



July 09, 2026

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: 539762

Sub: Intimation pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) – Postal Ballot Notice

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI Listing Regulations, please find enclosed herewith the copy of Postal Ballot Notice along with the Explanatory Statement (“Notice”) dated July 07, 2026 being sent to the Members of the Company to seek approval by way of remote electronic voting (“e-voting”) in respect of the special business(es) as set out in the Notice.

In compliance with the provisions of the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, read with other relevant circulars issued in this regard, the latest being General Circular Nos. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs, Government of India (collectively referred to as “MCA Circulars”), this Notice is being sent only through electronic mode to those Members whose e-mail IDs are registered with the Company / Depositories / Registrar and Share Transfer Agent and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on Friday, July 03, 2026 (‘Cut-off date’). Accordingly, physical copy of the Notice for this Postal Ballot is not being sent to the Members.

The Company has engaged the services of Central Depository Services (India) Limited (‘CDSL’) to provide remote e-voting facility to its Members. The remote e-Voting period commences from 09:00 a.m. (IST) on Friday, July 10, 2026 and ends at 05:00 p.m. (IST) on Saturday, August 08, 2026. The e-Voting module shall be disabled by CDSL thereafter. Please note that communication of assent or dissent of the Members would only take place through the remote e-Voting system. The instructions for remote e-Voting form part of the ‘Notes’ section to the Notice.

The Notice is also available on the website of the Company i.e., mep.ltd.

Kindly take the same on record.

Thanking You,

Yours faithfully,
For Modern Engineering and Projects Limited

Anisha Rajbhar
Company Secretary
ACS: 79416
Email id: cs@mep.ltd
Encl.: As above



POSTAL BALLOT NOTICE

[Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

Dear Members,

NOTICE is hereby given pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 (the "Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), Secretarial Standard-2 on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, and other applicable provisions of the Act, the Rules and the SEBI Listing Regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 and subsequent Circulars issued by the Ministry of Corporate Affairs, including Circular No. 03/2025 dated September 22, 2025 (collectively referred to as the "MCA Circulars"), to transact the Special Business as set out below which is proposed to be passed by the Members of Modern Engineering and Projects Ltd ("the Company") by means of Postal Ballot, only by voting through electronic means (remote e-voting).

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice ("Notice") is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company or its Registrar and Share Transfer Agent ("RTA") or with National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") (collectively referred to as the "Depositories").

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to Sections 108 and 110 of the Act read with the applicable Rules and the MCA Circulars, the manner of voting on the proposed resolution is restricted to remote e-voting only, i.e., by casting votes electronically. Members are requested to carefully read the instructions provided in this Notice under the heading "Instructions for e-voting" at Note 9.

The Board of Directors of the Company, at its Meeting held on July 07, 2026, has appointed Mr. Manoj Mimani, Practicing Company Secretary (Membership No. ACS 17083 and Certificate of Practice No. 11601), Partner of R M Mimani & Associates LLP, as the Scrutinizer to scrutinize the Postal Ballot process conducted through remote e-voting in a fair and transparent manner.

Members holding Equity Shares of the Company as on the Cut-off Date specified in this Notice are entitled to vote on the proposed resolutions and to record their assent ("FOR") or dissent ("AGAINST") through remote e-voting. The Company has engaged the services of CDSL to provide the remote e-voting facility to its Members. The remote e-voting period shall commence on Friday, July 10, 2026 at 9:00 a.m. (IST) and conclude on Saturday, August 08, 2026 at 5:00 p.m. (IST). The remote e-voting module shall be disabled by CDSL thereafter.

Members who have not yet registered their e-mail addresses are requested to register the same in order to receive this Notice and participate in the remote e-voting process.

The Scrutinizer shall submit his report to the Chairperson or any other person authorised by the Board, upon completion of the scrutiny of votes cast through remote e-voting. The results of the Postal Ballot shall be declared within two (2) working days from the conclusion of the remote e-voting period. The results, along with the Scrutinizer's Report, shall be placed on the website of the Company at mep.ltd and on the website of CDSL at www.evotingindia.com, and shall also be displayed at the Registered



Office of the Company. The results shall simultaneously be communicated to the stock exchange where the Equity Shares of the Company are listed.

The resolution, if approved by the requisite majority of Members, shall be deemed to have been passed on the last date specified for remote e-voting, i.e., Saturday, August 08, 2026.

The following resolution is proposed for approval of the Members of the Company by way of Postal Ballot:

SPECIAL BUSINESS:

1) Appointment of Mr. Abhijit Deshpande (DIN: 02926610) as an Independent Director of the Company

To consider and, if deemed fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 17(1C) and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and based on the recommendation made by the Nomination and Remuneration Committee, Mr. Abhijit Deshpande (DIN: 02926610), who was appointed as an Additional Director of the Company in the capacity of (Non-Executive Independent Director) by the Board of Directors with effect from May 12, 2026 in terms of Section 161(1) of the Companies Act, 2013, and who has submitted a declaration in writing that he meets the criteria of Independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years with effect from May 12, 2026.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Act and the Rules made thereunder Mr. Abhijit Deshpande (DIN: 02926610) shall be entitled to receive the remuneration/fees/commission as permitted to be received in the capacity of Non-Executive, Independent Director under the Act and the Listing Regulations, as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors from time to time;

RESOLVED FURTHER THAT the Board of Directors of the Company [hereinafter referred to as “the Board” (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution)] be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the foregoing resolution.”

**By Order of the Board of Directors of
Modern Engineering and Projects Limited**

Sd/-
Anisha Rajbhar
Company Secretary
ACS: 79416
Email id: cs@mep.ltd

Date: July 07, 2026
Place: Mumbai



Notes:

1. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 ("the Act"), read with Section 110 of the Act and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, setting out the material facts and reasons in respect of the proposed resolution(s), is annexed hereto and forms an integral part of this Postal Ballot Notice ("Notice").
2. In accordance with General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, and subsequent Circulars issued by the Ministry of Corporate Affairs, including Circular No. 03/2025 dated September 22, 2025 (collectively referred to as the "MCA Circulars"), this Notice is being sent only by electronic mode to those Members whose names appear in the Register of Members / List of Beneficial Owners as on Friday, July 03, 2026 ("Cut-off Date"), to be received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") (collectively referred to as the "Depositories"), and whose email addresses are registered with the Company or its Registrar and Transfer Agent ("RTA") or the Depositories.
3. This Notice will also be available on the Company's website at mep.ltd on the websites of the Stock Exchange where the Equity Shares of the Company are listed, namely BSE Limited (www.bseindia.com) and on the website of CDSL at www.evotingindia.com.
4. In compliance with the MCA Circulars, physical copies of this Notice, along with the Postal Ballot Forms and pre-paid business envelopes, are not being sent to the Members. Accordingly, the communication of assent or dissent by Members eligible to vote shall be effected only through remote e-voting, i.e., by casting their votes electronically instead of submitting Postal Ballot Forms.
5. Members holding Equity Shares of the Company as on the Cut-off Date ("Eligible Members") shall be entitled to vote through the remote e-voting process in respect of the resolution set out in this Notice. A person who becomes a Member after the Cut-off Date should treat this Notice for information purposes only.
6. It is, however, clarified that all Members of the Company as on the Cut-off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company / RTA / Depositories) shall be entitled to vote on the proposed resolution in accordance with the procedure specified in this Notice.
7. Eligible Members who have not registered their e-mail addresses are requested to register the same in order to receive this Notice, along with the procedure for remote e-voting and the relevant login credentials. Upon successful registration of the e-mail address, an electronic copy of the Notice shall be sent by the Company or CDSL within 48 hours of receipt of the e-mail details.
8. Members who wish to inspect the documents referred to in the Notice or the Explanatory Statement may send their request from their registered e-mail address to cs@mep.ltd, mentioning their Name and Folio Number/ DP ID & Client ID, up to the last date of the remote e-voting period for this Postal Ballot, i.e., Saturday, August 08, 2026.

9. THE INSTRUCTIONS FOR REMOTE E-VOTING ARE AS UNDER:

In compliance with the provisions of Sections 108 and 110 of the Act, read with the applicable Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the relevant MCA Circulars, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing



Regulations”), SEBI Circular dated December 9, 2020, in relation to e-voting facilities provided by listed entities, and the Secretarial Standard on General Meetings (SS-2), as amended, the Company is providing the facility of remote e-voting to its eligible Members. Accordingly, the proposed special business item(s) set out in this Notice shall be transacted only through remote e-voting.

The Company has engaged the services of CDSL to provide a secure remote e-voting facility, enabling eligible Members to cast their votes electronically.

- i. The voting period begins on Friday, July 10, 2026 at 9:00 a.m. (IST) and ends on Saturday, August 08, 2026, at 5:00 p.m. (IST). During this period Shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Friday, July 03, 2026, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, under Regulation 44 of SEBI Listing Regulations, listed entities are required to provide remote e-voting facility to its Shareholders, in respect of all Shareholders’ resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail Shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

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

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

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none">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 URL for users to login to Easi/ Easiest are requested to visit CDSL website www.cdslindia.com and click on Login icon and My Easi New (Token) Tab.2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by Company. On clicking the e-voting option, the user will be able to see e-



	<p>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 eVoting Service Providers, so that the user can visit the e-Voting service providers' website directly</p> <ol style="list-style-type: none"> If the user is not registered for Easi/Easiest, option to register is available at CDSL www.cdslindia.com. and click on login & My Easi New (Token) Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN from an e-Voting link available on www.cdslindia.com. home page. The system will authenticate the user by sending OTP on registered mobile number and email ID as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evoting!



	<p>ogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
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. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

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

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

iv. Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

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

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

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

- j. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential
- k. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice
- l. Click on the Electronic Voting Sequence Number (EVSN) of Modern Engineering and Projects Limited on which you choose to vote.
- m. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution
- n. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- o. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote
- p. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote
- q. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page
- r. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system
- s. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- t. **Additional Facility for Non - Individual Shareholders and Custodians -For Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.



- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same..
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@mep.ltd., if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESSES FOR THOSE SHAREHOLDERS WHO'S EMAIL ADDRESSES/MOBILE NUMBER ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

- For Physical shareholders-** please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company at cs@mep.ltd or RTA at support@purvashare.com.
- For Demat shareholders** - please update your email id & mobile no. with your respective Depository Participant (DP)
- For Individual Demat shareholders** - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, CDSL, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911.

Explanatory Statements pursuant to Section 102 (1) of the Companies Act, 2013 setting out all material facts relating to the business mentioned at Resolution nos. 1 of the accompanying Postal Ballot Notice

Item No: 1

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company, at its Meeting held on May 12, 2026, has appointed Mr. Abhijit Jayant Deshpande (DIN: 02926610) as an Additional Directors in the capacity of (Non-Executive Independent Director) of the Company in terms of Sections 161(1) and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 with effect from May 12, 2026 for a period of 5 (five) consecutive years, not liable to retire by rotation, subject to approval of the Members of the Company pursuant to Regulation 17(1C) of the SEBI Listing Regulations.

The Company is in receipt of Notice from a Member proposing his candidature for appointment as Director of the Company along with his consent to act as a Director and the declaration that he meets the criteria of Independence as provided in Section 149(6) of the Act. he has also given a declaration to the Company that she is not restrained from acting as a Director by the Securities and Exchange Board of India or any such authority and is eligible to be appointed as a Director in terms of Section 164 of the Act.

Mr. Abhijit Jayant Deshpande (DIN: 02926610) holds a Bachelor of Engineering (B.E.) degree in Electronics and Telecommunication Engineering.



In the opinion of the Board, Mr. Abhijit Jayant Deshpande (DIN: 02926610) is a person of integrity, possesses the relevant expertise/ experience, and fulfils the conditions specified in the Act for appointment as an Independent Director and is independent of the management. Disclosures, as required under Regulation 36 of the Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, are annexed to this Notice.

Draft letter of appointment of Mr. Abhijit Jayant Deshpande (DIN: 02926610) as an Independent Director setting out terms and conditions would be available for inspection without any fee by the Members at the Registered Office of the Company during normal business hours.

Consent of the Members is being sought by way of a Special Resolution, as set out at Item No. 1 of this Notice to approve the appointment of Mr. Abhijit Jayant Deshpande (DIN: 02926610) as Independent Director of the Company with effect from May 12, 2026 for a period of 5 (five) consecutive years, not liable to retire by rotation.

Accordingly, the Board hereby recommends the Special Resolution as set out at Item No. 1 of this Notice to the Members of the Company for their approval.

Except, Mr. Abhijit Jayant Deshpande (DIN: 02926610), being appointed as Director, none of the Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the said resolution, except to the extent of their shareholding, if any, in the Company.

**By Order of the Board of Directors of
Modern Engineering and Projects Limited**

**Sd/-
Anisha Rajbhar
Company Secretary
ACS: 79416
Email id: cs@mep.ltd**

Date: July 07, 2026
Place: Mumbai

Registered Office:
Unit no. 1106, 11th Floor,
Hallmark Business Plaza, Near Guru Nanak Hospital,
Bandra (East), Mumbai-Maharashtra, India, 400051



Additional Information on Directors seeking re-appointment as required under Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2:

Name of the Director	Mr. Abhijit Jayant Deshpande
DIN	02926610
Date of Birth	13-04-1965
Nationality	Indian
Age	61
Designation / Category of Director	Non-Executive, Independent Director
Date of the first appointment on the Board	May 12, 2026
Qualifications	Mr. Abhijit Jayant Deshpande (DIN: 02926610) holds a Bachelor of Engineering (B.E.) degree in Electronics and Telecommunication Engineering.
Brief Profile, Experience, and Expertise in specific functional areas / Brief Resume	<p>Abhijit Jayant Deshpande is senior power sector professional with over 35 years of experience across electricity distribution, regulatory governance, power procurement, tariff determination, renewable energy integration, project management, automation in management and policy implementation.</p> <p>He was associated with Maharashtra State Electricity Distribution Company Limited (Mahavitaran), the largest regulated electricity utility in the country.</p> <p>He has also served as Secretary, Maharashtra Electricity Regulatory Commission (MERC) a statutory regulatory body constituted under the Electricity Act, 2003 for a period of five years.</p>
The No. of Meetings of the Board attended during the FY 2025-2026	Not Applicable
Listed companies in which holds directorship and Committees Membership:	Nil
Directorships in other Unlisted Companies	Nil
Name of listed entities from which the person has resigned in the past three years	Nil
Relationship with other Directors, Managers, and other Key Managerial Personnel of the Company Shareholding in the Company including Shareholding as a beneficial owner	Not Applicable
Terms and Conditions of appointment / reappointment	As stated in resolution, above
Details of Remuneration sought to be paid	As stated in resolution, above
In the case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Please refer the explanatory statement set out of Item No. 1 of the Notice