



## Misquita Engineering Limited

Corporate Identity Number(CIN): L74210GA1998PLC002537  
Manufacturers of Precision Machined Components

Date: 07.09.2026

To,  
The Listing Compliance  
**BSE Ltd.**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai- 400001

**Ref. BSE Scrip Code: 542801**

**Subject : Notice of Annual General Meeting for the Financial Year 2025-2026**

Dear Sir/Madam,

We are enclosing herewith Notice of the Annual General Meeting for the Financial Year 2025-2026 and is also available on the website of the Company at [www.misquitaengg.com](http://www.misquitaengg.com).

This is for your information and record.

Thanking You.

Yours Faithfully,

FOR **MISQUITA ENGINEERING LIMITED**

  
  
**THOMAS CONSTANCE AVINASH MISQUITA**  
**MANAGING DIRECTOR**  
**DIN: 00060846**  
**Place: GOA**

**Encl:**

- I. Notice of 28<sup>th</sup> Annual General Meeting of the Company to be held on Wednesday 30<sup>th</sup> September, 2026.

## NOTICE

**NOTICE IS HEREBY GIVEN THAT THE 28<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF MISQUITA ENGINEERING LIMITED WILL BE HELD ON WEDNESDAY 30<sup>TH</sup> SEPTEMBER 2026 AT 04:30 PM AT DINA BANQUET HALL, HOTEL MIRAMAR, NEAR KAMAT KINARA, CARANZALEM GOA. 403002 TO TRANSACT THE FOLLOWING BUSINESS.**

### **ORDINARY BUSINESS:**

**Item No. 1. To receive, consider and adopt the audited standalone financial statements of the company for the financial year ended March 31, 2026 together with the reports of the board of directors' and auditors' thereon:**

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

**“RESOLVED THAT** the audited standalone financial statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and Auditors thereon, be and are hereby received, considered and adopted.”

**Item No. 2. To appoint a Director in place of Mrs. Gail Lucia Misquita (DIN: 00060932), who retires by rotation and being eligible offered herself for re-appointment.**

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

**“RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Gail Lucia Misquita (DIN: 00060932), who retires by rotation at this meeting and being eligible has offered herself for re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation”.

**Item No. 3. To Consider the Appointment Of M/S M B Gabhawala & Co., As Statutory Auditors of The Company and Authorized Board of Directors to Fix the Remuneration.**

**TO CONSIDER AND, IF THOUGHT FIT, TO PASS, WITH OR WITHOUT MODIFICATIONS, THE FOLLOWING RESOLUTION AS ORDINARY RESOLUTION:**

**“RESOLVED THAT** pursuant to the provisions of Section 139, Section 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendations of the Audit Committee and approval by the Board of Directors, M/s. M B Gabhawala & Co., Chartered Accountants (Membership No. 461053) (FRN No.- 001183C), be and are hereby appointed as Statutory Auditors of the Company for a term of five years to hold office from the conclusion of 28th Annual General Meeting till the conclusion of 33<sup>rd</sup> Annual General Meeting.

**RESOLVED FURTHER THAT** the Board of Directors be authorized to fix the remuneration for the Statutory Auditors in consultation with the Audit Committee and the Statutory Auditors.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to settle any question, difficulty or doubt, that may arise and to do all such acts, deeds and things as may be necessary, proper or expedient for the purpose of giving effect to this resolution”.

**SPECIAL BUSINESS:**

**ITEM NO.4.Re-Appointment Of Mr. Thomas Constance Avinash Misquita (Din: 00060846) As Managing Director:**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 (the Act) and the rules made thereunder read with Schedule V of the Act (including any amendments thereto or re-enactment thereof for the time being in force) and upon the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, and subject to any required regulatory approvals and applicable conditions thereof, approval of the members be and is hereby accorded to the re-appointment of Mr. Thomas Constance Avinash Misquita (DIN: 00060846), as Managing Director and Chairman of the Company, for a period of five (5) years w.e.f. 07th September 2026 to 06th September 2031 liable to retire by rotation. on the terms and conditions mutually agreed upon between the directors and Mr. Thomas Constance Avinash Misquita for purposes of giving effect to the said re-appointment;

**FURTHER RESOLVED THAT** any Director of the company be and is hereby authorised to file/sign/execute/ to do all such acts, deeds, and things as may be necessary to give effect to the aforementioned resolution along with the filing of necessary e-forms on behalf of the Board of Directors.”

**ITEM NO.5 Re-Appointment of Mrs. Gail Lucia Misquita (Din: 00060932) As Whole-Time Director Of The Company:**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 (the Act) and the rules made thereunder read with Schedule V of the Act (including any amendments thereto or re-enactment thereof for the time being in force) and upon the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, and subject to any required regulatory approvals and applicable conditions thereof, approval of the members be and is hereby accorded to the re-appointment of Mrs. Gail Lucia Misquita as Whole-time Director of the Company, for a period of five (5) years w.e.f. 07<sup>th</sup> September 2026 to 06th September 2031 on the terms and conditions mutually agreed upon between the directors and Mrs. Gail Lucia Misquita for purposes of giving effect to the said re-appointment;

**FURTHER RESOLVED THAT** any Director of the company be and is hereby authorised to file/sign/execute/ to do all such acts, deeds, and things as may be necessary to give effect to the aforementioned resolution along with the filing of necessary e-forms on behalf of the Board of Directors.”

**For Misquita Engineering Limited**

**Sd/-**

**Thomas Constance Avinash Misquita**

**Managing Director**

**DIN 00060846**

**Date: 05<sup>th</sup> September 2026**

**Registered Address:**

182/1 Vaginim Vaddo Nachinol,  
North Goa, Aldona, Goa, India, 403508

**NOTES:**

1. A shareholder entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote on poll on behalf of him and the proxy need not be a member of the Company. The instrument of proxy in order to be effective, must be deposited at the Corporate Office of the Company, duly completed and signed, not less than 48 hours before the commencement of meeting. A person can act as proxy on behalf of shareholders not exceeding fifty (50) in number and holding in aggregate not more than 10% of the total share capital of the company.
2. Corporate shareholders intending to send their authorized representatives to attend the AGM are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the AGM.
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged with the Company, at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
4. 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 Companies Act, 2013, will be available for inspection by the members at the AGM.
5. In terms of the provisions of section 152 of the Companies Act, 2013, Mrs. Gail Lucia Misquita (DIN: 00060932) by rotation at the AGM. Nomination and Remuneration Committee and the Board of Directors of the Company recommend their re-appointment.
6. The Register of Members and the Share Transfer Books of the Company will remain closed from, Thursday 24<sup>th</sup> September 2026 to Wednesday, 30<sup>th</sup> September 2026 (both days inclusive). For the purpose of Annual General Meeting for the financial year ended 31st March 2026.
7. Notice of the AGM along with the Annual Report 2025-2026 is also being sent through electronic mode to those Members whose email address is registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2025-2026 will also be available on the Company's website [www.misquitaengg.com](http://www.misquitaengg.com) website of the Stock Exchange, i.e. on BSE Limited at [www.bseindia.com](http://www.bseindia.com). For receiving all communication (including Annual Report) from the Company electronically members are requested to register/update their email addresses with the relevant Depository Participant.
8. Pursuant to section 108 of the Companies Act, 2013, read with rules 20 of the Companies (Management and Administration) Rules, 2014 and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer voting by electronic means to the members to cast their votes electronically on all resolutions set forth in this notice. The detailed instructions for e-voting are given separately.
9. Shareholders/proxies are requested to bring their copies of the Annual Report to the AGM and the attendance slip duly filled in for attending the AGM.
10. Shareholders are requested to intimate, immediately, any change in their address or bank mandates to their depository participants with whom they are maintaining their demat accounts.
11. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participants with whom they are maintaining their demat accounts.

12. Pursuant to section 72 of the Companies Act, 2013, members are entitled to make a nomination in respect of shares held by them. Members desirous of making a nomination, pursuant to the Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 are requested to send their requests in Form No. SH-13 to the Registrar and Transfer Agent of the Company. Further, members desirous of cancelling/varying nomination pursuant to the Rule 19 (9) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in Form No. SH- 14, to the Registrar and Transfer Agent of the Company.
13. All documents referred to in the accompanying notice will be available for inspection at the corporate office of the company during business hours on all working days up to the date of declaration of the result of the AGM of the Company.
14. In case of joint holders attending the AGM, the shareholder whose name appears as the first holder in the order of name appears as per the Register of Members of the Company will be entitled to vote.
15. The Route map to the venue of the AGM is published in the Annual Report.
16. Details of the Director seeking re-appointment is provided in this Notice.
17. In compliance with the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force) and various MCA Circulars, the Company is pleased to provide its Members with the e-Voting facility to exercise their right to vote on the proposed resolutions electronically. For this purpose, the Company has appointed M/s Jaymin Modi & Co, as the Scrutinizer for conducting the e-Voting process in a fair and transparent manner.

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

The remote e-voting period begins on **Saturday 26<sup>th</sup> September 2026** at 09:00 A.M. and ends on **Tuesday, 29<sup>th</sup> September 2026** 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. **23<sup>rd</sup> September 2026**, 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 **23<sup>rd</sup> September 2026**.

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:

| <b>Type of Shareholders</b>                   | <b>Login Method</b>                                                                                                                                                                                                                         |
|-----------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Individual Shareholders holding securities in | 1. Existing IDEAS user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial |

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|---------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>demat mode with NSDL.</p>                                              | <p>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 <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “Register Online for IDeAS Portal” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>.</p> <p>2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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.</p> <p>3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <b>App Store</b> </div> <div style="text-align: center;">  <b>Google Play</b> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div> |
| <p>Individual Shareholders holding securities in demat mode with CDSL</p> | <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 Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</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. 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 CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp;New System Myeasi 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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication,</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |

|                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
|--------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                                                                                        | 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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 - 4886 7000 and 022 - 2499 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33 |

**B. Login Method for e-Voting 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<br>For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****. |
| b) For Members who hold shares in demat account with CDSL.     | 16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.                                                     |
| c) For Members holding shares in Physical Form.                | EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***  |

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

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period now you are ready for e-Voting.
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 [info@csjmco.com](mailto:info@csjmco.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). 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](http://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](http://www.evoting.nsdl.com) or call on toll free no.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to NSDL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

Process for those shareholders whose email ids are not registered with the depositories/ company 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 [info@misquitaengg.com](mailto:info@misquitaengg.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 [info@misquitaengg.com](mailto:info@misquitaengg.com). If you are an Individual shareholder 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.co.in](mailto:evoting@nsdl.co.in) 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.

### **For Misquita Engineering Limited**

**Sd/-**

**Thomas Constance Avinash Misquita**

**Managing Director**

**DIN 00060846**

**Date: 05<sup>th</sup> September 2026**

### **Registered Address:**

182/1 Vaginim Vaddo Nachinol,  
North Goa, Aldona, Goa, India, 403508

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

### **Item Number 3**

This Explanatory Statement is in terms of Regulation 36(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), though statutorily not required in terms of Section 102 of the Act.

After evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., the Board of Directors of the Company ('Board') has, based on the recommendation of the Audit Committee, proposed the appointment of M/s M/S M B Gabhawala & Co, as the Statutory Auditors of the Company, for the term of five years from the conclusion of 28th AGM till the conclusion of 33th AGM of the Company to be held in the year 2032, at a remuneration as may be mutually agreed between the Board and the Statutory Auditors.

M/s M B Gabhawala & Co. have consented to their appointment as the Statutory Auditors and have confirmed that the appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act and that they are not disqualified to be appointed as the Statutory Auditors in terms of the provisions of Section 139 and 141 of the Act and the Rules framed thereunder.

The Board, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

None of the Directors, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution at Item No. 3 of the accompanying Notice.

Based on the recommendation of the Audit Committee, the Board recommends the Ordinary Resolution set forth at Item No.3 of the Notice for approval of the Members.

### **Item Number 4**

The Members are informed that the present tenure of Mr. Thomas Constance Avinash Misquita (DIN: 00060846) as Managing Director and Chairman of the Company is due to expire on 06th September 2026.

Considering his valuable contribution, experience, knowledge and continued involvement in the management and affairs of the Company, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, has approved the re-appointment of Mr. Thomas Constance Avinash Misquita as Managing Director and Chairman of the Company for a further period of five (5) years with effect from 07th September 2026 to 06th September 2031, subject to the approval of the Members and such other approvals as may be required under the applicable provisions of law.

The proposed re-appointment is in accordance with the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 ("Act"), read with Schedule V to the Act and the rules made thereunder, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force.

Mr. Thomas Constance Avinash Misquita has considerable experience and expertise in the management and administration of the Company and has been contributing significantly to its affairs. The Board is of the view that his continued association as Managing Director and Chairman will be beneficial to the Company and its stakeholders.

There is no increase or change in the remuneration limit of Mr. Thomas Constance Avinash Misquita pursuant to his proposed re-appointment. The remuneration payable to him shall

continue to be the same as presently approved by the Company, subject to the applicable provisions of the Companies Act, 2013 and Schedule V thereto.

The proposed re-appointment is liable to retire by rotation in accordance with the provisions of the Act.

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

Except Mr. Thomas Constance Avinash Misquita, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

The requisite disclosures relating to Mr. Thomas Constance Avinash Misquita, as required under the applicable provisions of the Act and the rules made thereunder, are provided separately in the Notice.

The details of terms of re-appointment and remuneration payable to Mr. Thomas Constance Avinash Misquita are given below:

|                                                   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
|---------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Particulars                                       | Mr. Thomas Constance Avinash Misquita                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| Tenure of re- appointment<br>Remuneration         | 5 years w.e.f. 07th September 2026 to 06th September 2031                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| Salary Inclusive of all allowances and incentives | Upto Rs. 24,00,000/- (Rupees Twenty-Four Lakhs) per annum including perquisites, benefits, incentives and other allowances. The Director shall be entitled to such increment from time to time as the Board (including Committee(s)) may by its discretion determine                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| Perquisites and allowances in addition to salary  | Perquisites shall be evaluated as per Income Tax Rule wherever applicable and in the absence of any such rule, Perquisites shall be evaluated at actual cost.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
| Retirement Benefits                               | A. Gratuity payable shall be in accordance with the rules of the Companies Act and Gratuity Rule.<br>B. Earned leave on full pay and allowances as per the rules of the Company, leave accumulated shall be en-cashable at the end of the tenure, if any, will not be included in the computation of the ceiling of perquisites                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| Other Benefits                                    | A. The Director shall be entitled to reimbursement of actual expenses like Vehicle, Guest Entertainment, Travelling Expenses actually and properly incurred during the course of doing legitimate business of the Company.<br>B. The appointee shall be eligible for Housing, Education and Medical Loan and Other Loans or facilities as applicable in accordance with the rules and policy of the Company and in compliance of the law as applicable for the time being in force.                                                                                                                                                                                                                                                                                                                                                         |
| Minimum Remuneration                              | The aggregate of the remuneration and perquisites as aforesaid, in any financial year, shall not exceed the limit set out under Sections 197 and 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 or any statutory modifications or re-enactments thereof for the time being in force, or otherwise as may be permissible at law.<br>Provided that where in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay the above salary and allowances and provide the perquisites and other amenities as aforesaid to the Managing Director as and by way of minimum remuneration, subject to the applicable provisions of Schedule V of the Act and the approval of the Central Government, if required, or any other approvals as may be required under law. |

**INFORMATION REQUIRED UNDER SECTION II, PART II OF SCHEDULE V OF THE COMPANIES ACT, 2013**

|                                                                                                                                                         |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                 |                 |                 |
|---------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|-----------------|-----------------|
| I. General information:                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                 |                 |                 |
| (1) Nature of industry                                                                                                                                  | Engineering/Mechanical Products                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                 |                 |                 |
| (2) Date or expected date of commencement of commercial production                                                                                      | Company was incorporated on 04.03.1998.<br><br>The Company had already commenced commercial production.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                 |                 |                 |
| (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus | Not Applicable                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                 |                 |                 |
| (4) Financial performance based on given indicators<br>Amount in Lakhs                                                                                  | Particulars                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 31st March 2024 | 31st March 2025 | 31st March 2026 |
|                                                                                                                                                         | Amount in lakhs                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                 |                 |                 |
|                                                                                                                                                         | PBT                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | -28.59          | 16.26           | 30.69           |
|                                                                                                                                                         | PAT                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | -28.81          | 19.81           | 22.96           |
| (5) Foreign investments or collaborations, if any.                                                                                                      | (a) Foreign Investment: NIL<br>(b) Foreign Collaboration: NIL<br>(c) Investment in Foreign Bonds: NIL                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                 |                 |                 |
| II. Information about the appointee:                                                                                                                    |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                 |                 |                 |
| (1) Background details                                                                                                                                  | Mr. Thomas Constance Avinash Misquita is a dynamic business leader with over 30 years of industry experience. He holds a Bachelor of Engineering (Mechanical) degree from the University of Mumbai. With strong expertise in marketing, business development, and strategic leadership, he has played a key role in driving the company's growth and success. His dedication, hard work, and passion for business continue to contribute significantly to the company's progress.                                                                                                                                                                                                            |                 |                 |                 |
| (2) Past remuneration                                                                                                                                   | Salary: Upto Rs. 24,00,000/- (Rupees Twenty-Four Lakhs) per annum<br><br>Perquisites: Subject to a ceiling of 20% of Annual Salary per annum.<br><br>Provident Fund: Company's contribution subject to ceiling of 12 % of the salary.<br><br>Gratuity: Not to exceed half month's salary for each completed year of service as may be permissible under the Income Tax Act, 1961 or the rules framed there under.<br><br>Medical benefit: For self and family reimbursement of expenses actually incurred the total cost of which to the Company shall not exceed one month's salary in a block of three years.<br><br>Leave: One month's leave with pay for every eleven months of service. |                 |                 |                 |

|                                                                                                                                                                                                                         |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                                                                                                                                                                                                         | <p>Leave Travel: For self, wife and dependent children to and from any place in India once in a year, subject to the condition that only actual fares will be paid and no hotel expenses etc will be allowed.</p> <p>Conveyance: Free use of Company's car with driver. The monetary value of the perquisite will be evaluated as per Income tax Rules, 1962.</p> <p>Personal Accident: Personal Accident Insurance of an amount the premium of which does not exceed Rs.1000/- per annum.</p> <p>Telephone: Free telephone facility at residence.</p> <p>Club: Fee of club subject to a maximum of two club, provided that no life membership or admission fees is payable.</p> <p>House Rent Allowance : Rs.50,000/- per month</p> <p>Provided that the total amount of Managerial Remuneration including the above benefits and perquisites (excluding exempted Perquisites such as Provident Fund, Contribution, Gratuity and Leave Encashment as defined in Part II of Section II (B) of Chapter XIII) shall not exceed Rs. 2,00,000/- per month.</p> |
| (3) Recognition or awards                                                                                                                                                                                               | .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| (4) Job profile and his suitability                                                                                                                                                                                     | Mr. Avinash Misquita, aged 62 years, has wide experience knowledge of various aspects relating to the Company's affairs and long business experience and will perform such duties as shall from time to time be entrusted to him by the Board of Directors subject to superintendence, guidance and control of the Board of Directors.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| (5) Remuneration proposed                                                                                                                                                                                               | The remuneration limit proposed is the same as the remuneration limit presently approved for Mr. Avinash Misquita.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| (6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin) | The salary proposed is comparable to the industry.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| (7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.                                                                                              | Mr. Avinash Misquita is the promoter Director of the Company and holds 20,71,900 equity shares. And He is the spouse of Ms. Gail Lucia Misquita. He is the father of Desiderio Misquita.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| III. Other information:                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| (1) Reasons of loss or inadequate profits                                                                                                                                                                               | The Company incurred a loss during FY 2023-24; however, the Company has improved its financial performance subsequently and recorded profits during FY 2024-25 and FY 2025-26."                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| (2) Steps taken or proposed to be                                                                                                                                                                                       | NA                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |

|                                                                        |                                                                                                                                                                                                                                                                                                                                               |
|------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| taken for improvement.                                                 |                                                                                                                                                                                                                                                                                                                                               |
| (3) Expected increase in productivity and profits in measurable terms. | <p>The Company has taken numerous initiatives to improve its financial position, and will continue endeavor although it is difficult to quantify the same in this regard at this juncture.</p> <p>The steps taken / to be taken by the Company are expected to improve further the Company's performance and profitability in the future.</p> |

#### Item Number. 05

The Members are informed that the present tenure of Mrs. Gail Lucia Misquita (DIN: 00060932) as Whole-time Director of the Company is due to expire on 06th September 2026. Considering her valuable contribution, experience, knowledge and continued involvement in the management and affairs of the Company, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, has approved the re-appointment of Mrs. Gail Lucia Misquita as Whole-time Director of the Company for a further period of five (5) years with effect from 07th September 2026 to 06th September 2031, subject to the approval of the Members and such other approvals as may be required under the applicable provisions of law.

The proposed re-appointment is in accordance with the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 ("Act"), read with Schedule V to the Act and the rules made thereunder, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force.

Mrs. Gail Lucia Misquita possesses relevant experience and knowledge of the business and affairs of the Company and has made valuable contributions to its functioning and management. The Board is of the view that her continued association as Whole-time Director will be beneficial to the Company and its stakeholders.

There is no increase or change in the remuneration payable to Mrs. Gail Lucia Misquita pursuant to her proposed re-appointment. The remuneration payable to her shall continue to be the same as presently approved by the Company, subject to the applicable provisions of the Companies Act, 2013 and Schedule V thereto.

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

Except Mrs. Gail Lucia Misquita, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

The details of terms of re-appointment and remuneration payable to Mrs. Gail Lucia Misquita are given below:

|                                                   |                                                                                                                                                                                                                                                                      |
|---------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Particulars                                       | Mrs. Gail Lucia Misquita                                                                                                                                                                                                                                             |
| Tenure of re- appointment                         | 5 years w.e.f. 07th September 2026 to 06th September 2031                                                                                                                                                                                                            |
| Remuneration                                      |                                                                                                                                                                                                                                                                      |
| Salary Inclusive of all allowances and incentives | Upto Rs. 24,00,000/- (Rupees Twenty-Four Lakhs) per annum including perquisites, benefits, incentives and other allowances. The Director shall be entitled to such increment from time to time as the Board (including Committee(s)) may by its discretion determine |
| Perquisites and allowances in addition to salary  | Perquisites shall be evaluated as per Income Tax Rule wherever applicable and in the absence of any such rule, Perquisites shall be evaluated at actual cost.                                                                                                        |
| Retirement Benefits                               | A. Gratuity payable shall be in accordance with the rules of the Companies Act and Gratuity Rule.                                                                                                                                                                    |

|                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
|----------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                      | B. Earned leave on full pay and allowances as per the rules of the Company, leave accumulated shall be en-cashable at the end of the tenure, if any, will not be included in the computation of the ceiling of perquisites                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| Other Benefits       | A. The Director shall be entitled to reimbursement of actual expenses like Vehicle, Guest Entertainment, Travelling Expenses actually and properly incurred during the course of doing legitimate business of the Company.<br>B. The appointee shall be eligible for Housing, Education and Medical Loan and Other Loans or facilities as applicable in accordance with the rules and policy of the Company and in compliance of the law as applicable for the time being in force.                                                                                                                                                                                                                                                                                                                                                         |
| Minimum Remuneration | The aggregate of the remuneration and perquisites as aforesaid, in any financial year, shall not exceed the limit set out under Sections 197 and 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 or any statutory modifications or re-enactments thereof for the time being in force, or otherwise as may be permissible at law.<br>Provided that where in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay the above salary and allowances and provide the perquisites and other amenities as aforesaid to the Managing Director as and by way of minimum remuneration, subject to the applicable provisions of Schedule V of the Act and the approval of the Central Government, if required, or any other approvals as may be required under law. |

#### INFORMATION REQUIRED UNDER SECTION II, PART II OF SCHEDULE V OF THE COMPANIES ACT, 2013

|                                                                                                                                                         |                                                                                                                                                                                                                                                                                                                          |                 |                 |                 |
|---------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|-----------------|-----------------|
| I. General information:                                                                                                                                 |                                                                                                                                                                                                                                                                                                                          |                 |                 |                 |
| (1) Nature of industry                                                                                                                                  | Engineering/Mechanical Products                                                                                                                                                                                                                                                                                          |                 |                 |                 |
| (2) Date or expected date of commencement of commercial production                                                                                      | Company was incorporated on 04.03.1998.<br><br>The Company had already commenced commercial production.                                                                                                                                                                                                                  |                 |                 |                 |
| (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus | Not Applicable                                                                                                                                                                                                                                                                                                           |                 |                 |                 |
| (4) Financial performance based on given indicators<br>Amount in Lakhs                                                                                  | Particulars                                                                                                                                                                                                                                                                                                              | 31st March 2024 | 31st March 2025 | 31st March 2026 |
|                                                                                                                                                         | Amount in lakhs                                                                                                                                                                                                                                                                                                          |                 |                 |                 |
|                                                                                                                                                         | PBT                                                                                                                                                                                                                                                                                                                      | -28.59          | 16.26           | 30.69           |
|                                                                                                                                                         | PAT                                                                                                                                                                                                                                                                                                                      | -28.81          | 19.81           | 22.96           |
| (5) Foreign investments or collaborations, if any.                                                                                                      | (a) Foreign Investment: NIL<br>(b) Foreign Collaboration: NIL<br>(c) Investment in Foreign Bonds: NIL                                                                                                                                                                                                                    |                 |                 |                 |
| II. Information about the appointee:                                                                                                                    |                                                                                                                                                                                                                                                                                                                          |                 |                 |                 |
| (1) Background details                                                                                                                                  | Mrs. Gail Lucia Misquita oversees Finance and Administration, with a key focus on financial control, cost management, and planning. She is recognized for her strong organizational and leadership skills and has successfully coordinated several high-profile events. With her vision and dedication, she continues to |                 |                 |                 |

|                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
|-------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                     | contribute significantly to the company's growth and success.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| (2) Past remuneration               | <p>Upto Rs. 24,00,000/- (Rupees Twenty-Four Lakhs) per annum.</p> <p>Perquisites: Subject to a ceiling of 20% of Annual Salary per annum.</p> <p>Provident Fund: Company's contribution subject to ceiling of 12 % of the salary.</p> <p>Gratuity: Not to exceed half month's salary for each completed year of service as may be permissible under the Income Tax Act, 1961 or the rules framed there under.</p> <p>Medical benefit: For self and family reimbursement of expenses actually incurred the total cost of which to the Company shall not exceed one month's salary in a block of three years.</p> <p>Leave: One month's leave with pay for every eleven months of service.</p> <p>Leave Travel: For self, wife and dependent children to and from any place in India once in a year, subject to the condition that only actual fares will be paid and no hotel expenses etc will be allowed.</p> <p>Conveyance: Free use of Company's car with driver. The monetary value of the perquisite will be evaluated as per Income tax Rules, 1962.</p> <p>Personal Accident: Personal Accident Insurance of an amount the premium of which does not exceed Rs.1000/- per annum.</p> <p>Telephone: Free telephone facility at residence.</p> <p>Club: Fee of club subject to a maximum of two club, provided that no life membership or admission fees is payable.</p> <p>House Rent Allowance : Rs.50,000/- per month</p> <p>Provided that the total amount of Managerial Remuneration including the above benefits and perquisites (excluding exempted Perquisites such as Provident Fund, Contribution, Gratuity and Leave Encashment as defined in Part II of Section II (B) of Chapter XIII) shall not exceed Rs. 2,00,000/- per month.</p> |
| (3) Recognition or awards           | .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| (4) Job profile and his suitability | <p>Mrs. Gail Lucia Misquita, aged 58 years, has wide experience knowledge of various aspects relating to the Company's affairs and long business experience and will perform such duties as shall from time to time be entrusted to him by the Board of Directors subject to superintendence, guidance and control of the Board of</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |

|                                                                                                                                                                                                                         |                                                                                                                                                                                                                                                                                                                                               |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                                                                                                                                                                                                                         | Directors.                                                                                                                                                                                                                                                                                                                                    |
| (5) Remuneration proposed                                                                                                                                                                                               | The remuneration limit proposed is the same as the remuneration limit presently approved for Mrs. Gail Lucia Misquita.                                                                                                                                                                                                                        |
| (6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin) | The salary proposed is comparable to the industry.                                                                                                                                                                                                                                                                                            |
| (7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.                                                                                              | Mrs. Gail Lucia Misquita. is the promoter Director of the Company and holds 5,00,000 equity shares. And she is the spouse of Mr. Thomas Constance Avinash Misquita. She is the Mother of Desiderio Misquita.                                                                                                                                  |
| III. Other information:                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                               |
| (1) Reasons of loss or inadequate profits                                                                                                                                                                               | The Company incurred a loss during FY 2023-24; however, the Company has improved its financial performance subsequently and recorded profits during FY 2024-25 and FY 2025-26.”                                                                                                                                                               |
| (2) Steps taken or proposed to be taken for improvement.                                                                                                                                                                | NA                                                                                                                                                                                                                                                                                                                                            |
| (3) Expected increase in productivity and profits in measurable terms.                                                                                                                                                  | <p>The Company has taken numerous initiatives to improve its financial position, and will continue endeavor although it is difficult to quantify the same in this regard at this juncture.</p> <p>The steps taken / to be taken by the Company are expected to improve further the Company’s performance and profitability in the future.</p> |

**Additional information on directors recommended for appointment/reappointment as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SS-2 issued by the Institute of Company Secretaries of India, is as follows:**

| Name of Director                                      | Thomas Constance Avinash Misquita                                                                                                                 | Gail Lucia Misquita                                                     |
|-------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|
| Director Identification Number (DIN)                  | 00060846                                                                                                                                          | 00060932                                                                |
| Date of birth                                         | 11/02/1964                                                                                                                                        | 03/12/1967                                                              |
| Age                                                   | 61 years                                                                                                                                          | 58 Years                                                                |
| Nationality                                           | Indian                                                                                                                                            | Indian                                                                  |
| Qualifications                                        | Bachelor of Engineering (Mechanical)                                                                                                              | Diploma in Instrumentation Engineering                                  |
| Date of first Appointment on the Board                | 17/09/2004                                                                                                                                        | 17/09/2004                                                              |
| Tenure with the Company                               | Up to 06 <sup>th</sup> September 2026                                                                                                             | Up to 06 <sup>th</sup> September 2026                                   |
| Nature of his expertise in specific functional areas; | He is spearheading the company successfully with his marketing skills, immense hard work and dedication. He has more than 20 years of Experience. | She looks after the Finance and Administration Division of the Company. |
| Relationships between                                 | He is the spouse of Ms. Gail                                                                                                                      | She is spouse of Mr. Avinash                                            |

|                                                                                          |                                                         |                                                    |
|------------------------------------------------------------------------------------------|---------------------------------------------------------|----------------------------------------------------|
| Directors inter-se                                                                       | Lucia Misquita. He is the father of Desiderio Misquita. | Misquita. She is the mother of Desiderio Misquita. |
| List of the directorships held in other listed companies                                 | NIL                                                     | NIL                                                |
| Number of board Meetings attended during the year                                        | NIL                                                     | NIL                                                |
| Chairman/Member in the Committees of the Boards of companies in which he/she is Director | NIL                                                     | NIL                                                |
| Number of Shares held in the Company as on March 31, 2026                                | 20,71,900 Equity shares of Rs. 10 each                  | 5,00,000 Equity shares of Rs. 10 each              |
| Remuneration details                                                                     | Up to Rs. 24,00,000 p.a.                                | Up to Rs. 24,00,000 p.a.                           |

**For Misquita Engineering Limited**

**Sd/-**

**Thomas Constance Avinash Misquita**

**Managing Director**

**DIN 00060846**

**Date: 05<sup>th</sup> September 2026**

**Registered Address:**

182/1 Vaiginim Vaddo Nachinol,  
North Goa, Aldona, Goa, India, 403508

**MISQUITA ENGINEERING LIMITED**  
**CIN L74210GA1998PLC002537**

**Registered Address: 182/1 Vaiginim Vaddo Nachinol, North Goa, Aldona, Goa, India,  
403508**

**tel. +91 83088 48233, website: [www.misquitaengg.com](http://www.misquitaengg.com) email: [info@misquitaengg.com](mailto:info@misquitaengg.com)**

**ATTENDANCE SLIP**

**TO BE COMPLETED AND HANDED OVER AT THE ENTRANCE OF THE MEETING**

|                                        |                  |
|----------------------------------------|------------------|
| <b>Name and Address of Shareholder</b> | <b>Folio No.</b> |
| <b>No. of Shares</b>                   | <b>Client ID</b> |

I hereby record my presence at the 28<sup>th</sup> Annual General Meeting of the Company on Wednesday 30<sup>th</sup> September 2026 at 04:30 P.M at Dina Banquet Hall, Hotel Miramar, Near Kamat Kinara, Caranzalem Goa. 403002.

Signature of the Shareholder or Proxy

\_\_\_\_\_  
Email Address:

Note: Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report at the meeting.

**ELECTRONIC VOTING PARTICULARS**

|                                                  |                |                 |
|--------------------------------------------------|----------------|-----------------|
| <b>Electronic Voting Event Number<br/>(EVEN)</b> | <b>User ID</b> | <b>Password</b> |
|                                                  |                |                 |

**MISQUITA ENGINEERING LIMITED**  
**CIN L74210GA1998PLC002537**

**Registered Address: 182/1 Vaiginim Vaddo Nachinol, North Goa, Aldona, Goa, India,  
403508**

**tel. +91 83088 48233, website: [www.misquitaengg.com](http://www.misquitaengg.com) email: [info@misquitaengg.com](mailto:info@misquitaengg.com)**

**PROXY FORM**

|                               |  |               |  |
|-------------------------------|--|---------------|--|
| <b>Name of the Member(S):</b> |  |               |  |
| <b>Registered Address:</b>    |  |               |  |
| <b>Email -id:</b>             |  |               |  |
| <b>Folio No. Client ID:</b>   |  | <b>DP ID:</b> |  |

I/We, being the member (s) of \_\_\_\_\_ shares of the above-named Company, hereby appoint

Name: \_\_\_\_\_

Address: \_\_\_\_\_

Email-id: \_\_\_\_\_

Signature: \_\_\_\_\_ or failing him

Name: \_\_\_\_\_

Address: \_\_\_\_\_

Email-id: \_\_\_\_\_

Signature: \_\_\_\_\_ or failing him

Name: \_\_\_\_\_

Address: \_\_\_\_\_

Email-id: \_\_\_\_\_

Signature: \_\_\_\_\_ or failing him

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 28<sup>th</sup> Annual General Meeting of the Company on Wednesday 30<sup>th</sup> September 2026 at 04:30 P.M at Dina Banquet Hall, Hotel Miramar, Near Kamat Kinara, Caranzalem Goa. 403002. and at any adjournment thereof in respect of such Resolutions as are indicated below:

| Item No. | Resolutions                                                                                                                                                                                                       | Optional |         |
|----------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|---------|
|          |                                                                                                                                                                                                                   | For      | Against |
| 1        | To receive, consider and adopt the audited standalone financial statements of the company for the financial year ended March 31, 2026 together with the reports of the board of directors' and auditors' thereon. |          |         |
| 2        | To appoint a Director in place of Mrs. Gail Lucia Misquita (DIN: 00060932), who retires by rotation and being eligible offered herself for re-appointment.                                                        |          |         |
| 3        | To Consider the Appointment Of M/S M B Gabhawala & Co., As Statutory Auditors of The Company and Authorized Board of Directors to Fix the Remuneration.                                                           |          |         |
| 4        | Re-Appointment of Mr. Thomas Constance Avinash Misquita (Din: 00060846) As Managing Director                                                                                                                      |          |         |
| 5        | Re-Appointment of Mrs. Gail Lucia Misquita (Din: 00060932) As Whole-Time Director of The Company:                                                                                                                 |          |         |

Signed this..... day of.....2026  
 Signature of shareholder.....  
 Signature of Proxy holder(s).....

Affix  
 Revenue  
 Stamp

**Note:**

- (i) 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.
- (ii) For the resolutions, explanatory statements and notes please refer to the notice of Annual General Meeting.
- (iii) It is Optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all resolution, your proxy will be entitled to vote in the manner as he / she thinks appropriate.
- (iv) Please complete all details including details of member(s) in the above box before submission.

**MISQUITA ENGINEERING LIMITED**  
**CIN L74210GA1998PLC002537**

**Registered Address: 182/1 Vaiginim Vaddo Nachinol, North Goa, Aldona, Goa, India,  
403508**

**tel. +91 83088 48233, website: [www.misquitaengg.com](http://www.misquitaengg.com) email: [info@misquitaengg.com](mailto:info@misquitaengg.com)**

**ASSENT/ DISSENT FORM FOR VOTING ON AGM RESOLUTIONS**

|                                                                                                                       |  |
|-----------------------------------------------------------------------------------------------------------------------|--|
| 1.Name(s)& Registered Address of the sole / first named member                                                        |  |
| 2.Name(s) of the Joint-Holder(s):(if any)                                                                             |  |
| 3.<br>i)Registered Folio No:<br>ii)DPID No & Client ID No. (Applicable to members holding shares dematerialized form) |  |
| 4. Number of Shares(s) held                                                                                           |  |

I/ We hereby exercise my/our vote in respect of the following resolutions to be passed for the business stated in the Notice of the Annual General Meeting held on Wednesday 30th September 2026 at 04:30 P.M, by conveying my/ our assent or dissent to the resolutions by placing tick (✓) mark in the appropriate box below:

| Item No. | Resolutions                                                                                                                                                                                                       | Optional |         |
|----------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|---------|
|          |                                                                                                                                                                                                                   | For      | Against |
| 1        | To receive, consider and adopt the audited standalone financial statements of the company for the financial year ended March 31, 2026 together with the reports of the board of directors' and auditors' thereon. |          |         |
| 2        | To appoint a Director in place of Mrs. Gail Lucia Misquita (DIN: 00060932), who retires by rotation and being eligible offered herself for re-appointment.                                                        |          |         |
| 3        | To Consider the Appointment Of M/S M B Gabhawala & Co., As Statutory Auditors of The Company and Authorized Board of Directors to Fix the Remuneration.                                                           |          |         |
| 4        | Re-Appointment of Mr. Thomas Constance Avinash Misquita (Din: 00060846) As Managing Director                                                                                                                      |          |         |
| 5        | Re-Appointment of Mrs. Gail Lucia Misquita (Din: 00060932) As Whole-Time Director of The Company                                                                                                                  |          |         |

Place  
Date

Signature of the Shareholder Authorized  
Representative

**Notes:**

- i) If you opt to cast your vote by e-voting, there is no need to fill up and sign this form.
- ii) Last date for receipt of Assent/ Dissent Form is 5.00 pm on 29<sup>th</sup> September 2026.
- iii) Please read the instructions printed overleaf carefully before exercising your vote.

**General Instructions:**

1. Shareholders have option to vote either through e-voting i.e. electronic means or to convey assent / dissent. If a shareholder has opted for physical Assent/Dissent Form, then he/she should not vote by e-voting advice versa. However, in case Shareholders cast their vote through physical assent/dissent form and e-voting, then vote cast through e-voting shall be considered as invalid.
2. The notice of Annual General Meeting is e-mailed to the members whose names appear on the Register of Members as on 28th August 2026 and voting rights shall be reckoned on the paid-up value of the shares registered in the name of the shareholders as on 28th August 2026.
3. Voting through physical assent/ dissent form cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorized representatives with proof of their authorization, as stated below.

**Instructions for voting physically on Assent / Dissent Form:**

1. A member desiring to exercise vote by Assent/Dissent should complete this Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, at their cost to reach the Scrutinizer at the registered office of the Company on or before the close of working hours i.e. 5.00 pm on 29<sup>th</sup> September 2026. All Forms received after this date will be strictly treated as if the reply from such Member has not been received.
2. This Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company/ Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Share holder and in his absence, by the next named Shareholder.
3. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies etc.) the completed Assent/ Dissent Form should be accompanied by a certified copy of the relevant Board Resolution/ appropriate authorization, with the specimen signature(s) of the authorized signatory (ies) duly attested.
4. The consent must be accorded by recording the assent in the column “FOR” or dissent in the column “AGAINST” by placing a tick mark (✓) in the appropriate column in the Form. The assent or dissent received in any other form shall not be considered valid.
5. Members are requested to fill the Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
6. There will be one Assent/ Dissent Form for every folio / Client id irrespective of the number of joint holders.
7. A member may request for a duplicate Assent/ Dissent Form, if so required and the same duly completed should reach the Scrutinizer not later than the specified under instruction No.1 above.
8. Members are requested not to send any other paper along with the Assent / Dissent Form. They are also requested not to write anything in the Assent/ Dissent form except giving their assent or dissent and putting their signature. If any such other paper is sent the same will be destroyed by the Scrutinizer.
9. The Scrutinizers decision on the validity of the Assent/ Dissent Form will be final and binding. Incomplete, unsigned or incorrectly ticked Assent/ Dissent Forms will be rejected.

## ROUTE MAP OF THE AGM VENUE

