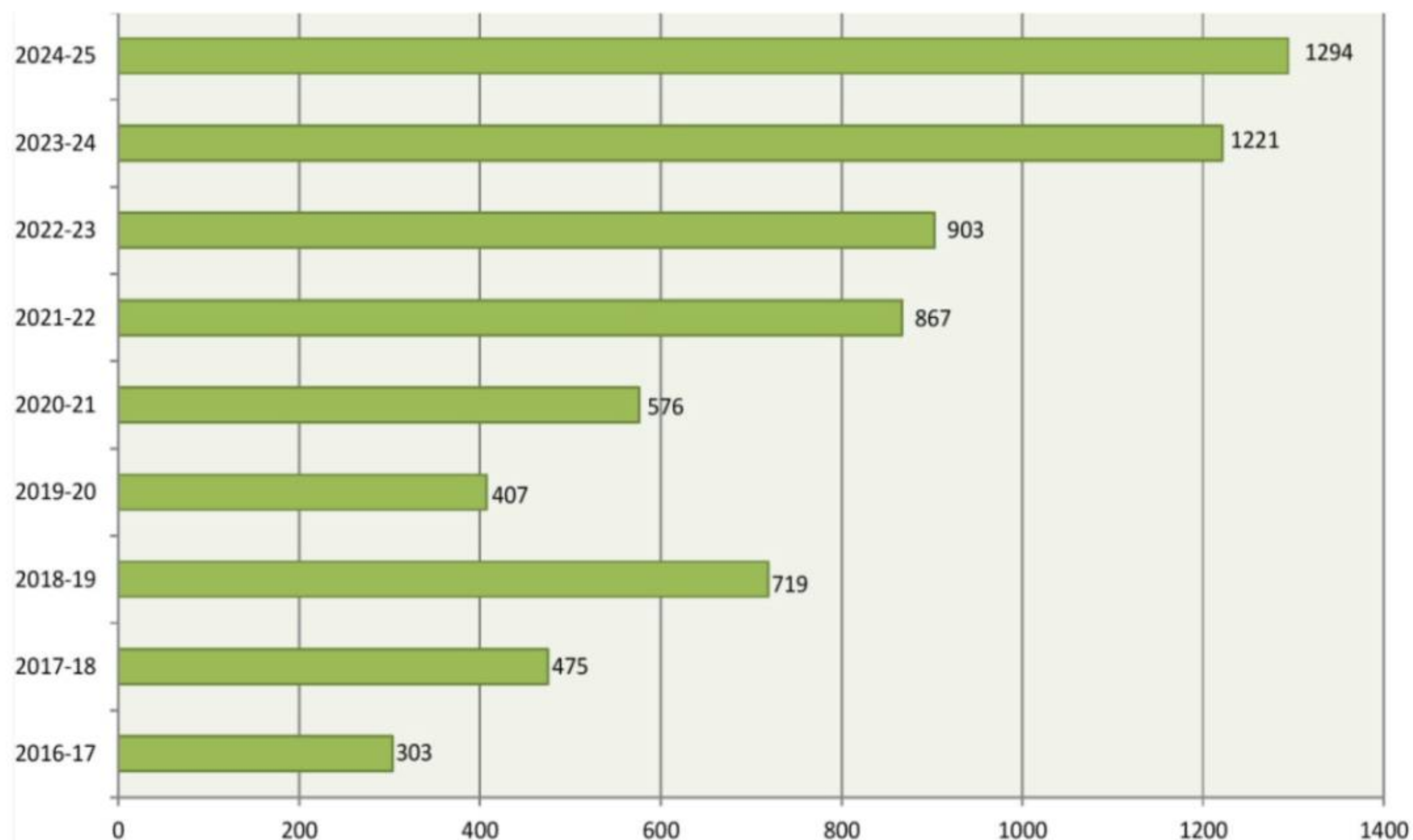
Gross Fixed Assets (Rs.in Lacs)

2018-19	2019-20	2020-21	2021-22	2022-23	2023-24	2024-25
2483	2556	2577	2553	2643	2453	2476



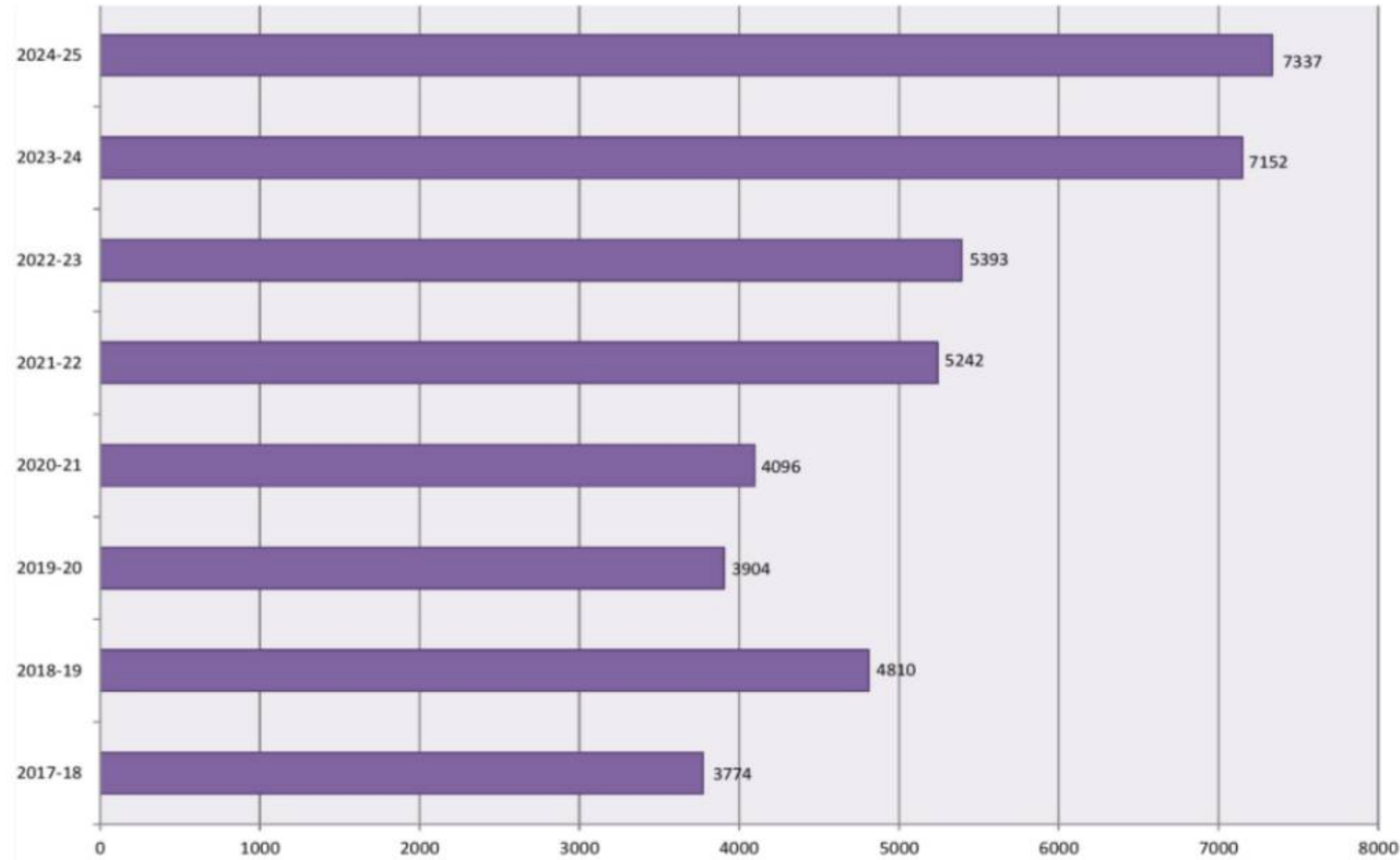
Profit Before Tax (RS. in Lacs)

2016-17	2017-18	2018-19	2019-20	2020-21	2021-22	2022-23	2023-24	2024-25
303	475	719	407	576	867	903	1221	1294



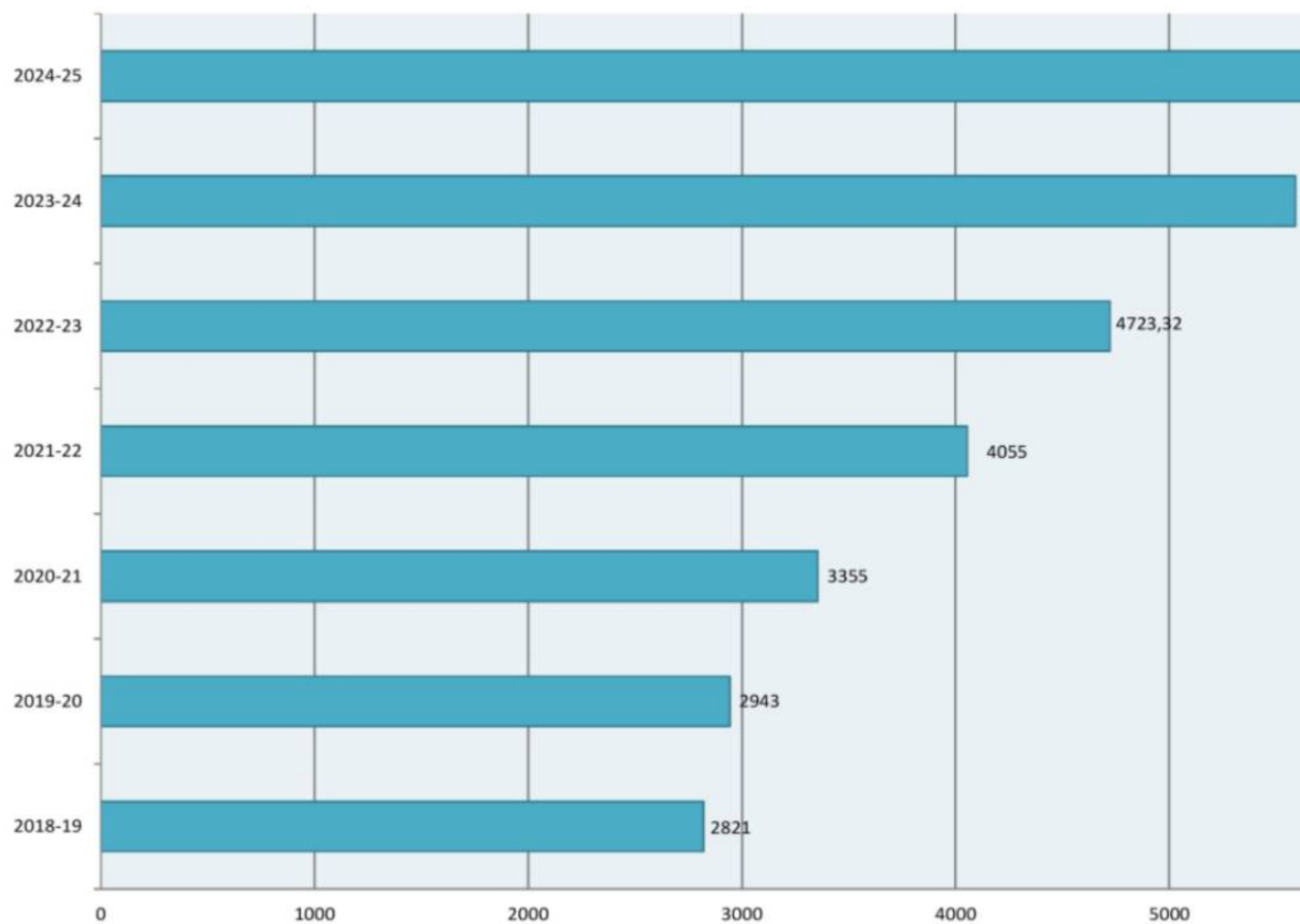
Revenue (Sales) (Rs. in Lacs)

2017-18	2018-19	2019-20	2020-21	2021-22	2022-23	2023-24	2024-25
3774	4810	3904	4096	5242	5393	7152	7337



Share Holder's Fund (Rs. in Lacs)

2018-19	2019-20	2020-21	2021-22	2022-23	2023-24	2024-25
2821	2943	3355	4055	4723.32	5591.73	6464



REGISTERED POST

If undelivered, please return to :

CENLUB INDUSTRIES LTD.

Plot No. 233 & 234, Sector-58, Ballabgarh, Faridabad-121004 (Haryana)

Tel. : +91-8826794470 / 71

E-mail : cenlub@cenlub.in, Website : www.cenlub.in