TRINA NRE TRANSPORTATION LIMITED

Works: B-200, Indo Space Industrial & Logistics Park Badli, Jhajjar-Badli Road, Village Pahasour (Faizabad), Tehsil Badli, District Jhajjar, Haryana- 124105
Email: info@trinaquebecgears.com, Website: www.trinanre.com
Regd. Office: Cabin No.2, C-39, Basement, Kalkaji, New Delhi-110019
CIN NO. : L50103DL1992PLC047174

NOTICE OF 33RD ANNUAL GENERAL MEETING

Notice is hereby given that the 33rd Annual General Meeting of the members of "Trina NRE Transportation Limited" will be held on Tuesday, 30th December, 2025 at 03:00 P.M. at IP Motels & Resorts, Ghevra Mod, PWD Office, Main Rohtak Road, Mundka, New Delhi 110041, to transact the following business:

ORDINARY BUSINESS

1. Adoption of Financial Statements

   To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2025 and Reports of the Board of Directors and Auditors thereon.

2. To re-appoint Mrs. Kiran Chadda (DIN: 00787353) who retires by rotation as a Director and being eligible, offers herself for re-appointment and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

   Resolved that in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mrs. Kiran Chadda (DIN: 00787353), who retires by rotation at this Annual General Meeting be and is hereby re-appointed as the Director of the Company.

SPECIAL BUSINESS

3. Appointment of Secretarial Auditor

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

   Resolved that pursuant to the provisions of Sections 179 and 204 of the Companies Act, 2013 read with Rule 9 the Companies (Appointment and Remuneration of Personnel) Rules, 2014, any other applicable provisions, if any, of the Companies Act, 2013, Rules made thereunder (including any statutory modification(s) or amendment(s) or reenactment(s) thereof, for the time being in force), Regulation24(A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Circulars issued there under, to extent applicable, and other applicable Regulations framed by Securities and Exchange Board of India in this regard, M/s. S Grover & Associates (Certificate of Practice No. 9654), Company Secretary in Practice be and are hereby appointed as Secretarial Auditors of the Company for term of five consecutive years commencing from financial year 2025-26 till financial year 2029-30, at such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditors.

Resolved further that Mr. Tarun Khera, Director of the Company and/or Mr. Pankaj Khera, Director of the Company and/or Ms. Kalpna Singhal, Company Secretary of the Company, be and are hereby singly authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

4. **Approval for revision/increase in remuneration of Managing Director**

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

Resolved that pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions of the Companies Act, 2013, read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof), and pursuant to the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, consent of the members be and is hereby accorded for the revision/increase in the remuneration of Mr. Pankaj Khera (DIN: 01787951), Managing Director, for the financial year 2025-26, on the terms and conditions as set out in the Explanatory Statement annexed hereto.

Resolved further that the remuneration payable shall consist of salary, perquisites, allowances, performance-linked incentives, benefits, and other entitlements, as detailed in the Explanatory Statement, and shall be subject to the overall limits prescribed under the Companies Act, 2013.

Resolved further that in the event of loss or inadequacy of profits in any financial year, the remuneration payable to the Managing Director shall not exceed the limits prescribed under Schedule V to the Companies Act, 2013 or any statutory modification(s) thereof.

Resolved further that the Board of Directors be and is hereby authorised to alter, vary or revise the remuneration components from time to time, within the overall limits approved herein and in accordance with the applicable laws.

Resolved further that Mr. Tarun Khera, Director of the Company and/or Mr. Pankaj Khera, Director of the Company and/or Ms. Kalpna Singhal, Company Secretary of the Company, be and are hereby singly authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

5. **Approval for revision/increase in remuneration of Whole time Director**

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

Resolved that pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions of the Companies Act, 2013, read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof), and pursuant to the recommendation of the Nomination and Remuneration Committee and the approval of the Board of Directors, consent of the members be and is hereby accorded for the revision/increase in the remuneration of Mr. Tarun Khera (DIN: 01405515), Whole time Director, for the financial year 2025-26, on the terms and conditions as set out in the Explanatory Statement annexed hereto.

Resolved further that the remuneration payable shall consist of salary, perquisites, allowances, performance-linked incentives, benefits, and other entitlements, as detailed in the Explanatory Statement, and shall be subject to the overall limits prescribed under the Companies Act, 2013.

Resolved further that in the event of loss or inadequacy of profits in any financial year, the remuneration payable to the Whole time Director shall not exceed the limits prescribed under Schedule V to the Companies Act, 2013 or any statutory modification(s) thereof.

Resolved further that the Board of Directors be and is hereby authorised to alter, vary or revise the remuneration components from time to time, within the overall limits approved herein and in accordance with the applicable laws.

Resolved further that Mr. Tarun Khera, Director of the Company and/or Mr. Pankaj Khera, Director of the Company and/or Ms. Kalpna Singhal, Company Secretary of the Company, be and are hereby singly authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

6. Authorization for Increase in the Limits of the Company for giving Loan to any Person / Body Corporate or giving Guarantee or Providing Security in connection with Loan or making Investment:

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

Resolved that pursuant to the provisions of Section 186 of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Act (including any modification or re-enactment thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions as may be necessary, consent of the company be and is hereby accorded to the Board of Directors of the Company (herein after called "the Board" which term shall be deemed to include any committee thereof, which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution and with the power to delegate such authority to any person or persons), to (i) give any loan to any person or other body corporate; (ii) give any guarantee or provide any security in connection with a loan to any other body corporate or person and (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as they may in their absolute discretion deem beneficial and in the interest of the Company, subject however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, shall not exceed a sum of Rs. 16,00,00,000/- (Rupees Sixteen Crores Only) over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more, as prescribed under Section 186 of the Companies Act, 2013.

Resolved further that in case of divestment of the investment, the Directors of the Company be and are hereby authorized to sign the necessary applications, papers, forms, documents etc. for effective implementation of decision of divestment taken by the Company from time to time.

Resolved further that the Board of Directors be and is hereby authorized to undertake all such acts, deeds, matters and things and to execute all such deeds, documents and writings as may be deemed necessary, proper, desirable and expedient in its absolute discretion, for the purpose of giving effect to this resolution, and to settle any question, difficulty or doubt that may arise in this regard.

Resolved further that Mr. Tarun Khera, Director of the Company and/or Mr. Pankaj Khera, Director of the Company and/or Ms. Kalpna Singhal, Company Secretary of the Company, be and are hereby singly

authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

7. Approval to advance loan(s), to give any guarantee(s) and/or to provide any security(ies) under Section 185 of the Companies Act, 2013

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

   Resolved that pursuant to the provisions of Section 185 and other applicable provisions of the Companies Act, 2013 read with relevant rules (including any statutory modification or re-enactment thereof), consent of the members be and is hereby accorded to the Company to grant loans, give guarantees, provide security in connection with any loan taken, or otherwise provide financial assistance to any director of the Company, or to any other person in whom any director is interested, for their business activities, on such terms and conditions as may be mutually agreed upon, provided that such financial assistance shall be utilized by the borrowing entity for its principal business activities only.

   Resolved further that the Board of Directors be and is hereby authorized to finalize, vary and execute all necessary agreements, documents and deeds, and to take all such steps as may be necessary or expedient to give effect to this resolution.

8. Approval to give authority to Director to Enter into Contracts with the Company under Section 188 of the Companies Act, 2013

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

   Resolved that pursuant to the provisions of Section 188(1) and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), consent of the members be and is hereby accorded to approve and authorize the Company to enter into contracts/arrangements/transactions with Mr. Tarun Khera, Whole-Time Director, and Mr. Pankaj Khera, Managing Director, and any relatives as defined under Section 2(76) of the Companies Act, 2013, are the related parties.

   Resolved further that Mr. Tarun Khera, Whole-Time Director, and Mr. Pankaj Khera, Managing Director, and any relatives may enter into contracts, arrangements, or transactions as covered under Section 188(1) of the Companies Act, 2013 and Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, on mutually agreed terms, provided that the total value of such transactions in any financial year does not exceed Rs.16,00,00,000 (Rupees Sixteen Crores only)

   Resolved further that this approval shall remain valid for a period of 3 years and the Board and Audit Committee of the Company be and are hereby authorized to finalize the terms and conditions, and to do all such acts, deeds, matters and things as may be necessary or expedient to give effect to this resolution.

9. To adopt New Set of Article of Association as per the Companies Act, 2013;

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

Resolved that pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act,2013 ("the Act") read with the Companies (Incorporation)Rules, 2014 (including any statutory modification(s) or reenactment thereof, for the time being in force), and subject to the necessary approvals, from the Registrar of Companies, and such other approvals by appropriate statutory authorities, as may be necessary, the existing Articles of Association of the Company be and is hereby replaced with a new set of Articles of Association, and the new set of Articles of Association be and is hereby approved and adopted as the Articles of Association of the Company in place of and in substitution of the existing Articles of Association of the Company with effect from the date of this 33rd Annual General Meeting.

Resolved further that Mr. Tarun Khera, Director of the Company and/or Mr. Pankaj Khera, Director of the Company and/or Ms. Kalpna Singhal, Company Secretary of the Company, be and are hereby singly authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

10. To adopt New Set of Memorandum of Association as per the Companies Act, 2013;

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

Resolved that pursuant to Section 13, 15 of the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013, read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), and subject to such other approvals, consents, sanctions and permissions as may be necessary, consent of the members be and is hereby accorded to adopt the new Memorandum of Association in place of the existing Memorandum of Association with no change in existing Clause III (A) containing the Main Objects sub-clause no. 1 to 2.

Resolved further that the Name of existing Clause III (B) i.e. “the Objects Incidental or Ancillary to the attainment of Main Objects” Containing sub-clause no. 1 to 45 be and is hereby changed to “Matters which are necessary for furtherance of the objects specified in clause III (A) are:” containing the same sub-clause no.1 to 45.

Resolved further that the existing indication related to Other Objects as “There are no other objectives” appears after sub-clause 45 in Clause III (B) be and is hereby also stands deleted.

Resolved further that Mr. Tarun Khera, Director of the Company and/or Mr. Pankaj Khera, Director of the Company and/or Ms. Kalpna Singhal, Company Secretary of the Company, be and are hereby singly authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

By Order of the Board of Directors
For TRINA NRE TRANSPORTATION LIMITED

Sd/-
Tarun Khera
(Whole time Director)
DIN:01405515

Address: 3/61, West Punjabi Bagh,
New Delhi-110026

Date: 06/12/2025
Place: Gurugram

NOTES

1) *A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING ("THE MEETING") IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND SUCH NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to the provisions of section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in the aggregate not more than ten percent of the total share capital of the Company. Members holding more than 10% of the total share capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other member. The instrument of the proxy, in order to be effective, should be deposited at the registered office of the company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Notice.*
2) As a measure of economy and to support the "Green Initiative", copies of the Annual Report will not be distributed at the venue of the Annual General Meeting. Members are requested to bring their copy of the Annual Report and the duly completed Attendance Slip to the Meeting. The Annual Report is also available on the Company's website at www.trinanre.com.
3) Appointment / Re-appointment of Directors: At the ensuing Annual General Meeting, Ms. Kiran Chadda retire by rotation and being eligible, offer herself for re-appointment.
4) Details of Directors seeking appointment / reappointment at the 33rd Annual General Meeting in pursuance of provisions of the Companies Act, 2013 & Regulation 36 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 are given as an Annexure to the Notice.
5) The relevant Statement made pursuant to Section 102 (1) of the Companies Act, 2013 in respect of Special Business to be transacted at the Annual General Meeting, set out in the Notice, is enclosed hereto and forms part of the Notice.
6) Corporate members intending to send their authorized representative(s) to attend the Annual General Meeting are requested to forward to the Company, a certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting either to the Company in advance or submit the same at the venue of the General Meeting.
7) Documents referred to in the Notice and the Explanatory Statement, if any, are open for inspection at the Registered Office of the Company on all working days, except Sundays and public holidays, during business hours up to and including the date of the Annual General Meeting.
8) The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Act, will be available for inspection by the Members at the Annual General Meeting.
9) The Register of Members and the Share Transfer Books of the Company will remain closed from Monday, 22nd December, 2025 to Tuesday, 30th December, 2025 (both days inclusive), pursuant to the provisions of Section 91 of the Companies Act, 2013, for the purpose of the Annual General Meeting.
10) The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, i.e., Monday, 22nd December, 2025. Only those Members whose names appear in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date shall be entitled to avail the facility of remote e-voting as well as voting at the Annual General Meeting. A person who is not a Member as on the cut-off date shall treat this Notice for information purposes only.

11) Members who have cast their vote through remote e-voting prior to the Annual General Meeting may also attend the Meeting, but shall not be entitled to cast their vote again at the Meeting.
12) Since the Company is providing the facility of remote e-voting to the Members, voting by show of hands will not be allowed at the Annual General Meeting, as provided under Section 107 of the Companies Act, 2013. Members who are present at the Meeting and have not cast their vote through remote e-voting shall be provided with ballot paper to cast their vote at the Meeting.
13) The Notice of the 33rd Annual General Meeting, along with the Annual Report, is available on the website of the Company at www.trinanre.com, on the websites of the Stock Exchanges where the Company's shares are listed, and on the website of NSDL at www.evoting.nsdl.com.
14) In support of the Green Initiative launched by the Ministry of Corporate Affairs (MCA) and in compliance with the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, Members who have not registered their email address with the Company or their Depository Participant(s) are requested to do so at the earliest to enable the Company to send all communications, including Annual Reports, Notices, and Circulars, electronically. Members holding shares in physical form may register their email address by sending a request to the Company's Registrar and Share Transfer Agent (RTA), *M/s Skyline Financial Services Pvt. Ltd.*, at compliances@skylinerta.com, and Members holding shares in demat form should update their email address with their respective Depository Participant(s).
15) In compliance with the MCA Circulars and SEBI Regulations and Circulars, the Notice of the AGM along with the Annual Report for the financial year 2024-25 is being sent electronically to those Members whose e-mail addresses are registered with the Company/Depositories.
16) Mr. Sanjay Grover, Practising Company Secretary (PCS), (Membership No. FCS 5937) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-Voting process in a fair and transparent manner.
17) The Chairman shall, at the Annual General Meeting, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of Scrutinizer, by use of "e-voting" or "Ballot Paper" for all those members who are present at the Annual General Meeting but who have not cast their votes earlier by availing the remote e-Voting facility.
18) The Scrutinizer shall after the conclusion of voting at the general meeting, 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 shall make, not later than 48 hours of the conclusion of the Annual General Meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
19) The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.trinanre.comand on the website of NSDL at www.evoting.nsdl.comafter the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE & National Stock Exchange of India Limited.
20) Investors Education and Protection Fund: Pursuant to the provisions of Section 124 and 125 of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, dividends that remain unpaid or unclaimed for a period of seven consecutive years are required to be transferred by the Company to the Investor Education and Protection Fund (IEPF) established by the Central Government. Members are requested to claim their unclaimed dividends, if any, before such transfer to the IEPF. Further, in accordance with the said provisions, the shares on which dividend has not been claimed for seven consecutive years or more are also required to be transferred to the IEPF Demat Account.
21) Registrar and Transfer Agents: The address of Registrars and Transfer Agents of the Company is as follows:

M/S SKYLINE FINANCIAL SERVICES PVT. LTD.
Unit: TRINA NRE TRANSPORTATION LTD.
D-153 A, Ist Floor, Okhla Industrial Area, Phase – I, New Delhi-110 020

Tel.: 011-26812682, 40450193 to 97
Web:www.skylinerta.com
E-mail : compliances@skylinerta.com

22) Route Map showing Directions to reach to the venue of the Meeting is given at the end of this Notice.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on 27thDecember, 2025 at 10:00 A.M. and ends on 29thDecember, 2025 at 05: 00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Monday, 22ndDecember, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Monday, 22ndDecember, 2025.

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 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. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period 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 2. 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. 3. 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. 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.

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 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 user 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 is in active status.

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 groversanjay13@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 (Mr. Abhishek Mishra, New Delhi) 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 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 cs@trinaquebecgears.com.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@trinaquebecgears.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.

3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated 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.

By Order of the Board of Directors
For TRINA NRE TRANSPORTATION LIMITED

Sd/-
Tarun Khera
(Whole time Director)
DIN:01405515
Address: 3/61, West Punjabi Bagh,
New Delhi-110026

Date: 06/12/2025
Place: Gurugram

EXPLANATORY STATEMENT
(PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013)

ITEM NO. 3

Pursuant to the provisions of Section 204 (1)and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 9 the Companies (Appointment and Remuneration of Personnel) Rules, 2014, any other applicable provisions, if any, of the Companies Act,2013, Rules made thereunder (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), Regulation 24(A) of the SEBI (Listing Obligations and Disclosure Requirements)Regulations, 2015 read with the Circulars issued thereunder, to extent applicable, and other application Regulations framed by Securities and Exchange Board of India in this regard, Company is required to appoint a Secretarial Auditor for a period of Five Consecutive Years.

The Board at its meeting held on September 05, 2025, based on recommendation of the Audit Committee, after evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., has approved the appointment of M/s S Grover & Associates, Practising Company Secretaries as Secretarial Auditors of the Company for a term of five consecutive years commencing from FY 2025-26 till FY 2029-30, subject to approval of the Members.

M/s. S Grover & Associates have consented to act as a Secretarial Auditor and have confirmed that they are not disqualified to be appointed as the Secretarial Auditor in terms of the provisions of Section 204of the Companies Act, 2013 and Rule 9 the Companies (Appointment and Remuneration of Personnel) Rules, 2014

and that they hold a valid certificate issued by the peer review Board of the Institute of Company Secretaries of India. It is proposed to authorize the Board of Directors, including relevant Committee(s)thereof, to finalize the fee / expenses and to approve incremental fee, from time to time, based on the nature and quantum of work and vary such other terms in consultation with the Secretarial Auditors. Besides the secretarial audit services, the Company may also obtain certifications from M/s. S Grover & Associates under various statutory regulations and certifications required by statutory authorities, audit related services and other permissible non-secretarial audit services as required from time to time, for which they will be remunerated separately on mutually agreed terms, as approved by the Board of Directors in consultation with the Audit Committee.

None of the Director and Key Managerial Personnel of the Company and their relatives are in any way concerned or interested in this resolution mentioned at Item No. 3 of the Notice.

The Board of Directors recommends the resolution set forth at Item No. 3 for approval by the Members of the Company as an Ordinary Resolution.

ITEM NO. 4

Based on the board meeting held on 10thMay, 2025 and recommendation of the Nomination and Remuneration Committee (NRC), has approved the proposal to revise/increase the remuneration of Mr. Pankaj Khera, Managing Director of the Company, for the financial year 2025-26.

Mr. Pankaj Khera as Managing Director and Chief Executive Officer (CEO) of the Company for a further term of 3 (three) years, effective from 1st October 2023, which was approved by the Members at the Annual General Meeting held on 30th December 2024.

The existing remuneration of the Managing Director consists of salary, allowances, perquisites, and other benefits as approved earlier.

- Basic Salary: Rs.3,00,000 per month
- House Rent Allowance: @ 50% of Basic Salary
- Conveyance: Rs. 50,000/- per month
- Perquisites: The Appointee shall be entitled to the following perquisites:

(a) Reimbursement of all medical expenses for self and family, including hospitalization (inland and/or overseas - including passage fare, boarding & lodging expenses for the patient and one attendant, wherever required).
(b) Reimbursement of amenities, such as electricity, water, gas and other utilities that may be used at the residence.
(c) Leave Travel Facility for self and family, within India & abroad.
(d) Fees of Clubs
(e) Purchase of and/or reimbursement for insurance policies of personal accident, medical, group, life and any other kind of insurance.
(f) Contribution to Provident Fund, Superannuation or Annuity Fund and any other kind of Fund as may be constituted from time to time.
(g) Gratuity not exceeding half a month's salary for each completed year of service.
(h) Encashment of leave with full pay, allowances and monetary value of ascertainable perquisites not exceeding 30 days, after completion of each year.
(i) Reimbursement of actual expenditure, if any, incurred for watchmen, security guard(s), gardener(s), cleaner(s) or any other servant(s) provided/ engaged for domestic and/ or personal jobs.

(j) Reimbursement of actual expenditure on education for self and family.

The following will not be treated as perquisites:

(a) Provision of car(s) for use on Company's business and telephone(s) at residence.
(b) Reimbursement of entertainment, travelling and other expenses incurred for business of the Company whether in cash, by credit card or any other recognized mode of payment.
(c) Reimbursement of expenses incurred on Newspapers, Newsletters, Journals, Periodicals, Books, Magazines etc. for enhancement of personal knowledge.

Further, the following perquisites, which are also allowed to him, shall not be included in the computation of such ceiling limits.

(a) Contribution to Provident Fund, Superannuation Fund or Annuity Fund to the extent these either singly or put together are not taxable under Income Tax Act, 1961.
(b) Gratuity payable at a rate not exceeding half month's salary for each completed year of service; and
(c) Encashment of leave at the end of tenure.

I. Leave Entitlement: The incumbent shall be entitled to the leaves in accordance with the leave-policy of the company, as may be approved by the Board of Directors or its Committee, from time to time.

In view of his contributions to the growth and performance of the Company, and to bring his compensation in line with prevailing industry and market standards, the Board has approved an increase in remuneration as follows:

- Revised Salary: Rs.4,00,000 per month
- House Rent Allowance: @ 50% of Basic Salary
- Conveyance: Rs. 50,000/- per month
- Other Perquisites and Allowances: As per Company's applicable policies and existing terms of appointment, and
- All other terms and conditions of his appointment shall remain unchanged.

A detailed breakup of the revised remuneration is available for inspection at the registered office of the Company.

In the event of inadequacy or absence of profits, the remuneration payable will be in accordance with the limits prescribed under Section II of Part II of Schedule V of the Companies Act, 2013.

The NRC and the Board have reviewed the proposal and have found it justified and in the best interest of the Company.

Except Mr. Pankaj Khera and Mr. Tarun Khera none of the Directors,Key Managerial Personnels and their relativesare deemed to be concerned or interested,financially or otherwise, in the resolution setout at Item No. 4 of the Notice.

The Board of Directors recommends the resolution set out at Item No.4 of the Notice for approval by the Members of the Company by way of a Special Resolution.

The additional information as required under para (iv) of the second proviso after paragraph B of section II of part II of Schedule V of the Act in relation to the resolution set out at Item No. 4 of the Notice, is given below:

I. General Information

1.	Nature of Industry	Gear and Gear Boxes , Generated Motor, Blowers, Gears, Sprockets 'Racks of machine tools, Gears and Components	
2.	Date or expected date of commencement of Commercial Production	The Company is already manufacturing since 2006	
3.	In Case of New Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	N.A	
4.	Financial Performance based on given indicators. Sales/Profit	2023-24	2024-25
	-	2424.89 Lakh	1277.66 Lakh
	- Sales	74.33 Lakh	225.00 Lakh
	- Profit/Loss		
5.	Foreign Investments or Collaborations, if any	2023-24	2024-25
	Export Sales	132715.68 Hundred	79800.62 Hundred

II. Information about the Appointee

(1) Background Details	Mr. Pankaj Khera, a Bachelor of Engineering and an eminent technocrat with vast experience in the industry, has been associated with the Company since its inception. His re-appointment is in compliance with the provisions of Sections 197, 203, and other applicable provisions of the Companies Act, 2013, and is subject to shareholder approval at the forthcoming AGM and approval from the Central Government, if required.
(2) Past Remuneration	Basic Salary 3,00,000 Rs. + perks per month
(3)Recognition or Awards	Nil
(4) Job Profile and his suitability	Mr. Pankaj Khera is responsible for overall growth of company. Under his leadership company has been able to re-establish brand not only in domestic market but has been able to establish its name in international market. His association has been beneficial since inception.
(5) Remuneration Proposed	Proposed remuneration is given in the Explanatory Statement.
(6) Comparative remuneration Profile with respect to industry Size of company, profile of the Position and person(in case of Expatriates the relevant details would be w.r.t. the country of his origin)	Keeping in view the size of company remuneration proposed is in conformity with the Industrial norms.

(7)Pecuniary Relationship directly or indirectly with the Company or Relationship with the managerial Personnel, if any	Mr. Pankaj Khera is related to Mr. Tarun Khera as brother.

III. Other Information

1 Reasons for Loss or inadequate Profits	The company is expanding its production capacity, hence making huge investments in purchase of machines, therefore increasing the burden of Depreciation.
2 Steps taken or proposed to be taken for improvement.	There is an endeavor for total revamp of manufacturing facilities by introduction of new hi-tech machines in place of old machines. The production capacity has been significantly updated & focus is placed on increase in turnover

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Act. During the year out of 10 board meetings held; all 10 meetings were attended by Mr. Pankaj Khera.

ITEM NO. 5

Based on the board meeting held on 10th May, 2025 and recommendation of the Nomination and Remuneration Committee (NRC), has approved the proposal to revise/increase the remuneration of Mr. Tarun Khera, Whole Time Director of the Company, for the financial year 2025-26.

Mr. Tarun Khera, as Whole Time Director and Chief Financial Officer (CFO) of the Company for a further term of 3 (three) years, effective from 1st October 2023, which was approved by the Members at the Annual General Meeting held on 30th December 2024.

The existing remuneration of the Managing Director consists of salary, allowances, perquisites, and other benefits as approved earlier.

- Basic Salary: Rs.3,00,000 per month
- House Rent Allowance: @ 50% of Basic Salary
- Conveyance: Rs. 50,000/- per month
- Perquisites: The Appointee shall be entitled to the following perquisites:

(k) Reimbursement of all medical expenses for self and family, including hospitalization (inland and/or overseas - including passage fare, boarding & lodging expenses for the patient and one attendant, wherever required).
(l) Reimbursement of amenities, such as electricity, water, gas and other utilities that may be used at the residence.
(m) Leave Travel Facility for self and family, within India & abroad.
(n) Fees of Clubs
(o) Purchase of and/or reimbursement for insurance policies of personal accident, medical, group, life and any other kind of insurance.
(p) Contribution to Provident Fund, Superannuation or Annuity Fund and any other kind of Fund as may be constituted from time to time.

(q) Gratuity not exceeding half a month's salary for each completed year of service.
(r) Encashment of leave with full pay, allowances and monetary value of ascertainable perquisites not exceeding 30 days, after completion of each year.
(s) Reimbursement of actual expenditure, if any, incurred for watchmen, security guard(s), gardener(s), cleaner(s) or any other servant(s) provided/ engaged for domestic and/ or personal jobs.
(t) Reimbursement of actual expenditure on education for self and family.

The following will not be treated as perquisites:

(d) Provision of car(s) for use on Company's business and telephone(s) at residence.
(e) Reimbursement of entertainment, travelling and other expenses incurred for business of the Company whether in cash, by credit card or any other recognized mode of payment.
(f) Reimbursement of expenses incurred on Newspapers, Newsletters, Journals, Periodicals, Books, Magazines etc. for enhancement of personal knowledge.

Further, the following perquisites, which are also allowed to him, shall not be included in the computation of such ceiling limits.

(d) Contribution to Provident Fund, Superannuation Fund or Annuity Fund to the extent these either singly or put together are not taxable under Income Tax Act, 1961.
(e) Gratuity payable at a rate not exceeding half month's salary for each completed year of service; and
(f) Encashment of leave at the end of tenure.

II. Leave Entitlement: The incumbent shall be entitled to the leaves in accordance with the leave-policy of the company, as may be approved by the Board of Directors or its Committee, from time to time.

In view of his contributions to the growth and performance of the Company, and to bring his compensation in line with prevailing industry and market standards, the Board has approved an increase in remuneration as follows:

- Revised Salary: Rs.4,00,000 per month
- House Rent Allowance: @ 50% of Basic Salary
- Conveyance: Rs. 50,000/- per month
- Other Perquisites and Allowances: As per Company's applicable policies and existing terms of appointment, and
- All other terms and conditions of his appointment shall remain unchanged.

A detailed breakup of the revised remuneration is available for inspection at the registered office of the Company.

In the event of inadequacy or absence of profits, the remuneration payable will be in accordance with the limits prescribed under Section II of Part II of Schedule V of the Companies Act, 2013.

The NRC and the Board have reviewed the proposal and have found it justified and in the best interest of the Company.

Except Mr. Pankaj Khera and Mr. Tarun Khera none of the Directors, Key Managerial Personnels and their relatives are deemed to be concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

The Board of Directors recommends the resolution set out at Item No.5 of the Notice for approval by the Members of the Company by way of a Special Resolution.

The additional information as required under para (iv) of the second proviso after paragraph B of section II of part II of Schedule V of the Act in relation to the resolution set out at Item No. 5 of the Notice, is given below:

I. General Information

6. Nature of Industry		Gear and Gear Boxes , Generated Motor, Blowers, Gears, Sprockets 'Racks of machine tools, Gears and Components	
7. Date or expected date of commencement of Commercial Production		The Company is already manufacturing since 2006	
8. In Case of New Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.		N.A	
9. Financial Performance based on given indicators. Sales/Profit		2023-24	2024-25
-		2424.89 Lakh	1277.66 Lakh
-	Sales	74.33 Lakh	225.00 Lakh
-	Profit/Loss		
10. Foreign Investments or Collaborations, if any		2023-24	2024-25
	Export Sales	132715.68 Hundred	79800.62 Hundred

II. Information about the Appointee

(1) Background Details	Mr. Tarun Khera, a commerce graduate with extensive experience in business.
(2) Past Remuneration	Basic Salary 3,00,000 Rs. + perks per month
(3)Recognition or Awards	Nil
(4) Job Profile and his suitability	Mr. Tarun Khera is responsible for overall commercial & operating activities of the Company. Being Closely associated with the project for long and keeping in view the long experience of management activities, he is considered suitable for the purpose.
(5) Remuneration Proposed	Proposed remuneration is given in the Explanatory Statement.
(6) Comparative remuneration Profile with respect to industry Size of company, profile of the Position and person(in case of Expatriates the relevant details would be w.r.t. the country of his origin)	Keeping in view the size of company remuneration proposed is in conformity with the Industrial norms.
(7)Pecuniary Relationship directly or indirectly with the Company or Relationship with the managerial Personnel, if any	Mr. Pankaj Khera is related to Mr. Tarun Khera as brother.

III. Other Information

3 Reasons for Loss or inadequate Profits	The company is expanding its production capacity, hence making huge investments in purchase of machines, therefore increasing the burden of Depreciation.
4 Steps taken or proposed to be taken for improvement.	There is an endeavor for total revamp of manufacturing facilities by introduction of new hi-tech machines in place of old machines. The production capacity has been significantly updated & focus is placed on increase in turnover

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Act. During the year out of 10 board meetings held; all 10 meetings were attended by Mr. Tarun Khera.

ITEM NO. 6

Section 186 of the Companies Act, 2013, read with applicable rules, restricts companies from giving loans, providing guarantees or securities, or Making investments in other bodies corporate, beyond the 60% of the paid-up share capital, free reserves, and securities premium account, or 100% of the free reserves and securities premium account, whichever is higher, without prior shareholder approval by a Special Resolution.

Considering the Company's growth plans, future investment opportunities, inter-corporate funding requirements, and its intention to efficiently manage surplus funds, the Board recommends seeking shareholders' approval to authorize the Board to make such investments, loans, guarantees, or securities up to a maximum aggregate limit of ₹ 16,00,00,000 (Rupees Sixteen Crores only).

This approval will provide financial flexibility to the Board and enable timely execution of business and strategic decisions without seeking repeated shareholder consent.

Hence, the Special Resolution at Item No. 6 of the Notice, notwithstanding the fact that the same exceeds the limits provided under Section 186 of the Act.

None of the Directors, Key Managerial Personnel and/or their relatives, is/are interested or concerned, financially or otherwise in the resolution except as may be deemed to be concerned or interested in the proposed resolution to the extent of their shareholding in the Company.

The Board of Directors of the Company recommends the Resolution as set out at Item no. 6 of the accompanied Notice for approval of the shareholders by way of Special Resolution.

ITEM NO. 7

Pursuant to the provisions Section 185 of the Companies Act, 2013 (the Act), a company may advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the Director of the Company is interested subject to the condition that approval of the shareholders of the Company is obtained by way of a Special Resolution.

The Company's subsidiary (ies) / group companies/ associates / JV Companies explore various options to raise funds through loan/ issuance of debentures / bonds etc. which may be backed by corporate guarantee of the Company. The proceeds raised by the subsidiary (ies) / group companies/ associates / JV Companies of the Company would be utilized for their principal business activities.

In view of the above and as an abundant caution, the Board at its meeting held on December 04, 2025 approved a proposal for seeking the consent of the members of the Company pursuant to the provisions of Section 185 of

the Act, to advance any loan including any loan represented by book debt, or give guarantee or provide any security in connection with any loans / debentures/ bonds etc. raised by any subsidiary company (ies)) /group companies/ associates / JV Companies / body corporates, in whom any of the Director of the Company is or will be deemed to be interested for an amount not exceeding sixty per cent. of its paid-up share capital, free reserves and securities premium account or one hundred per cent. of its free reserves and securities premium account, whichever is more. This will also enable the Company to provide the requisite corporate guarantee or security in relation to raising of loans / debentures / bonds etc. by the said subsidiary (ies) / associates / JV Companies body corporates, as and when it is raised.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in anyway, concerned or interested, financially or otherwise, in the resolution.

Accordingly, consent of the members is sought by way of a Special Resolution as set out in Item No.7of the Notice. The Board recommends the Resolution for your approval.

ITEM NO.8

The Company, in the ordinary course of its business, enters into transactions such as sale, purchase or supply of goods or materials, leasing of property, and availing or rendering of services. Mr. Tarun Khera, Whole-time Director, and Mr. Pankaj Khera, Managing Director of the Company and their relatives, as defined under Section 2(76) of the Companies Act, 2013, are consider are related parties

In view of the provisions of Section 188(1) of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, prior approval of the shareholders by way of a special resolution is required for entering into such transactions where the value exceeds the prescribed limits.

Accordingly, it is proposed to seek approval of the shareholders to authorize the Company to enter into contracts/arrangements/transactions with the above related parties for an estimated aggregate value not exceeding ₹ 16,00,00,000 (Rupees Sixteen Crores only) per financial year.

The particulars of the transactions as required under Rule 15(3) of the Companies (Meetings of Board and its Powers) Rules, 2014 are given below:

Sl. No.	Particulars
1.	Name of Related Parties: Mr. Tarun Khera (Whole-time Director) and Mr. Pankaj Khera (Managing Director) and their relatives
2.	Name of Director/KMP who is related: Same as above
3.	Nature of Relationship: Directors of the Company
4.	Nature, material terms, and particulars of the contract/arrangement: Sale, purchase or supply of goods or materials, leasing of property, and availing or rendering of services on arm's length basis and in the ordinary course of business.
5.	Duration of contracts/arrangements: Up to 3 years
6.	Any advance paid/received: As per terms of the respective agreements
7.	Manner of determining pricing: On arm's length basis considering prevailing market prices

The Board recommends the resolution as set out in Item No. 8 for approval of the members by way of a Special Resolution.

None of the Directors, Key Managerial Personnel or their relatives, except Mr. Tarun Khera and Mr. Pankaj Khera and their relatives, are concerned or interested in the resolution.

ITEM NO.9

The Articles of Association of the Company as currently in force was adopted when the Company was incorporated under the Companies Act, 1956 and further amendments were adopted from time to time, over the past several years.

Considering that substantive sections of the Companies Act, 2013 which deal with the general working of the Companies stand notified, it is proposed to adopt new set of Articles of Association in line with the provisions of the Companies Act, 2013 including the Rules framed thereunder and to make certain other changes thereto. The Articles of Association as on date along with the proposed amendments are available for inspection by the members at the Corporate Office of the Company on all working days, except Saturdays, between 11.00 a.m. and 1.00 p.m. upto the date of the Meeting and at the Meeting and on the website of the Company.

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

The Board of Directors accordingly recommends the Special Resolution set out at Item No. 9 of the accompanying notice for approval of the members.

ITEM NO.10

The object clause (Clause III) of the Memorandum of Association ("MOA") of the Company, as presently in force, is based on the erstwhile Companies Act, 1956. According to the Companies Act, 2013, the companies are required to have only "matters which are necessary for furtherance of the objects specified in clause III(A)". Further in terms of provisions of the Companies Act, 2013, MOA shall not consist ofother object clause.

In view of the above, it is considered necessary to change the name of existing clause III (B) i.e. "The objects incidental or ancillary to the attainment of the above main objects are" to "matters which are necessary for furtherance of the objects specified in clause III (A)" and replace the existing MOA by a new set MOA as per the Companies Act, 2013.

As per the provisions of Section 13 of the Companies Act, 2013, a special resolution has to be passed by the members of the Company for adoption of amended and restated MOA.

The Memorandum of Association as on date along with the proposed amendments are available for inspection by the members at the Corporate Office of the Company on all working days, upto the date of the Meeting and at the Meeting and on the website of the Company.

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

The Board of Directors accordingly recommends the Special Resolution set out at Item No. 10 of the accompanying notice for approval of the members.

By Order of the Board of Directors
For TRINA NRE TRANSPORTATION LIMITED

Sd/-
Tarun Khera
(Whole time Director)
DIN:01405515
Address:3/61, West Punjabi Bagh,

New Delhi-110026

Date: 06/12/2025
Place: Gurugram

ANNEXURE TO THE NOTICE

Details of Directors seeking appointment / reappointment at the 33rd Annual General Meeting in pursuance of provisions of the Companies Act, 2013 & Regulation 36 (3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Name of the Director	Ms. Kiran Chadda
DIN	00787353
Designation	Director
Date of Birth	22/07/1960
Nationality	Indian
Qualification	LLB
Date of Appointment on the Board	02/09/2017
Nature of Expertise	Law Graduate having more than 33 years of experience in indirect Taxation and legal matters
No of Equity Shares held in the company	0
No of Board Meeting attended during the year	8
List of Directorship in other companies as on 04/09/2025	4

By Order of the Board of Directors
For TRINA NRE TRANSPORTATION LIMITED

Sd/-
Tarun Khera
(Whole time Director)
DIN:01405515
Address:3/61, West Punjabi Bagh,
New Delhi-110026

Date: 06/12/2025
Place: Gurugram

IPM
Celebrate your dreams
I P MOTEL & RESORTS
Govt. Approved
P-654
100 mtr.
Bahadurgarh
Indane Bottling Plant
Neelwal Gaon
Ghevra Modh
10 Km
Mundka
Nangloi
Delhi Rohtak Rd. (N.H.No. 10)
Chowk Peera Gari
Madhuban Chowk
Vikas Puri Outer Ring Rd.
Outer Ring Road
Paschim Vihar
Punjabi Bagh
Chowk General Store
Ring Road
Ring Road
Raja Garden
Wazirpur Bus Depot